

# THE OHIO / KENTUCKY CHAPTER OF THE ESOP ASSOCIATION

PRESENTS ITS

## ANNUAL SPRING ESOP CONFERENCE



### MARCH EMPLOYEE OWNERSHIP MADNESS

**March 18, 2015  
8:45 A.M. to 3:30 P.M.**

**This conference should qualify for  
Ohio and Kentucky CPE credits for CPA's.**

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

**ESOPS: A SLAM DUNK**



**FOR YOUR RETIREMENT**

### CONFERENCE SPONSOR



**Consulting**

# SPRING CONFERENCE PROGRAM

8:15 A.M.

Registration and Continental Breakfast

8:45 A.M.

Welcome, Announcements and Recognition of Sponsors  
*Robyn Pollina, Palmer-Donavin Manufacturing Company, Ohio / Kentucky Chapter President*

## 9:00 A.M. ~ CONCURRENT BREAKOUT SESSIONS

Session I

WHY AN ESOP?

*Cecilia A. Loftus, Prairie Capital Advisors, Inc., Philadelphia, PA (Moderator)*  
*Paul Grove or Edward Mueller, Axia Consulting, Columbus, OH*  
*Robert Lyon, Lyon Video, Inc., Columbus, OH*

This session will illustrate the benefits of establishing an ESOP to all of the stakeholders involved, including the sellers, the company and the employees. The panel will include former owners from two new Ohio ESOP companies who will tell their ESOP stories and answer audience questions about their experiences. Common and not so-common ESOP transaction structures from an investment banker's perspective will also be discussed. Audience participation during this session will be encouraged.

Session II

THE LIFE OF A TRUSTEE

*Sherry P. Porter, Wyatt, Tarrant & Combs, LLP, Louisville, KY*  
*Tracy E. Woolsey, Horizon Trust & Investment Management, Michigan City, IN*

In this session, we will cover the day-to-day activities and responsibilities of an ESOP trustee, including what needs to be done and when. We will also discuss some of the extraordinary events that can impact the life of a trustee, which can include buying and selling of stock or acquiring another company.

Session III

DEVELOPING & UPDATING YOUR ESOP ADMINISTRATION TIMELINE

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

ESOP administration requires proactive monitoring and coordination with multiple advisors. As a plan fiduciary, the plan administrator's goal should be to ensure that the ESOP is administered in a timely fashion and in compliance with the ESOP's plan provisions. This session will outline the key requirements, issues, and deadlines to keep your ESOP on track using a month-by-month sample administration timeline for an ESOP with a December plan year end. In addition, this session will discuss some of the key phrases and definitions utilized in an ESOP company so that each attendee will have a glossary to use and reference in their own plan administration.

10:15 A.M. ~ BREAK

## 10:30 A.M. ~ CONCURRENT BREAKOUT SESSIONS

Session I

ESOP ADMINISTRATION ~ WHAT COMPANIES NEED TO KNOW

*Vicki Graft, ESOP Partners LLC, Appleton, WI*  
*Lori Stuart, Crowe Horwath, LLP, Columbus, OH*

Even though ESOP companies hire experts to help them with administration, it is still important for the company to understand the plan provisions and make sure correct data is given to service providers. In this session, we will cover the common errors that are made by ESOP companies with regard to administration and discuss how to prevent and fix these errors.

Session II

ESOP ACCOUNTING FROM THE INSIDE AND OUTSIDE

*Robyn Pollina, Palmer-Donavin Manufacturing Company, Columbus, OH*  
*William Schramm, Maloney + Novotny LLC, Cleveland, OH*  
*Christopher Villari, Maloney + Novotny LLC, Cleveland, OH*

This session will provide an overview of both the corporate and plan accounting processes. Topics covered will include the accounting for the original transaction and for subsequent years, including annual accounting entries associated with the debt repayments, dividends and recording of the annual compensation expense. We will highlight the differences between GAAP and taxes and will discuss the impact of the financials on a Company's relationship with its vendors.

**Session III****LEGAL UPDATE**

*Philip J. Gutwein, Faegre Baker Daniels LLP, Indianapolis, IN*  
*Scott J. Stitt, Tucker Ellis LLP, Columbus, OH*

This session will review recent decisions and developments, including settlements, in important cases that affect the ESOP community. It will also address current trends in DOL audit activity. We'll focus on the real-world implications of these case law developments and audits and discuss the takeaways that you can implement at your company to reduce your risk of litigation and enhance your ability to withstand an audit. This session is relevant to board members and executives at ESOP companies, ESOP trustees (internal and external), ESOP committee members, and other ESOP professionals.

**11:45 A.M. ~ 2015 AWARDS LUNCHEON**

**Legislative and Regulatory Update**  
**Presentation of Awards for Group Excellence,**  
**Employee Owner of the Year and ESOP Company of the Year**

**12:45 P.M. ~ CONCURRENT BREAKOUT SESSIONS****Session I****TIPS FOR GETTING OFF TO A GOOD START**

*Jim Bado, Workplace Development Incorporated, Findlay, OH*  
*Brian D. Bornino, GBQ Consulting LLC, Columbus, OH*

ESOPs can be powerful motivational tools, but only if employees understand the most important aspects of the ESOP and the benefits it can provide. In this session, we will provide ideas about generating excitement about your new ESOP, or reinvigorating interest in your existing ESOP. Topics covered will include communication ideas, ideal roles of ESOP committees, as well as effectively communicating how ESOP valuations work and how company performance impacts ESOP stock value.

**Session II****SELF-CORRECTION AND THE VOLUNTARY COMPLIANCE PROGRAMS OF THE IRS AND DOL**

*Peter E. Jones, Schatz Brown Glassman Kossow LLP, Columbus, OH*  
*Pete Shuler, Crowe Horwath LLP, Columbus, OH*

There are two immutable truths of qualified retirement plans. First, qualified retirement plans are complicated. And second, if you have a qualified retirement plan, errors will occur in operation. Both the Department of Labor and Internal Revenue Service understand this. And both agencies have voluntary correction programs that permit administrators to make corrections before discovery on audit. Each agency encourages utilization of the voluntary correction procedures with substantially reduced and even waived penalties. This session will identify the benefit of voluntary compliance, summarize the various correction programs and when they can be applied, and outline the initial steps necessary to take advantage of the programs.

**Session III****FUNDING REDEMPTION AND (A) TRUST FOR YOUR ESOP**

*Clifford G. Canavera, Canavera Financial Group, LLC, Louisville, KY*  
*Nickolas N. Sypniewski, ComStock Advisors, Newport, KY*

Redeeming and recycling are common approaches to addressing the ESOP repurchase obligation, but an important issue is how the company will FUND these transactions. This presentation will focus on funding options for a redeem and recontribute strategy, including sinking funds, and use of the Non-Qualified Benefits Trust as a means of funding the repurchase obligation.

**2:00 P.M. ~ BREAK****2:15 P.M. ~ CONCURRENT BREAKOUT SESSIONS****Session I****SUCCESSFUL ESOP COMMUNICATIONS**

*Tom Barmann, Allied Mineral Products, Inc., Columbus, OH (Moderator)*  
*Cindy Barber, PERRY proTECH, Lima, OH*  
*Becky Carroll, CTL Engineering, Inc., Columbus, OH*

The power of three ~ three Ohio / Kentucky Chapter award winning ESOP companies will each discuss in detail the top three communication ideas that have been successful in their company. This will be an interactive session where the attendees will all learn from each other ~ so, come prepared to share the best communication ideas which have worked in your company.

Session II

UNIQUE VALUATION ISSUES WITH AN ESOP

*Davin Gustafson, Apple Growth Partners, Independence, OH*  
*Bucky Wright, Bankers Trust of South Dakota, BTC ESOP Services, Marietta, GA*

ESOPs present a number of unique valuation issues. This session will address several ESOP issues that are generating debate and discussion among appraisers, trustees, regulators, and ESOP companies. Specific issues include normalized results, repurchase consideration, cash / investments, seller debt, SARs / Warrants and more.

Session III

ASK THE EXPERTS

*Jim Bado, Workplace Development Incorporated, Findlay, OH (Moderator)*  
*Clifford G. Canavera, Canavera Financial Group, LLC, Louisville, KY*  
*Peter E. Jones, Schatz Brown Glassman Kossow LLP, Columbus, OH*  
*Pete Shuler, Crowe Horwath LLP, Columbus, OH*  
*Nickolas N. Sypniewski, ComStock Advisors, Newport, KY*  
*Tracy E. Woolsey, Horizon Trust & Investment Management, Michigan City, IN*

We want to make certain you don't leave the conference with any unanswered questions regarding ESOPs. Whether there is something you've been wondering about for months or something that came up in a session during the conference, bring your question(s) to this session. Our panel includes experts from the administration (Pete Shuler), communication (Jim Bado), fiduciary (Tracy Woolsey), legal (Peter Jones), repurchase obligation (Cliff Canavera), and valuation (Nick Sypniewski) arenas.

**BREAKFAST / LUNCHEON SPONSORS**



**DIRECTIONS / LODGING**

Please visit [www.bridgewaterbanquetcenter.com](http://www.bridgewaterbanquetcenter.com) for directions to the Bridgewater Banquet & Conference Center. Area lodging will be sent upon request.

# REGISTRATION FORM ~ Deadline March 12, 2015

Ohio / Kentucky Chapter of The ESOP Association  
 Annual Spring ESOP Conference  
 Wednesday, March 18, 2015

Bridgewater Banquet & Conference Center  
 10561 Sawmill Parkway  
 Powell, OH 43061

Registration <b><i>MUST BE RECEIVED</i></b> by March 12, 2015, <b>to qualify for discounted pricing.</b>	On or Before 3/12/15	After 3/12/15 and Walk-ins
ESOP Association Member - First Attendee	\$125.00	\$150.00
ESOP Association Member - Each Additional Attendee	\$105.00	\$130.00
Non-member (Each Attendee)	\$200.00	\$225.00
If you are a non-member of The ESOP Association, do you have an ESOP? <input type="checkbox"/> Yes <input type="checkbox"/> No If you are a non-member of The ESOP Association, are you an ESOP service provider? <input type="checkbox"/> Yes <input type="checkbox"/> No		

**TO REGISTER AND PAY BY CREDIT CARD ONLINE, go to [www.esopassociation.org](http://www.esopassociation.org).**  
 Under the "Chapters" menu, click on "Chapter Events" and scroll down to  
 "OH/KY Chapter - Annual Spring ESOP Conference (Powell, OH)"

## TO REGISTER AND PAY BY CHECK, COMPLETE THE FORM BELOW

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 Department Personnel (HR), ESOP Committee Member (ECM), New Employee Owner (NEO), etc.

Name(s) \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Company \_\_\_\_\_

Address \_\_\_\_\_

City \_\_\_\_\_ State \_\_\_\_\_ Zip \_\_\_\_\_ Phone \_\_\_\_\_

Contact Person \_\_\_\_\_ E-mail \_\_\_\_\_

(Required for Registration Confirmation)

Enclosed is a check, made payable to **The ESOP Association**, in the amount of \$ \_\_\_\_\_

**Return completed registration form with payment by March 12, 2015, to:**

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

(Please ~ ***DO NOT*** send registration and payment to National Office in Washington, D.C.)

**CANCELLATION POLICY**

***NO REFUNDS*** will be given after March 12, 2015. Substitutions will be accepted. (Non-member fees apply if a non-member professional replaces a member professional.)

**QUESTIONS? CONTACT:**

Karrie Imbrogno  
 ESOP Chapter Administrator  
 440.989.1552 or [karrie@esopchapters.com](mailto:karrie@esopchapters.com)