

**THE OHIO / KENTUCKY CHAPTER
OF THE ESOP ASSOCIATION**



**October 16, 2014
8:45 A.M. to 2:45 P.M.**

(This conference has not been pre-certified, but should meet the requirements for CPE Credits for CPA's in Ohio and Kentucky.)

**Bridgewater Banquet &
Conference Center
10561 Sawmill Parkway
Powell, OH 43065**

**The Chapter's 5TH Annual Buckeye Auction to support the Employee
Ownership Foundation will begin at 3:00 p.m.**

CONFERENCE SPONSOR



Consulting

FALL CONFERENCE PROGRAM

8:15 A.M. Registration and Continental Breakfast

8:45 A.M. Welcome, Announcements and Recognition of Sponsors
Robyn Pollina, Palmer-Donavin Mfg. Co., Ohio / Kentucky Chapter President

9:00 A.M. ~ 9:30 A.M. "NO FINAL VICTORIES: ESOPs AND TAX REFORM"

J. Michael Keeling, President and Chief Government Relations Officer of The ESOP Association, will warn all that the ESOP community should not be complacent about positive results for ESOP law during recent tax reform debates. He will explain why now is the time for all ESOP women and men to be selfish!

9:45 A.M. ~ 10:45 A.M. CONCURRENT BREAKOUT SESSIONS

Session I DRIVING EMPLOYEE ENGAGEMENT AND COMPLETE CULTURAL ALIGNMENT

Alex Freytag, ProfitWorks LLC, Columbus, OH

Attendees in this session will learn real, simple, practical tools to help them become healthy, cohesive and functional, including: the People Analyzer to gauge alignment with core values; the IDS issues solving track for tackling issues in an open and honest environment; scorecards and "rocks" for tracking measureables and deliverables with transparency and accountability; and the powerful discipline of the Level 10 meeting. These tools are all designed to create an aligned organization of engaged employees who actively participate in driving improved financial performance and create a healthy culture that is fun and satisfying.

Session II HANDLING THE BIG 3 D's OF ESOP ADMINISTRATION

Kevin T. Rusch, Blue Ridge ESOP Associates, Charlottesville, VA
David A. Whaley, Dinsmore & Shohl LLP, Cincinnati, OH

This session will concentrate on how to set up a Plan and processes to avoid issues with the death, disability and / or divorce of your ESOP participants. Unfortunately, these life events may occur to someone in your Plan. The challenges afflicting your participants should not be compounded by issues in the ESOP's administration. Thus, we will discuss ways in which your Plan's terms, or the process and interaction with your third-party administrator, can assist in answering these questions ~ rather than being a hindrance.

Session III THE GREATBANC SETTLEMENT: IMPLICATIONS FOR ESOP TRUSTEES & VALUATORS

Brian D. Bornino, GBQ Consulting LLC, Columbus, OH
Tim Jochim, Schatz Brown Glassman Kossow LLP, Columbus, OH
Tracy E. Woolsey, Horizon Trust & Investment Management, Michigan City, IN

The recent *DOL v. GreatBanc* settlement is being called a landmark agreement that may forever change the way the ESOP trustees and valuers operate. The settlement's now famous "Attachment A" outlines many processes and procedures that the DOL expects GreatBanc (and presumably other ESOP trustees) to follow ~ specifically, with regard to a trustee's: (a) interaction with and selection of an independent ESOP valuation firm; (b) analysis of a valuation opinion and report; and, (c) documentation of the trustee's review and analysis, both with respect to the ESOP transaction and ongoing ESOP valuations. In this session, an experienced ESOP attorney, trustee and valuator will analyze this settlement and discuss the suggested compliance procedures that are outlined in this settlement.

10:45 A.M. ~ 11:15 A.M. BREAK / EXTRA TIME GIVEN TO PURCHASE EOF RAFFLE TICKETS

11:15 A.M. ~ 12:15 P.M. CONCURRENT BREAKOUT SESSIONS

Session I LEVERAGING YOUR ESOP FOR RECRUITING

Shawn Richard and Bina Smith, Palmer-Donavin Mfg. Co., Columbus, OH
Debbie Stinemetz, Allied Mineral Products, Inc., Columbus, OH

This session will focus on getting the ESOP message across during the recruiting process. ESOPs have a compelling story to tell that doesn't lend itself to job board advertising. How do you overcome that obstacle and become an employer of choice in one page or less? This session will require audience participation. Please come prepared to discuss your company's approach to recruiting new employees and / or offer suggestions.

Session II**ESOP FEATURES YOU MAY NOT HAVE CONSIDERED**

Pete Shuler, Crowe Horwath LLP, Columbus, OH
Dale R. Vlasek, McDonald Hopkins LLC, Cleveland, OH

Rarely does one-size-fits-all apply to employee stock ownership plans (ESOPs). Some ESOP companies utilize unique and interesting Plan provisions that you may not have thought of before. This session will explore how those provisions operate and why they are used. Come find out if someone has already developed a solution to that problem you have been dealing with!

Session III**LEADERSHIP AND ORGANIZATIONAL CULTURE**

C.K. Satyapriya, CTL Engineering, Inc., Columbus, OH (Moderator)
David M. Binns, MacFadden & Associates, Inc., Silver Spring, MD
Spencer A. Coates, Houchens Industries, Inc., Bowling Green, KY
Keith A. Nichols, EBO Group Inc., Sharon Center, OH

Leadership and organizational culture are the key drivers of long-term business success and sustainability. This session will feature four outstanding ESOP company leaders. All in the ESOP community can benefit from the insights and experiences they will provide during this session.

12:15 P.M. ~ 1:35 P.M.**BUFFET LUNCHEON****RECOGNITION OF OHIO / KENTUCKY CHAPTER ESOP COMPANIES AND PROFESSIONALS WHO HAVE BEEN MEMBERS OF THE ESOP ASSOCIATION FOR 25 YEARS OR MORE****KEYNOTE PRESENTATION ~ "THE HOUCHENS STORY"**

Spencer A. Coates, President, Houchens Industries, Inc., Bowling Green, KY

From its humble beginnings in 1917 to the largest 100% ESOP-owned company in the United States today with over 18,000 employees, Houchens has grown into a multifaceted company with holdings in over 25 different businesses, including supermarket, convenience and limited-assortment food stores, insurance, construction, distribution, manufacturing, health care, financial services and wealth management, franchise operations and software and website development. Mr. Coates will tell the story of how today's Company came to be, the story of its ESOP, and the benefit the ESOP provides to the Company and its employees.

1:45 P.M. ~ 2:45 P.M.**CONCURRENT BREAKOUT SESSIONS****Session I****MANAGING ORGANIZATIONAL CHANGE IN AN ESOP COMPANY**

Jim Bado, Workplace Development Incorporated, Findlay, OH

In today's business environment, the only thing that stays the same is the need for continuous change. Yet, change remains challenging no matter your position. This interactive session examines how change affects ESOP organizations and "you" as an employee owner. Participants will learn a practical model that illustrates the stages of the change process and apply that model to real-world cases from ESOP companies.

Session II**REPURCHASE OPTIONS ~ WHAT HAVE WE LEARNED IN 25 YEARS?**

Clifford G. Canavera, Canavera Financial Group, LLC, Louisville, KY
Jeff Rosen, Star Leasing Company, Columbus, OH
Nickolas N. Sypniewski, ComStock Advisors, Newport, KY

Over the last 25 years, awareness of the importance of planning for and funding the repurchase obligation has evolved and grown significantly. In this session, we will review the changing views on the repurchase obligation and how Star Leasing Company and other ESOP companies have adapted their approaches over time to meet their specific needs and respond to an ever-changing economy.

Session III**AN INSIDER'S LOOK INTO A DOL AUDIT**

Sherry P. Porter, Wyatt, Tarrant & Combs, LLP, Louisville, KY
David O. Reyes, Maloney + Novotny LLC, Cleveland, OH

The DOL is busy auditing ESOPs. ESOPs are high on the DOL priority list. In this session, you will learn from a former DOL investigator the "ins and outs" of a DOL audit from start to finish. We will also review specific issues in which the DOL is taking particular interest, including valuations, refinancing ESOP loans, prohibited transactions and fiduciary issues, and discuss how ESOP companies, fiduciaries, and advisors can best prepare for and conduct an audit with the DOL.

3:00 P.M. ~ 5TH ANNUAL BUCKEYE AUCTION ~ DON'T MISS OUT ON THE FUN!

PLEASE DONATE AN ITEM OR ITEMS TO THE OHIO / KENTUCKY CHAPTER'S 5TH ANNUAL BUCKEYE AUCTION TO HELP THE CHAPTER RAISE MONEY FOR THE EMPLOYEE OWNERSHIP FOUNDATION (EOF). The EOF is a nonprofit 501(c)(3) organization and all monies raised will be donated to the Foundation on behalf of the Chapter and its members. The primary purpose of the EOF is to support programs that will increase the level of awareness and appreciation of the benefits of employee ownership and increase the number of employees who have access to this benefit.

Remember ~ with the Buckeye Auction, the better the donation, the more tickets people will purchase. Last year the Chapter raised \$2,315.00 for the Foundation through its Buckeye Auction. Our goal this year is to raise a minimum of \$2,500.00. Suggestions for donations are items with your company logo on them, Visa, Amex, store or restaurant gift cards, tickets to sporting or other events, memorabilia for a local sports team, gift baskets, small electronics, etc. **PLEASE NOTIFY KARRIE IMBROGNO (karrie@esop-chapters.com) of your donation.** Placards will be put beside each donation listing the donor's name.

BREAKFAST / LUNCHEON SPONSORS



WESTERN RESERVE

VALUATION SERVICES LLC



DIRECTIONS / LODGING

Please visit www.bridgewaterbanquetcenter.com for directions to the Bridgewater Banquet & Conference Center. Area lodging will be sent upon request.

REGISTRATION DEADLINE IS OCTOBER 9, 2014

REGISTRATION FORM – Deadline October 9, 2014

Provide each attendee's name as it should be printed on their name tag. **Beside each attendee's name, state their position within the company**, i.e., CEO, President (P), VP, CFO, HR Resources Personnel (HR), ESOP Committee Member (ECM), New Employee Owner (NEO), etc.

Name(s): _____ Company _____

Address _____
City _____ State _____ Zip _____
Tel (_____) _____
Fax (_____) _____
E-mail _____
(Required for Registration Confirmation)

Registration Fees

Indicate the number of persons registering in each category. Registrations **MUST BE RECEIVED by October 9, 2014, in order to qualify for discounted pricing**. You can e-mail, fax or mail in your registration. If you mail your registration, allow 3 days for postal service processing.

	On or before Oct. 9	After Oct. 9 & Walk-ins
ESOP Association Member - First Attendee	_____ \$125.00	_____ \$150.00
ESOP Association Member - Each Additional Attendee	_____ \$ 95.00	_____ \$120.00
Non-Member (Each Attendee)	_____ \$200.00	_____ \$225.00

If you are a **non-member** of The ESOP Association, do you have an ESOP? ___ Yes ___ No
If you are a **non-member** of The ESOP Association, are you an ESOP service provider? ___ Yes ___ No

Payment Method

Enclosed is a check, made payable to: **The ESOP Association - Ohio/Kentucky Chapter**, in the amount of \$ _____.

Charge my: Visa MasterCard Amex for \$ _____.

Card # _____ Exp. Date ____/____/____

(Cardholder's Name - Please Print)

(Authorized Signature)

Return completed form with payment by October 9, 2014, to:

The ESOP Association Ohio / Kentucky Chapter
P.O. Box 407
Amherst, OH 44001-0407

Fax: 440.989.1553 (*The blue page does not fax well. Make a copy, then fax copy.*)

E-mail: karrie@esopchapters.com

(DO NOT mail registration and payment to National Office in Washington, DC)

CANCELLATION POLICY: NO REFUNDS will be given after October 9, 2014. Substitutions will be accepted. (Non-member fees apply if a non-member professional replaces a member professional.)

Questions? Contact:

Karrie Imbrogno
Ohio / Kentucky Chapter Administrator
Tele: 440.989.1552
E-mail: karrie@esopchapters.com

