

# 2016 Midwest Conference Program

Illinois | Minnesota/Dakotas | Iowa/Nebraska | Wisconsin



September 8-9, 2016 | The Pfister Hotel, Milwaukee, WI

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# WELCOME!

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On behalf of the Illinois, Iowa/Nebraska, Minnesota/Dakotas, and Wisconsin Chapters of The ESOP Association, we welcome you to the Eighth Annual Midwest Conference!

We have created an exciting agenda that will allow you to walk away a bit more enlightened, have a significant amount of information to share with your fellow ESOP members.

At this conference, we are excited to be presenting the use of a mobile app to allow you to track sessions, speakers, events, take notes and evaluate each session and the conference.. All presentations and speaker bios are available for access or download. [Visit your app store and download ESOP Midwest 2016.](#)

The Chapter Presidents express our sincere appreciation to our fellow ESOP members who have contributed their time and efforts to make this event possible. The committee volunteers, presenters, sponsors, Sue Crockett, Donna Walseth and the National ESOP Association and Employee Ownership Foundation all contributed to making this a premier Midwest ESOP event.

Enjoy the conference and please do not hesitate to share your ideas, thoughts, and expertise with us and your fellow conference attendees. Thank you for attending the Midwest Conference!

## ***Yours in Ownership***

Chapter Presidents,  
Rachel Gibson, Illinois ESOP Chapter  
Hillary Hughes, Iowa/Nebraska ESOP Chapter  
Steve Storkan, Minnesota/Dakotas ESOP Chapter  
Kimber Simos, Wisconsin ESOP Chapter

# CONFERENCE AGENDA

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Note: *This conference has not been pre-certified for CPE/CLE Credit. Certificates of attendance are available at the conference so you can apply for CPE/CLE credits in Illinois, Iowa, Minnesota, Nebraska, North Dakota, South Dakota and/or Wisconsin as applicable.*

## Wednesday, September 7

5:00 – 7:00 pm .....Registration and Opening Mixer, Grand Ballroom

## Thursday, September 8

EOF Silent Auction bidding begins!

7:00 am .....Registration/Breakfast, Grand Ballroom Foyer

8:00 am .....Welcome, Agenda Overview, Grand Ballroom Foyer - *Chapter Presidents*

8:30 am .....Opening Keynote Session

## KEYNOTE SPEAKER

### Mark Hanson, CFO, Western Building Products

Mark is the CFO of Western Building Products, located in Milwaukee, WI. Founded in 1946, Western is one of the largest distributors of millwork in the Midwest. Western has been 100% employee-owned since 1983.



Western is in its 4th decade of employee ownership. Our version of employee ownership has been tested in the best of times and the worst of times. Hear the Western story, not so much in terms of what we do . . .but how we do it . . .and why. It seems the world is growing more cynical and divisive by the day, and convincing people of all the good employee ownership can offer is an increasing challenge. Western, as well as our fellow ESOP companies, are organized for the common good . . . we know that . . .but the question is can we prove it? I believe we can prove it and I hope that telling our story will help others plan their journey.

## 9:15 am | BREAK

Conference education sessions are followed by 15 minute breaks to allow time to visit (and thank) the conference sponsors and peruse the Government Relations display tables.

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## Recharge Room – Mirror

Need a quiet space to conduct a call or charge your mobile device? The Mirror room is available for attendee use. Sponsored by: Priority Sign and Swerdlin & Company

## 9:30 – 10:30 am | Concurrent Breakout Sessions

### TECHNICAL: How to Manage Your ESOP for Long Term Success – Henry/Louis

Level: Intermediate

Did you know that decisions you make early on about your ESOP can impact the company's ability to manage the ESOP down the road? In this interactive session, we will discuss the decisions ESOP companies make with respect to the plan's design, amortization of loans, repurchase method and funding strategy, so companies can better understand the implications of those decisions later on, e.g., the consequences of a short internal loan amortization, funding heavily with S distributions, or handling all repurchases through redemptions. Our goal is to help companies better understand how to manage decisions early on, to ensure repurchase obligations are more manageable and the company's long-term goals for the ESOP are met. This session will also benefit mature ESOP companies, as we will discuss available strategies for correcting the course of the ESOP, e.g., amendments to the plan and re-leveraging. Along the way, the panel will address ways to collaborate with your ESOP advisors.

*Speakers: Barbara Clough, Newport Group; Patrick DeCraene, GreatBanc Trust Company*

### ESOP Essentials: ESOP Basics: What You Need to Know – Richard/Charles/Empire

Level: Beginner

Comprehensive overview for new or first time attendees. This session will cover the basic structure and function of an ESOP; interaction with service providers, including trustee, appraiser, ERISA attorney, record keeper, ownership culture, ESOP communications, and how to promote and educate fellow employees. This is a must for beginners.

*Speakers: Joan Cannon, McGrath North Mullin & Kratz, PC LLO; Craig Olinger, Enterprise Services, Inc*

### COMMUNICATION: Sharing the News – Rolling Out Your ESOP to Employees – Grand West

Level: Beginner

Meticulous work has been completed to setup and acquire shares within your ESOP, now what? How do you roll out the news to the employees that they are the owners? Join Debbie Williams of GreatBanc Trust Company and Telligen as they share the details of the Company rollout plan to employees.

*Speakers: Debbie Williams, GreatBanc Trust Company; Denise Sturm, Telligen*

### TOPICS OF INTEREST: Management Speaks to All Things ESOP – Hall of Presidents

Level: Beginner

This session features a moderated panel of senior managers from a pair of ESOP companies - here to share their experiences; what went right, what they might do differently and how they see their future as an ESOP company.

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This is an “open mike” forum. Bring your questions and concerns and we will discuss each with the panelists and fellow participants.

*Speakers: Richard Shuma, Prairie Capital Advisors; Vince DiRaddo, Prairie Capital Advisors; Jeff Siemers, IEWC; Charlie Herwig, Wausau Supply Company*

## **BEST OF THE BEST: ESOP Committees – Imperial Ballroom**

Level: Beginner

Whether you’re implementing a new committee or wondering why yours is struggling, check to see that you follow these critical steps toward success. Hear how to select the right members, provide an organized structure and purpose, build a strategy of communication efforts with measurable results, and create a team building atmosphere where innovation and participation can thrive.

*Speaker: Kellee Kroll, Principal Financial Group*

## **Break | 10:30 – 10:45**

## **10:45 – 11:45 | Concurrent Breakout Sessions**

### **TECHNICAL: Legal and Fiduciary Update – Henry/Louis**

Level: Intermediate

This will be an informative, interactive session covering a variety of recent legal issues that impact ESOP sponsors and trustees. The session will focus on:

- Review of recent case law on ERISA fiduciary duty including cases interpreting and applying the Fifth Third Bancorp v. Dudenhoeffer standard as it applies to closely-held and publically traded ESOPs; and,
- Review of new regulations and guidance from the IRS and DOL regarding plan administration and fiduciary duty including the impact of the Department of Labor’s Fiduciary Rule on ESOPs.

In addition to receiving detailed information on the topics described above, participants will leave with a list of best practices to apply in administering and maintaining their plans.

*Speakers: Michelle Ueding, Kutak Rock LLP; Jared Kaplan, McDermott Will & Emery LLP*

### **ESOP ESSENTIALS: Valuation Basics – Richard/Charles/Empire**

Level: Beginner

The presenter will cover the fundamental basics of valuation in a fun and approachable presentation. No prior financial background is needed and calculators are optional! Just kidding, no calculators are needed. The goal of this session is to present valuation concepts in a simple and relatable way so employees throughout an organization and grasp concepts to positively affect the Company’s value. The session will also incorporate concepts of open book management to further build team engagement.

*Speaker: Hillary Hughes, Prairie Capital Advisors*

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## **COMMUNICATION: Who wants to be a Millionaire? – Grand West**

Level: Beginner

Retirement Preparedness for Employee Owners. Engage in an interactive and fun session and learn the secrets of using your ESOP to become a millionaire. Your show host is Jim Winterscheid, Human Resources Vice President, Travel and Transport, Inc.; 2015 National ESOP Company of the Year.

*Speaker: Jim Winterscheid, Travel & Transport, Inc.*

## **TOPICS OF INTEREST – Implementing the New Fair Labor Standards Act Regulations – Hall of Presidents**

Level: Intermediate

In late spring / early summer, the Department of Labor is expected to issue final new regulations affecting overtime pay under the Fair Labor Standards Act. These final regulations are expected to have a wide reaching impact on employers, including ESOP companies, and on which employees may be classified as exempt from overtime requirements. In addition to explaining the new regulations in this session, we will lead a discussion of strategies that companies should consider implementing to communicate and comply with the new rules impacting overtime pay and the overall compensation structure of the organization. We will also cover the non-financial aspects of these regulations including employment policies, potential restrictions on hours worked and the impact of a status change from exempt employee to non-exempt.

*Speakers: David Horvath, Crowe Horvath LLP; Laura Friedel, Levenfeld Pearlstein, LLC*

## **BEST OF THE BEST: An ESOP Play: Correction of Mistakes in Your ESOP – Imperial Ballroom**

Level: Intermediate

This is a skit with actors selected from the audience (volunteers first). Script, props and costumes provided. Limited acting ability required. The subject matter pertains to the changes in the IRS determination letter program and its impact on an employer's ability to self-correct mistakes with ESOP administration.

*Speaker: Tim Stewart, Dewitt Ross & Stevens, S.C.*

## **Lunch | Noon – 1:15**

## **1:30 – 2:30 pm | Concurrent Breakout Sessions**

### **TECHNICAL: Anatomy of a LIVE ESOP Transaction – Henry/Louis**

Level: Advanced

The session will provide the attendee with an insider's look of the negotiations that occur during a 100% ESOP transaction. The attendee will receive a play-by-play of the transaction from the moment the ESOP Trustee and their advisors get hired until the moment the transaction closes. Highlights of the transaction will include – pricing discussions, structuring matters and negotiating points on other matters associated with the transaction.

*Speakers: Peter Aliferis, Pendo Advisors, LLC; Scot Storjohann, GreatBanc Trust; Mary Sullivan Josephs, Verit Advisors*



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## **ESOP Essentials: ESOP Administration Basics – Richard/Charles/Empire**

Level: Beginner

This session will cover basic requirements for several components of administration including: eligibility, plan entry, vesting, contribution allocations, distributions, and diversification.

*Speakers: Dan Stoltz, Principal Financial Group; Vicki Graft, ESOP Partners, LLC*

## **COMMUNICATION: Attracting and Retaining Key Employees and Executives – Grand West**

Level: Intermediate

Recruiting and attracting executive, management and professionals is critical to any company's success especially privately held companies. Equally important is a company's ability to retain key talent.

The Overture Group provides a unique perspective as a boutique Midwest based consulting firm focused on recruitment of executive and professionals and compensation consulting services.

The presentation will address:

- The importance of company mission, vision and culture
- Performance management, employee/management development and employee engagement
- Compensation strategies, including the use of long-term incentives where appropriate
- Contractual considerations; non-competes, non-solicitation and change of control agreements
- Selective cost HR practices that should be considered when appropriate
- ESOP as an attracting and retaining strategy
- Other strategies

*Speakers: Bob Lindeman, Mark Reilly, The Overture Group*

## **TOPICS OF INTEREST: Evaluating the ESOP Team – Is it still effective & meeting our needs? – Hall of Presidents**

Level: Intermediate

Just as you evaluate the performance of your managers and team leaders, so should you evaluate the performance of your ESOP team (ESOP Trustee, Appraiser, TPA, Accountant, and Attorney.) Are they meeting your needs in a thoughtful and timely manner? Do they fully understand your plan? Are you beginning to experience repurchase or sustainability issues and are they being addressed proactively?

There are a variety of reasons to evaluate and document how and why you select your ESOP team. Join the presenters for a panel discussion on the different considerations when evaluating your ESOP team.

*Speakers: J. Michael Maier, Professional Fiduciary Services, David Solomon, Levenfeld Pearlstein; Hillary Hughes, Prairie Capital Advisors*

## **BEST OF THE BEST – Saving Money in a Leveraged ESOP Transaction – Imperial Ballroom**

Level: Intermediate

We will use a conversational format to walk the audience through a leveraged transaction and 1042 strategy, illustrating all tax savings along the way. This lively and engaging session will include ample time for Q&A.

*Speakers: Fred Jahns, Brookwood Vance, LLC; Brian Hector, Morgan Lewis & Bockius LLP; Michael McCarthy, Wells Fargo Advisors*

## Break | 2:30 – 2:45

## 2:45 – 3:45 | Concurrent Breakout Sessions

### **TECHNICAL: Repurchase Obligation: Will it Kill Your ESOP?!** – Henry/Louis

Level: Advanced

Mature ESOP companies face repurchase obligation (“RO”) requirements which conflict with long term business investment needs. This session, led by ESOP professionals with 60 years’ experience will explore the Company impact of RO from a financing and capital structure perspective.

*Speakers: Kim Abello, Wells Fargo; Paul Halverson, Chartwell*

### **ESOP Essentials: Ten Things You Need to Know as an ESOP Trustee** – Richard/Charles/Empire

Level: Beginner

This session will provide ESOP trustees with an overview of ten major issues that impact day-to-day ESOP administration and operation. For example, the presentation will cover what ESOP trustees need to know about fiduciary insurance, existing guidance on company stock valuations (e.g. the GreatBanc settlement), and annual “maintenance” items that ESOP trustees need to be aware of. During the presentation, participants will have the opportunity to assess their knowledge of the issues that they should be aware of and develop a better understanding of how other ESOP trustees handle those issues.

*Speaker: Michelle Ueding, Kutak Rock LLP*

### **COMMUNICATION: Leveraging Information Technology to Support Open-Book Management** – Grand West

Level: Beginner

Research studies have shown ESOPs with an open-book management approach experience a one to two percent annual increase in sales growth over normal growth. This session will cover how to leverage information technology to support open-book management. Including basic concepts and management ideas on open-book management, how to share information without losing control of data & security, and what tools can be used to provide real time information reporting for ESOPs.

*Speaker: Sandy Piatz, Eide Bailly*

### **TOPICS OF INTEREST: How to Position Your ESOP as a Differentiated Buyer** – Hall of Presidents

Level: Advanced

This presentation will help ESOP companies position themselves to buy companies in a tight seller’s market. The following points will be compared/contrasted:

1. Plan Ahead - As a buyer will you look for synergy or diversity – will you look inside your industry or outside?
2. Search - Will you search for companies on your own or use a search firm?
3. How to use being an ESOP company to your benefit - Role Play a discussion between business prospects as both an ESOP buyer and a Non-ESOP buyer.
4. Key considerations - - Culture • Synergies • Communication • Process

*Speakers: Lisa Reardon, OwnersEdge, Inc.; Kyle Spader, ACUMEN Advisory Services, LLC; Tim Stewart, DeWitt, Ross & Stevens*

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## **BEST OF THE BEST: Your Wealth is Not Based on Luck – Imperial Ballroom**

Level: Beginner

Studies show that ESOP owned companies provide significantly higher retirement benefits to their employees than companies without ESOP's, but do your employees understand this? Do they understand how an ESOP fits into their overall plans for retirement? Steve Storkan of Alerus will provide his experience as a Certified Financial Planner in dealing with this subject as well some facts regarding what financial planners talk with their clients about when it comes to retirement.

*Speaker: Steve Storkan, Alerus*

## **Break – 3:45 – 4:00**

## **4:00 – 5:00 pm – Concurrent Breakout Sessions**

### **TECHNICAL: Perspectives and Pitfalls on Equity Compensation in ESOP-Owned Companies – Henry/Louis**

Level: Intermediate

Equity compensation plans are intended to incentivize corporate executives to increase a company's financial performance. This session will examine the valuation and fiduciary issues that such equity-based executive compensation plans may raise for an ESOP trustee.

*Speakers: Erin Hollis, Marshall Stevens Inc.; Danielle Montesano, First Bankers Trust Services, Inc.; Joni Adrioff, Septoe & Johnson LLP*

### **ESOP Essentials: From Feasibility to Funding: The Who, Why, What & How of ESOP Transactions – Richard/Charles/Empire**

Level: Beginner

This session is a must-see for current business owners and employee owners who are contemplating a sale to an ESOP, or those seeking to gain a high-level understanding of transactions that are commonly used to transition ownership to an ESOP. Attendees will be given an introductory lesson on ESOP transactions and will learn more about the process of how the ESOP acquires its stock and the different parties that can be involved. The discussion will include a description of each of the various phases of a typical ESOP transaction, as well as an overview of the different parties involved and their respective roles in the transaction. Some of the topics that will be discussed include common transaction structures, how to prepare for an ESOP transaction, an overview of typical financing vehicles and terms and the roles of the different advisors. We will also discuss the role of fiduciaries, fiduciary standards, areas of concern, and best practices for fiduciaries and their advisors.

*Speakers: Mike Flesch, Alerus; Emily Hoyt, Levenfeld Pearlstein, LLC; Tim Lang, Chartwell*

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## **COMMUNICATION: Optimizing Total Rewards for ESOP Companies – Grand West**

Level: Intermediate

Build awareness of the importance of the ESOP within employees' total rewards package and maximize the perceived value of the ESOP through an employment branding strategy. As job-hopping has become more prevalent, it is up to employers to use total rewards to not only attract top candidates, but to retain and motivate employees across generations. Learn how rewards preferences vary across generations and life stages, how employers are assessing reward preferences and how employers are using data to fine tune and improve rewards packages in a cost neutral way.

*Speakers: Paul Davidson, Justin Truckenbrod, Lockton Companies*

## **TOPICS OF INTEREST: Critical Decisions in the Life of an ESOP Company – Hall of Presidents**

Level: Advanced

This session will allow three ESOP company executives to discuss financial, fiduciary, governance and sustainability issues that arise over time. R & M had over twenty shareholders in a culture that had promoted non-ESOP ownership combined with an ESOP. Many had to be convinced that going to 100% was the right thing to do for the future of the firm. PCA was facing a need to transfer ownership and their decision was the opposite of R-M, they installed an ESOP and added non-ESOP shareholders. The session will illustrate the above issues and how they were vetted and solved.

*Speakers: Kenneth Serwinski, Prairie Capital Advisors; Stan Sugden, Ken Williams, Ruekert & Mielke, a 100% Sub-S engineering firm*

## **BEST OF THE BEST: A Year in the Life of an ESOP – Imperial Ballroom**

Level: Beginner

Over the course of any plan year, there are key points in time for certain plan activities, whether administrative matters or education/communication opportunities. Participants will receive a calendar template and join in the discussion on the timing and communication of: valuation, administration milestones, plan amendments, and other communication activities.

*Speakers: Hillary Hughes, Prairie Capital Advisors; Becky Streff, ESP International*

## **5:00 – 6:00 pm | Conference Reception & Close of Silent Auction – Ballroom Foyer**

## **8:00 – 10:00 pm | After Hours Reception – Rouge Ballroom (Pfister 1st Floor)**

Members of the Wisconsin ESOP Professional Community invite you to a complimentary after-dinner reception on Thursday evening. Further details will be available at the registration desk.

## Friday, September 9

### 7:30 | Breakfast - Ballroom Foyer

### 8:00 – 9:00 am | Concurrent Breakout Sessions

#### **TECHNICAL: Anatomy of a Second Stage ESOP Transaction – Henry/Louis**

Level: Intermediate

This session will tell the story of one ESOP company's journey from partial to full ESOP ownership. Session will be led by the attorneys on both sides of the deal and by the CFO of the company which undertook the transaction and will explore the various issues that need to be considered when taking a company that currently has an ESOP to 100% ownership.

*Speakers: David Solomon, Levenfeld Pearlstein, LLC; Lou Joseph, Holland & Knight; Rich Zilinsky, Terrazzo & Marble Supply Co.*

#### **ESOP Essentials: Developing & Updating Your ESOP Administration Timeline – Richard/Charles**

Level: Beginner

This will be a discussion of the key requirements involved in ESOP administration. We will walk through the administration cycle each year (including due dates, the parties involved and their responsibilities, and other important things to pay attention to) -- and why this is important. We will also discuss all the various due dates throughout the year.

*Speakers: Doug Johnson, Boulay PLLP; Pam Themar, Blue Ridge ESOP Associates*

#### **COMMUNICATION: Communicating Ownership to Different Generations – Grand West**

Level: Beginner

Your workforce landscape has shifted, is your communication approach shifting along with it? It ought to be! Educating and communicating with your employees is a vital part of running a successful ESOP. The more your employees understand their impact as owners, the more engaged they will be in the successful operation of the company. How you reach your employees is changing; the need for relevant, engaging, and real-time information is leading the forefront. Are you meeting your employees where they want to be met?

*Speakers: Rod Reinertson, Lorilei Christner and Michael Skoglund, Van Meter, Inc.*

#### **TOPICS OF INTEREST: The ESOP Ownership Transition: From the CFO's Perspective – Hall of Presidents**

Level: Beginner

Scott Koehler, CFO of Paper Machinery Corporation, a Milwaukee-based manufacturer of high precision, specialty packaging equipment, will be on hand to discuss the Company's recent ESOP transaction. Included in this discussion will be a review of the ESOP feasibility process, managing owner expectations (and balancing these with Company/personal objectives), transaction financing, and ESOP trustee diligence, among other transition issues

*Speakers: Scott Koehler, Paper Machinery Corporation; Ted Margarit, Chartwell; Jeff Buettner, Butcher Josephs*

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## **BEST OF THE BEST: Valuation – Simple and Easy – Imperial Ballroom**

Level: Beginner

This session will provide simple terms, ideas, and linkages to help your employee owners better understand the ESOP valuation. This will not be a deep technical discussion. The session will be interactive and we will have some fun!

*Speakers: Victor Aspengren, Prairie Capital Advisors; Matt Schubring, Chartwell*

## **Break | 9:00 – 9:15**

## **9:15 – 10:15 am | Concurrent Breakout Sessions**

### **TECHNICAL: A Guide to Reviewing the Accuracy of Your ESOP Plan Administration – Henry/Louis**

Level: Intermediate

If you are part of your ESOP's administrative committee, or you are the administrator or trustee of your plan, one of your fiduciary responsibilities is to ensure your plan is being administered accurately. This session will teach you how to perform calculations to verify that contributions, forfeitures, and income have been properly allocated to participant accounts. You will learn how to calculate vesting percentages to ensure that participant distributions have been properly paid out. Plan eligibility and eligible wages will also be addressed. For leveraged ESOPs, we will discuss share release and share allocation.

*Speakers: Tara Arndt, Redpath & Company; Scott Freund, Blue Ridge ESOP Associates; Aaron Juckett, ESOP Partners*

### **ESOP Essentials: Our First Board Meeting as an ESOP Company - Leadership and Governance Issues – Richard/Charles**

Level: Beginner

Explain what it means to be a Board member of an ESOP company and provide guidance concerning the duties and responsibilities of the Board.

*Speakers: Thomas Stafford, Krieg DeVault, LLP; Dirk Maroske, Aztalan Engineering; J. Michael Maier, Professional Fiduciary Services, LLC*

### **COMMUNICATION: Interviewing/Evaluating Leadership Candidates – Grand West**

Level: Intermediate

Interviewing leaders from outside the company is difficult for all companies but with ESOPs there is even more to consider than in traditional companies. This session will focus on how to build an appropriate interviewing process to deeply evaluate candidates (getting to the important stuff). It will also lay out a process for conducting interviews involving employee owners at various levels, building critical support/momentum for the leader that is eventually hired.

*Speakers: Mike Frommelt, Keystone Search, Terry Leahy, COO, Oconomowoc Residential Programs*

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## **TOPICS OF INTEREST: Using an ESOP for Growth – Hall of Presidents**

Level: Advanced

The overall goal of this session is to 1) discuss growth alternative; 2) utilize debt vs. equity for growth; 3) use your ESOP to make acquisitions; and 4) understand valuation issues and impacts related to each alternative.

Speakers: Matthew Drake, Prairie Capital Advisors; Joe DeJong, Bankers Trust

## **BEST OF THE BEST: Communication Committees: Where to Start – Imperial Ballroom**

Level: Beginner

Join this session to discuss Communication Committees and support from The ESOP Association:

- Starting a committee
- Keeping a committee active and engaged
- Structuring a committee
- TEA Support: Educational tools; programs; conferences. This will be an interactive session where participants will be asked to share their experiences and help define what makes an effective communications committee. Learn from your peers and walk away with ideas that you can apply to your current or newly formed committee.

Speakers: Dan Marcue, TEA; Lori Bauer, Travel & Transport; Tim Williams, PPI

## **Break – 10:15-10:30**

## **10:30 – 11:30 am – Concurrent Breakout Sessions**

### **TECHNICAL: Responding to Acquisition Offers (Considerations when selling an ESOP-owned company) – Henry/Louis**

Level: Advanced

Join Greg Fresh, Neil Brozen, and Aaron Crandall as they illustrate the process and key considerations for reviewing an unsolicited indication of interest for an ESOP company. In addition to outlining the M&A process, this panel will explain the financial and culture implications in the ultimate decision to sell an ESOP-owned company.

Speakers: Greg Fresh, Chartwell; Neil Brozen; Aaron Crandall, Stinson Leonard Street, LLP

### **ESOP Essentials: Top 10 ESOP Administration Mistakes – David Letterman Style – Richard/Charles**

Level: Intermediate

ESOPs are complex tax qualified retirement plans. No matter how hard you and your service providers try, at some point in the life of your ESOP, mistakes will be made. During this riveting and interactive session we will identify 10 common mistakes that third party administrators and lawyers encounter in the annual administration of their clients' ESOP's and we will give you things you can look for to make sure you and your service providers are not making the same mistakes. To honor the king of top 10 lists, Mr. David Letterman, we will include a few of Dave's classic top 10 lists that may or may not have to do with ESOP's!

Speakers: Joel Davis, Principal Financial Group; Steve Storkan, Alerus; Jim Vogl, Barna, Guzy & Steffen, Ltd.

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## **COMMUNICATION: ESOP Bucket List 3.0 – The Change Dilemma – Grand West**

Level: Intermediate

This version of the ESOP Bucket List group's deep dive is about change. We want people to become better employee owners, the ESOP requires change in the organizational structure, there is an expectation for management behavior change, and we want change that helps the financial success for all. So why is it so dang hard! This session will give the highlights of how to increase the success of change from different companies along with other research and data. The session will be interactive and the participants will receive a CD with a variety of information and additional detail.

*Speakers: Victor Aspengren, Facilitator; Nicole Worms, Hisco, Inc.; Lexie Gallagher, H.M. Cragg; Missy McManigle, Walman*

## **TOPICS OF INTEREST: The DOL's Hot Buttons and How to Survive an Investigation – Hall of Presidents**

Level: Intermediate

This session will highlight the DOL's current enforcement priorities and common compliance issues. ESOP valuations are a major concern these days, and we will focus on issues that the DOL has identified as problematic. We will offer tips on how to resolve the DOL's concerns in an investigation while protecting the rights of the company, the ESOP, and fiduciaries, and how to proceed with voluntary corrections.

*Speakers: Ted Becker, Drinker Biddle & Reath LLP; Chris Davis, DOL*

## **BEST OF THE BEST – ESOP Jeopardy – Imperial Ballroom**

Level: Beginner

We supply the questions for your nagging ESOP answers. Join us for an interactive program which will borrow from the TV game show, Jeopardy. Using a broad array of categories, we will explore well-known and lesser-known aspects of ESOP ownership. Participants will compete for valuable (?) prizes and priceless (?) bragging rights. Our presenters will also welcome questions and input from the audience throughout the program.

*Speakers: Todd Young, Hinshaw & Culbertson LLP; Regina Carls, JP Moran Chase Advisory Group; Julie Govreau, GreatBanc Trust Company*



**11:30 – 1:00 pm | Lunch**

### **Invited Guest - Representative Ron Kind (WI)**

Representative Kind, member of the House Committee on Ways and Means and is a long-time supporter and co-sponsor of ESOP legislation. He is a frequent visitor to several ESOP companies in his 3rd congressional district.

**J. Michael Keeling, CAE, is the President and Chief Staff Officer of The ESOP Association,** a national trade association promoting the growth of employee ownership in America through Employee Stock Ownership Plans, or ESOPs.



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J. Michael Keeling, CAE, is the President and Chief Staff Officer of The ESOP Association, a national trade association promoting the growth of employee ownership in America through Employee Stock Ownership Plans, or ESOPs.

Since assuming his position in April 1991, the Association has experienced strong growth in membership and revenues, and is the largest organization in America dedicated to ensuring employee-owned companies are effective in operating their ESOP in an environment of ownership.

He is also President of the Association's affiliated 501(c)(3) educational and research foundation, the Employee Ownership Foundation.

Prior to becoming President, Michael was General Counsel from 1984. Prior to 1984, he represented the Association on several legislative initiatives before Congress. While General Counsel, he maintained a private practice of law focused on legislative and administrative issues related to tax and retirement income policies.

During the 1970's, he was Chief of Staff for the late Congressman J. J. Pickle of Austin, Texas. Prior to that, he worked as an aide in several statewide campaigns in Texas, as a private consultant to labor and farm groups, and as an employee of the Texas State Legislature.\*

He is a graduate of Yale University Class of 1969 and the University of Texas Law School, Class of 1971.

The American Society of Association Executives has certified Michael as a Certified Association Executive. He is listed in Who's Who in America and Who's Who in American Politics.

**1:00 pm | Close of Conference**

## **Support The Employee Ownership Foundation (EOF)**



### **Employee Ownership Foundation Silent Auction**

Bid on valuable items at the Silent Auction. Proceeds benefit the EOF.

# 2016 CHAPTER AWARD WINNERS

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## Illinois Chapter

Company of the Year: Southern Imperial Inc.



## Iowa-Nebraska Chapter

Employee Owner of the Year: Lori Bauer, Travel and Transport, Inc.

Company of the Year: Team Software, Inc.



# 2016 CHAPTER AWARD WINNERS

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## Minnesota-Dakotas Chapter

Employee Owner of the Year – Lexie Gallagher, H.M. Cragg

Company of the Year – MBW Company, New Ulm, MN



## Wisconsin Chapter

Employee Owner of the Year: Jenna Van Der Sande, Priority Sign

Company of the Year: Priority Sign



# CHAPTER OFFICERS

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## **Illinois Chapter**

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Burwood Group

PRESIDENT ELECT

Franco Silva  
Prairie Capital  
Advisors, Inc.

IMMEDIATE PAST

PRESIDENT  
Scott Szafasz  
Bimba  
Manufacturing

EXECUTIVE VICE

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Steve Eide  
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VICE PRESIDENT

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North Country  
Business Products

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Realithworks

VICE PRESIDENT

Sarah Trovato  
ESOP Partners

# ESOP VISION STATEMENT

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*We believe that employee ownership improves American competitiveness...that it increases productivity through greater employee participation in the workplace... that it strengthens our free enterprise economy and creates a broader distribution of wealth...and that it maximizes human potential by enhancing the self-worth, dignity, and well-being of our people.*

*Therefore, we envision an America where employee ownership is widely recognized as a catalyst for economic prosperity...where the great majority of employees own stock in the companies where they work...and where employee ownership enables employees to share in the wealth they help create. And we look for our nation to become for all the world an example of prosperity with justice through employee ownership.*

*And we look for our nation to become for all the world an example of prosperity with justice through employee ownership.*

## THE EMPLOYEE OWNERSHIP FOUNDATION

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*Employee ownership improves our competitiveness, our productivity and our free enterprise system. Employee ownership should be a key economic force in America. The Employee Ownership Foundation's primary purpose 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.*

# CONFERENCE PLANNING COMMITTEE

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## **MN/Dakotas**

Matt Schubring, Chartwell  
Missy McManigle, Walman  
Lexie Gallagher, H. M. Cragg  
Steve Storkan, Alerus

## **IANE ESOP**

Hillary Hughes, Prairie Capital Advisors  
Michelle Ueding, Kutak Rock  
Becky Streff, ESP International  
Valeri McMahon, Travel and Transport, Inc.

## **WIESOP**

Rhonda Leader, Sentry Equipment Corp.  
Renee Stadtmueller, Principal Financial Group  
Kimber Simos, Hatco Corporation  
Tim Stewart, DeWitt Ross & Stevens

## **ILESOP**

Julie Govreau, GreatBanc Trust  
Dave Horvath, Crowe Horwath  
Rachel Gibson, Burwood Group  
Paul Davidson, Lockton Companies

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