

ESOPs: FROM SOUP TO NUTS

The ESOP Association
California/Western States Chapter
2011 Chapter Conference



October 5 – 7, 2011
Paradise Point Resort & Spa
San Diego, California

2011 CALIFORNIA/WESTERN STATES CHAPTER CONFERENCE

ESOPs: FROM SOUP TO NUTS

*"Food, glorious food!
What wouldn't we give for
That extra bit more –
That's all that we live for"*

– from *Oliver!* – with lyrics by Lionel Bart

Food is both essential to our survival and one of life's great pleasures. Likewise, employee ownership is an essential part of our American business culture and, for ESOPers, our great delight.

Planning, sourcing, preparing, presenting, consuming, and critiquing — the continuous cycle of meals and ESOPs. The Summary Plan Description starter whets your appetite for more. Red wine or white? S Corporation or C Corporation? Both have their advantages.

And the main course, the piece de résistance? The ESOP distribution upon retirement, almost certainly more nourishing than just a 401k. You are undoubtedly reading the cheese course...but the dessert? Experiencing the meal with your fellow employee-owners, through sweet and savory, makes a simple meal into a dinner party.

Come enjoy the feast and partake in the abundant knowledge and generous portions of experience offered by your peers and ESOP professionals. From soup to nuts, the 23rd Annual Conference of the California/Western States Chapter offers the full ESOP smorgasbord with so many take-aways, you're sure to need a doggy bag.



RAFFLE TO BENEFIT THE EMPLOYEE OWNERSHIP FOUNDATION

Thanks to a rich loam of prize donations from ESOP companies and professionals, and fertile raffle ticket sales, we harvested \$2,800 from last year's raffle. Through the raffle, golf, and other special activities, we have raised over \$31,000 for the Employee Ownership Foundation since it was planted in 2000. This year's raffle goal is \$3,000.

To donate a raffle item valued at \$25 or more, or to request more information, please contact raffle chef Bob Sanchez at 323/225-5611 x 235 or bsanchez@nationalwire.com. Raffle prizes valued at \$250 or more will receive special recognition during the conference.

Please bring your raffle donations to the Welcome Reception on Wednesday evening, or to the raffle table on Thursday morning. If you don't want to travel with your raffle items, contact Bob Sanchez for shipping instructions to the hotel.

Volunteers Needed

Give back to the ESOP community - serve a brief kitchen apprenticeship by volunteering to sell raffle tickets for one shift during the conference (ESOP Committees welcome!). Please contact the raffle sous-chef, Doug Wright, for more details at 530/587-4844 or dougwright@usamedia.tv

The Employee Ownership Foundation expands opportunities for employee ownership by increasing awareness of the benefits of ESOPs. Employee ownership is an extraordinary opportunity for average-wage workers to improve their stake in life, create a better quality of life for themselves and their families, and to add value to the company they own.

Proceeds from the 13th Annual Duffers to Dazzlers golf outing will also benefit the Foundation.

8:30 – 11:30 AM • Thursday, October 6
Intensive Three-hour Session for Senior Managers

THE SUSTAINABLE ESOP Planting Seeds for Long-term Viability

Sustainability rests on the principle that we must meet the needs of the present without compromising the ability of future generations to meet their own needs. Guiding principles include economic viability, stewardship of resources, and the recognition that the transition to sustainable practices is a process that must be embraced by all participants.

Designed for senior managers, this session will address legal and financial issues in succession planning; challenges in attracting and retaining talent (including Generation Y); and ways to develop leaders in ESOP companies. The collaborative format will combine speakers' presentations with open discussions and the sharing of experiences by participants.

Mike Davidson, *Gardeners' Guild (Moderator)*

Marc Baluda, *Greenberg Traurig LLP*

Dan Smith, *Hot Dog On A Stick*

Cindy Prodoehl, *Principal Financial Group*

**Enrollment is limited to senior managers of ESOP companies.
Pre-registration is required.**

CONFERENCE TRACKS

The "prix fixe" or fixed price meal is not just a culinary bargain, it is often the chef's favorite combination of dishes—what he would feed his family or friends. With three options to choose from for every course, there's a tasty treat for everyone on the conference menu.

Track A: Appetizers

Soup or salad? When you're really hungry, it's best to start with the basics before tackling the main course. If you are new to ESOPs or just need to warm-up your appetite, the technical sessions in this track are satisfying and easy to digest.



Track B: Main Courses



After enjoying the appetizer, it's time to get to the meat of ESOPs. Designed for those who want to stretch their technical skills, these advanced ESOP sessions will satiate your appetite for knowledge.

Track C: Desserts

Yum yum, indulge in the sweetest part of ESOPs: artfully communicating the value of the ESOP to your employee owners. Quickly consumed yet demanding to prepare, ESOP communications, education and culture-building require patience, creativity and consistency.



2011 CONFERENCE SESSIONS – THURSDAY, OCTOBER 6

7:45 – 8:45 AM – BUFFET BREAKFAST

8:30 – 8:45 AM - CONFERENCE ORIENTATION: *TODAY'S SPECIALS*

Your servers will review the conference menu and our “catch of the day.”

8:30 – 11:30 AM - INTENSIVE THREE-HOUR SESSION FOR SENIOR MANAGERS

THE SUSTAINABLE ESOP - See box on page 2 for details.

9:00 -10:15 AM - CONCURRENT SESSIONS (75 MINUTES)

1A ESOPS 101: *HOW TO BOIL WATER*

Even master chefs had to start somewhere, and learn the basic techniques. ESOP terminology, roles and responsibilities, processes and procedures – if you are new to ESOPs or just want a refresher course in the basics, this session will stock your kitchen with basic utensils.

Paige Ryan, *ESOP Services, Inc.*

Judy Meeter, *Daniel B. Stephens & Associates, Inc.*

1B LEGAL AND REGULATORY UPDATE: *THE LATEST FOOD CRAZE*

In the culinary world, chefs are always using new techniques (sous-vide lamb, anyone?) and ingredients (how about some pea shoots?) to keep diners excited. In the ESOP world, the regulatory agencies, courts and Congress keep us on our toes with constant changes and refinements. Our expert ESOP attorneys will review the status of the proposed DOL regulation to make appraisers fiduciaries, the \$10 million settlement against Direct TECH Holding Co., Inc. for valuation-related issues, and other new developments. No charge for the Pepto-Bismol.

Kevin Long, *Chang, Ruthenberg & Long, PC*

Jeremy M. Pelphrey, *Brucker & Morra, APC*

1C TRAINING EFFECTIVE ESOP COMMITTEES: *SECRETS OF THE CIA*

Many great chefs were trained at the CIA (Culinary Institute of America). At our CIA (Committee Institute of America) learn the secret recipe for ESOP committee success, from selecting ingredients to blending technologies for consistent results. Learn how to stimulate employee-owner appetites for more ESOP knowledge and involvement; cultivate eager apprentices; and infuse the next generation of ESOP culinary masters.

Michael Clayson, *Carl Warren & Company*

William Flader, *Caltrol, Inc.*

Nancy Caraveo, *Chatsworth Products, Inc.*

10:30 – 11:45 AM – CONCURRENT SESSIONS (75 MINUTES)

2A UNDERSTANDING ESOP ADMINISTRATION: *HOW TO READ A RECIPE*

Participant benefit statements are the end result of the annual ESOP administration process. Step-by-step, this session will go through the recipe, including essential ingredients (such as accurate participant data) and proper cooking time for a scrumptious ESOP administration cycle. This session will take you through the basics of ESOP administration so that you can sizzle with new knowledge for your next annual employee statement meeting - flambé!

Chuck Bachman, *Menke & Associates, Inc.*

Marcus Piquet, *American ESOP Advisors LLC*

Margo Ferguson, *GH Phipps Construction Companies*

2B RESPONSIBILITIES OF INTERNAL TRUSTEES:

TIME TO SHARPEN YOUR KNIVES

The fiduciary responsibilities of ESOP trustees can be complex and intimidating. With a good grit stone and proper technique, this session will help you to cut through the confusion and establish best practices for slicing and dicing your fiduciary duties.

Victor N. Alam, *The Menke Group*

Daniel M. Reser, *Fiduciary Services, Inc.*

Robert G. Sanchez, *National Wire & Cable Corp.*

2C MULTILINGUAL, MULTICULTURAL ESOPS:

ASIAN TEX-MEX FUSION, ANYONE?

Amazing new cuisine results from creative combinations of flavors and ingredients. Learn how three ESOP companies bring languages and cultures together, and address the joys and challenges of a diverse workforce.

Monica Alamilla, *Gardeners' Guild, Inc.*

Karen O'Brine Ellis, *Superior Farms*

Diana Lopez, *Pegasus Building Services Company*

12:00 – 1:30 PM – LUNCH, PRESENTATION AND CHAPTER AWARDS

CALIFORNIA/WESTERN STATES CHAPTER AWARD PRESENTATIONS

Best ESOP Event

Company of the Year

1:45 – 2:45 PM – CONCURRENT SESSIONS (60 MINUTES)

3A LESSONS IN CORPORATE GOVERNANCE:

DO TOO MANY COOKS SPOIL THE BROTH?

Line Cook, Sous Chef, Head Chef – in a restaurant kitchen, each person has distinct roles and responsibilities, but it takes the whole team to turn out a great meal. This session will explore different governance positions in an ESOP company and help you understand whose job it is to salt the soup.

Rachel J. Markun, *Johanson Berenson LLP*

Merri Ash, *First Bankers Trust Services, Inc.*

Caryn Siebert, *Carl Warren & Company*

3B ADVANCED VALUATION ISSUES: *FOOD FIGHT!*

If Bobby Flay and Rachel Ray can have differences of opinion without coming to blows or throwing tomatoes, then two of our Chapter's valuation professionals should be able to have a discussion of “grey” and “open” valuation issues without a full-blown food fight. Come see if any spaghetti gets airborne and learn about the cutting edge questions that face the ESOP valuation community.

Christopher A. Kramer, *Strategic Equity Group*

Sharyl David, *Moss Adams LLP*

3C THE CERTIFIED EMPLOYEE OWNER PROGRAM, PART 1: *THE MENU*

Many ESOP companies are embracing a “CEO” training program for ESOP committee members and employee-owners. After completing an educational curriculum with up to 12 segments, participants must pass an exam to become an official “CEO.” Part 1 of this two part series covers the program basics while live demonstrations from two companies comprise Part 2 in session 4C.

Martin A. Staubus, *The Beyster Institute, UCSD*

Susan Yoshida, *LeFiell Manufacturing Co.*

Kelly Sell, *KHS&S Contractors, Inc.*

3:00 – 4:00 PM – CONCURRENT SESSIONS (60 MINUTES)

4A BASIC VALUATION: *USING YOUR MEASURING SPOONS*

How many teaspoons in a tablespoon? What's the difference between baking powder and baking soda? The answer could be the difference between a yummy cookie and a yucky cookie. This session will walk you through the ESOP valuation process and teach you the key measurements and ingredients that go into the formulation of the fair market value of your ESOP shares.

Pam D. Steverango, *Chartwell Capital Solutions*

Michael J. Farrand, *Higgins, Marcus & Lovett, Inc.*

Richard Eidson, *M&B Carriers, Inc.*

4B ESOP CHALLENGES FACING SENIOR MANAGEMENT: *TAKING CARE OF BUSINESS*

You can have the best food in the world, but your restaurant will still fail if you keep running out of lettuce. This forum for senior managers will address several unique ESOP business challenges, including issues regarding stock allocation and employee incentives in majority ESOPs, and debt refinancing. Time permitting, options for bringing overseas employees to the table will also be addressed.

Laurence A. Goldberg, *Sheppard Mullin Richter & Hampton LLP*

Michael J. Harden, *Eureka Capital Partners, LLC*

Larry Renaud, *Chatsworth Products, Inc.*

4C THE CERTIFIED EMPLOYEE OWNER PROGRAM, PART 2: *DIGESTING THE NUMBERS*

Part 2 of this two part series focuses on just one segment of the CEO curriculum: ESOP company finances. Join us for a live demonstration of techniques used by two companies to teach employee-owners about income, expenses, and how increased yield benefits everyone.

Martin A. Staubus, *The Beyster Institute, UCSD*

John R. Scheuber, *Veterinary Service, Inc.*

Doug Wright, *Mountain Hardware & Sports, Inc.*

4:00- 5:00 PM - ROUNDTABLES BY TOPIC:

OPEN TABLES, NO RESERVATIONS REQUIRED

Will it be Thai, Mexican or Italian cuisine? It's our most popular daily special, so pick a topic and take a seat at one of 25 open tables to discuss a specific issue or challenge with your peers.

5:30 – 6:45 PM – ESOP SCAVENGER HUNT:

CLUES FOR CREATIVE COMMUNICATION

6:00 – 11:00 PM – SUNSET RECEPTION, DINNER & ENTERTAINMENT

Thursday Evening – ESOP Scavenger Hunt

5:30 PM – 6:45 PM

Come join your fellow ESOPers for a fun-filled hunt for ESOP clues in this live demonstration of an ESOP educational activity you can reproduce for your company.

Like our ancestors, participants will be “hunters” and “gatherers” as they scavenge the hotel grounds for valuable resources. Teams must work together and support each other because in the end, every team member's contribution counts equally. Rewards are also shared, with a prize for each member of the winning team.

Open to all representatives of ESOP companies, the Scavenger Hunt will begin and end on the Sunset Lawn adjacent to the reception. Space is limited, so sign up in advance when you register for the conference. If demand exceeds supply, the number of registrants from each ESOP company may be limited so that all ESOP companies can participate.

2011 CONFERENCE SESSIONS – FRIDAY, OCTOBER 7

8:00 – 8:45 AM FULL BUFFET BREAKFAST
THE COMMUNAL TABLE (optional networking opportunities)

9:00 – 10:15 AM – CONCURRENT SESSIONS (75 MINUTES)

5A BENEFIT DISTRIBUTION BASICS: TIME FOR TAKE OUT!

No matter how much you like dining out, sometimes you just want to get a “take-out” meal and eat at home in your pajamas in front of the TV. This session will address the rules for getting the benefit distribution that you ordered, and ensuring timely delivery.

Joey Calove, *Principal Financial Group*
Debra H. Stoll, *Downey Brand Attorneys LLP*
Laurie Salter, *BMD - Building Material Distributors, Inc.*

5B BANKING AND FINANCING: A GUIDE TO TURNIP FARMING

Sometimes getting bank financing is as hard as getting blood from a turnip. The success of restaurants and ESOPs is often tied to their banking relationships. Join two ESOP bankers and a CFO who will share the current state of affairs in ESOP financing and how best to cultivate those turnips.

Elisabeth C. Schutz, *JPMorgan Chase & Co.*
Kevin J. Trieber, *Bank of America*
Gary Freeman, *Galorath Inc.*

5C FUN AND EFFECTIVE ESOP COMMUNICATION: SPICING UP YOUR ESOP

In the words of Emeril Lagasse, sometimes you just need to “kick it up a notch!” The Thursday evening ESOP Scavenger Hunt is just one way to combine fun, education and team-building. Join our seasoned communicators as they share ideas for making your ESOP zing. It will make you want to say “Bam!”

Debbie Griffiths, *The Management Trust*
Susan Hoop, *Recology*
Oscar Rodriguez, *R.W. Smith & Co.*
Lauri Veverka, *Entertainment Partners*

10:30 – 11:45 AM – CONCURRENT SESSIONS (75 MINUTES)

6A UNDERSTANDING ESOP REPURCHASE OBLIGATION: PLANNING YOUR PARTY BUDGET

You’re hosting a big party and you want to serve filet mignon, but can you afford it without selling a kidney? With proper planning and budgeting, ensure a bountiful feast without having to wash dishes as payment. Plan for your ESOP repurchase obligation so your company can have its cake and eat it too.

Leslie Kearns, *R.K. Schaaf Associates, Inc.*
Cecilia A. Loftus, *ESOP Economics, Inc.*
Richard T. Stafford, *Murray Company*

6B DEALING WITH “HAVES” AND “HAVE-NOTS”: GUESS WHO’S COMING TO DINNER?

Should mother-in-law be seated next to your daughter’s boyfriend’s second cousin on his mother’s side (who happens to be an ex-con)? Improper placement of dinner guests can lead to some uncomfortable situations. How you deal with your “haves” and “have-nots” can impact your employee ownership culture and your ESOP’s legal status. Our panel will discuss the “pros” and “cons” of possible alternative ESOP seating plans.

Karen D. Ng, *Sedgwick LLP*
Clint W. Ramsey, *Mission Bell Manufacturing*
Raman Venkat, *LeFiell Manufacturing Co.*

Thursday Evening

RECEPTION, DINNER & ENTERTAINMENT: 6:00 PM – 11:00 PM

Join us for a very special evening made possible by the generous support of our conference sponsors. After an hour of socializing on the Sunset Deck, we will move to the Paradise Lawn for an elegant candlelight dinner. Subtle jazz music will set the mood for conversation with a backdrop of beautiful Mission Bay. In the mood for dancing after dinner? Step over to the ESOP Disco in the nearby Garden Room where a DJ will spin the songs of your choice beginning at 8:00 PM.

Dinner tickets are included in the conference registration fee; extra tickets for friends and family are \$75 each and must be purchased in advance with your conference registration.

6C GROWING ESOP CULTURE THROUGH COMMUNICATION: (AND WE DON’T MEAN YOGURT)

Nothing worthwhile grows overnight (except maybe mushrooms), and the same can be said of the employee ownership culture of your ESOP company. Representatives from some of our Chapter’s most prolific companies will share their secrets for cultivating a healthy ESOP culture.

Chuck Despotovic, *LeFiell Manufacturing Co.*
Justin Standard, *Entertainment Partners*
Howard Stewart, *AGM Container Controls*

12:00 – 1:45 PM LUNCH, KEYNOTE SPEAKER & CHAPTER AWARDS

FULL CYCLE: A TOAST TO EMPLOYEE OWNERSHIP

Mark Lomele deftly wears two “toques.” Wearing one hat he is Senior Vice President and Chief Financial Officer of Recology. Under the other hat, Mark is our top volunteer leader, serving as Chairperson of The ESOP Association.

A 100% employee-owned company, Recology is an integrated resource recovery company that provides collection, recycling, compost and disposal services to homes and businesses in over 100 communities in the Western United States.

From its humble origins as San Francisco “scavengers” with horse-drawn carts in the early 1900s, Recology is now known for its award-winning innovations like curbside compost collection and its Artist in Residence program.

Mark will share Recology’s inspiring story, including “if I only knew then what I know now...” tips for ESOP companies. The latest news from The ESOP Association will conclude his presentation.

Mark R. Lomele
Chair, The ESOP Association
Senior Vice President & Chief Financial Officer, Recology, San Francisco



CALIFORNIA/WESTERN STATES CHAPTER AWARD PRESENTATIONS

Most Effective ESOP Committee
Employee Owner of the Year

2:00 – 3:00 PM – CONCURRENT SESSIONS (60 MINUTES)

7A CREATIVE WAYS TO MEASURE SUCCESS: DOES YOUR COMPANY DESERVE A MICHELIN STAR?

Ambitious restaurants covet a Michelin Star. The “Red Guide” awards one to three stars to a select number of restaurants of outstanding quality. The extraordinarily rare three-star rating is only awarded to restaurants offering “exceptional cuisine, worth a special journey.” Is your ESOP “worth a special journey”? Financial success? Quality of Life? Sustainability? Just what is the “three star” ESOP? This session will explore ways of measuring the “success” of an ESOP, so bring your ideas for the criteria “potluck.”

Anthony I. Mathews, *The Beyster Institute, UCSB*
Mike Davidson, *Gardeners’ Guild Inc.*
Ron Cogan, *Entertainment Partners*

7B ADVANCED BENEFIT DISTRIBUTIONS AND REPURCHASE OBLIGATION PLANNING: WHY DOES MY CAKE KEEP FALLING?

The difference between a delectable dessert and a flattened failure could be minor adjustments made along the way. Did you pre-heat the oven? Was the butter room temperature before mixing with flour and eggs? As your ESOP matures, you may need to “tweak” your benefit distribution policy to ensure that it meets your objectives and keeps the company in business. This session will discuss possible adjustments to make your ESOP company an “A+” dish!

Bradley E. Henschen, *Principal Financial Group*
Matthew D. Goedert, *Sedgwick LLP*

7C ESOP PROMOTION THROUGH SOCIAL NETWORKING: DOES YELP REALLY HELP?

The importance of your company’s cyber profile is rising faster than sourdough bread. Join our master bakers of social networking for tips on how to brown your daily bread without getting burned.

Midori Cronky, *Hot Dog On a Stick*
David Huber, *TravelStore, Inc.*
Kristina Cox, *Recology*

3:15 – 4:15 PM – CONCURRENT SESSIONS (60 MINUTES)

8A THE TECHNICAL CLINIC: AN ESOP SMORGASBORD

Still hungry, with room for unanswered technical questions? Pick up a plate and join the line where our buffet of ESOP legal, valuation, and administration experts will address your unanswered ESOP questions, all for one low price.

8B FIFTY FIFTY IDEAS: SPEED EATING

Did you know that Joey Chestnut, five-time winner of Nathan’s Hot Dog Eating Contest, once ate 68 hot dogs in 10 minutes? Ouch! In our version, you will hear 50 easily digestible ESOP communication ideas in 50 minutes (plus 10 minutes for sharing and Q&A). Come watch, cheer and learn!

Richard Duffy, *The ESOP Association (Moderator)*
Karen Aasen, *Thois Insurance Service, Inc.*
Mark Bernstein, *Carl Warren & Company*
Terry Martinez, *Chatsworth Products, Inc.*

HOTEL, TRANSPORTATION & ACTIVITIES



PARADISE POINT RESORT & SPA

On a private 44-acre island, Paradise Point Resort & Spa is tucked away on gentle Mission Bay in San Diego. This luxury resort features comfortable, newly renovated Balinese-inspired bungalow style guest rooms amidst lush, tropical gardens and meandering lagoons.

Guests can exercise the body, soothe the soul, and enjoy a full list of activities and experiences. With over one mile of sandy beach encircling the hotel, the possibilities are endless.... Enjoy five swimming pools, an 18-hole putting green, full-service marina,

award-winning dining at Baleen, and luxurious treatments at SpaTerre. Next door to SeaWorld Adventure Park and just a short drive from the world-famous San Diego Zoo, Paradise Point is just 15 minutes from downtown San Diego. Bring family or friends and stay for the weekend!

The special ESOP conference rate for a Lanai Garden room (King or two Queens) is \$209/night, single or double occupancy, plus tax and gratuities. Or, upgrade to a limited number of Bayside guestrooms or suites beginning at \$239. Rates will be honored three days before and after the conference, subject to availability. Reservations must be made by September 9, 2011 but rooms may sell-out earlier so don't delay in booking your rooms. Cancellations require 48-hours notice.

**Make your hotel reservations after you register for the conference at www.regonline.com/esop2011
Or, call Paradise Point directly at 800/344-2626 or visit www.paradisepoint.com and enter Group Code "ESOP11".**

TRANSPORTATION

Paradise Point Resort & Spa is located at 1404 Vacation Rd, San Diego CA 92109. Telephone 858/274-4630.

Parking is complimentary. For a map and directions visit www.paradisepoint.com

Most major airlines fly to San Diego, including low-cost carriers Southwest and Virgin America.

Taxi fares are approximately \$25. It is 15-20 minutes by taxi from San Diego Airport.

Visit the San Diego Airport website at www.san.org for a list of available shuttle vans, airlines, and rental car companies.

13TH ANNUAL DUFFERS TO DAZZLERS GOLF INVITATIONAL

Riverwalk Golf Club: Where Legends are Made



Steeped in a rich tradition of golf legends past, Riverwalk Golf Club offers a classic golfing experience like no other. Formerly known as the Stardust Country Club, the course entertained a myriad of golf legends while hosting the PGA tour during the 1950s and 1960s.

Now, golfers will once again be treated to the challenge and drama of the original course at the newly reborn Riverwalk.

Ted Robinson and Ted Robinson Jr. designed this 27-Hole Championship Course. What was once flat now features undulating fairways, waterfalls and well-protected bentgrass greens. Water comes into play on 13 of the 27 holes with a spectacular waterfall surrounding the green of the signature hole. The San Diego River is a prominent feature of the layout, contributing to the beauty and challenge of the course. Conveniently located in Mission Valley, Riverwalk is just minutes from the Paradise Point Resort.

Join us for a unique ESOP golf experience on Saturday October 8th, with proceeds benefiting the Employee Ownership Foundation. Tee times begin at 7:30 AM. Cost is \$145 including greens fees, golf cart, lunch, and a contribution of about \$45 to the Foundation. Club rental is extra and we'll carpool from the hotel.

Questions? Contact Tony Mathews at 310/306-9142 or amathews@ucsd.edu

WEDNESDAY EVENING WELCOME RECEPTION

It's the annual "appetizer" of the Chapter Conference, a little "amuse-boche" to whet your appetite for the courses to come.

Begin your ESOP feast at the Welcome Reception from 6:00 to 8:00 PM on the Mission Bay lawn featuring the ESOP Communication Fair. Visit the displays, meet ESOP experts, join up with your friends and enjoy enticing nibbles before heading off for your own dinner plans. Call 858/581-5911 to reserve a table for eight or more.

Conference registration will also be open during the reception so pick up your name badge and Program for closer study before the feast begins on Thursday morning.



ESOP COMMUNICATIONS FAIR

Shop this Farmer's Market for Fresh Ways to Communicate the Value of Employee Ownership

Searching for new ideas to communicate the benefits of your ESOP to your employees and customers? Looking for ways to motivate your employee-owners, have some fun, and expand your ownership culture?

Come to the Communications Fair and sample the produce until you find the perfect tasty treat for your ESOP feast. Graze the videos, newsletters, training materials, websites, annual ESOP meetings, employee manuals, and learn how top ESOP companies plant the message of employee ownership and reap the benefits. Exhibits will feature nominations for the Chapter's 2011 Communication Excellence award program, past winners, and exhibits from other successful ESOP companies.

The Communications Fair will be open during the Welcome Reception on Wednesday evening, and continues throughout Thursday and Friday.

All ESOP companies are encouraged to participate and there is no cost to exhibit. For more information contact Nancy Caraveo, 818/735-6133 or ncaraveo@chatsworth.com.

Special thanks to Lithographix, Inc. for printing this brochure. We appreciate your continued support!



Lithographix, Inc.
An Employee Owned Company

The ESOP Association
California/Western States Chapter
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ESOPs: FROM SOUP TO NUTS Registration Information

**Earlybird Registration Deadline and Hotel Reservation
Cut-off Date: Friday, September 9, 2011.**

CONFERENCE REGISTRATION:

**Please register on-line at
www.regonline.com/esop2011**

One person can register a group and make changes if necessary. Credit cards and checks are accepted. After completing your registration, you will be redirected to the hotel reservations website.

See hotel page for guest room reservation information.

REGISTRATION FEES:

- \$400 ESOP Association Members, postmarked by Sept. 9
- \$300 Additional registrants from ESOP Association Corporate Members (companies) Only
- \$450 ESOP Association Members, postmarked after Sept. 9
- \$650 Non-ESOP Association Members, postmarked by Sept. 9
- \$750 Non-ESOP Association Members, postmarked after Sept. 9
- \$145 Duffers to Dazzlers Golf Invitational, Sat. Oct. 8
- \$ 25 Additional ticket for Thursday or Friday luncheons.*
- \$ 75 Additional ticket for Thursday Evening Dinner.*

*Your friends and family members are invited to join us for these functions. Tickets must be purchased in advance.

REFUND POLICY: Full refunds will be provided for cancellations received by September 9. No refunds will be given after September 9.

SPECIAL NEEDS: The ESOP Association complies with all requirements of the Americans with Disabilities Act. If you require special accommodations to participate fully, please provide a written description of your needs.

QUESTIONS? Call 415/459-2234 or email esop@vkam.com

**The ESOP Association
California/Western States Chapter
2011 Chapter Conference
October 5 – 7, 2011
Paradise Point Resort & Spa
San Diego, California**

SCHEDULE AT A GLANCE

Wednesday, October 5

6:00 PM – 8:00 PM Welcome Reception &
Communications Fair

Thursday, October 6

7:45 AM – 8:45 AM Full Buffet Breakfast
8:30 AM – 11:30 AM The Sustainable ESOP for Senior
Managers (3 hours)
9:00 AM – 10:15 AM Concurrent Sessions 1 (75 minutes)
10:30 AM – 11:45 AM Concurrent Sessions 2 (75 minutes)
12:00 PM – 1:30 PM Lunch, Presentation &
Chapter Awards
1:45 PM – 2:45 PM Concurrent Sessions 3 (60 minutes)
3:00 PM – 4:00 PM Concurrent Sessions 4 (60 minutes)
4:00 PM – 5:00 PM Roundtable Discussions
5:30 PM – 6:45 PM ESOP Scavenger Hunt
6:00 PM – 7:00 PM Sunset Reception
7:00 PM – 11:00 PM Dinner and Entertainment

Friday, October 7

7:45 AM – 8:45 AM Full Buffet Breakfast &
Networking Tables (optional)
9:00 AM – 10:15 AM Concurrent Sessions 5 (75 minutes)
10:30 AM – 11:45 AM Concurrent Sessions 6 (75 minutes)
12:00 PM – 1:45 PM Lunch, Keynote Speaker &
Chapter Awards
2:00 PM – 3:00 PM Concurrent Sessions 7 (60 minutes)
3:15 PM – 4:15 PM Concurrent Sessions 8 (60 minutes)

Saturday, October 8

7:30 AM – 1:30 PM Duffers to Dazzlers Golf
(ending time approximate)

