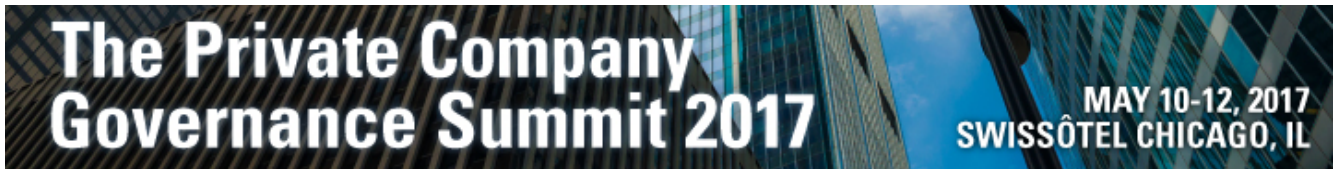


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## **The Evolving Role of the Private Company Board**

May 10-12, 2017 Swissotel, Chicago, Illinois

**Reserve your seat at the governance conference for directors, owners, and advisors of family-owned, closely-held and private-equity owned businesses of all sizes.**

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## **Featured Speakers**



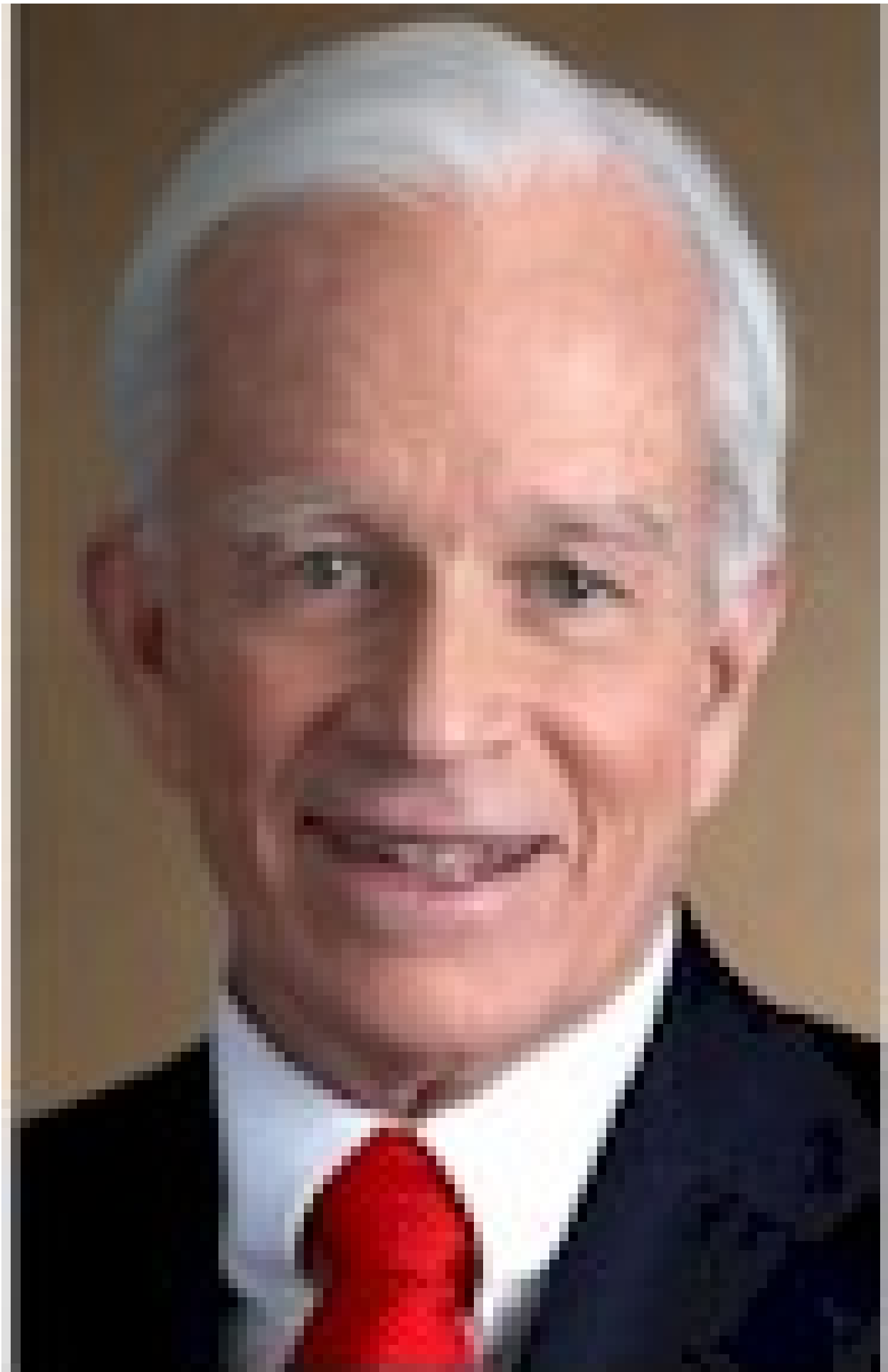
**Paul C. Darley**

Chairman, CEO & President, W.S. Darley & Co.



**Cheryl Mayberry McKissack**

Chief Executive Officer, Nia Enterprises, LLC; Director, PrivateBanc Corp., Deluxe Corp.



**Andrew J. McKenna**

Chairman Emeritus, Schwarz Supply Source, McDonald's Corporation





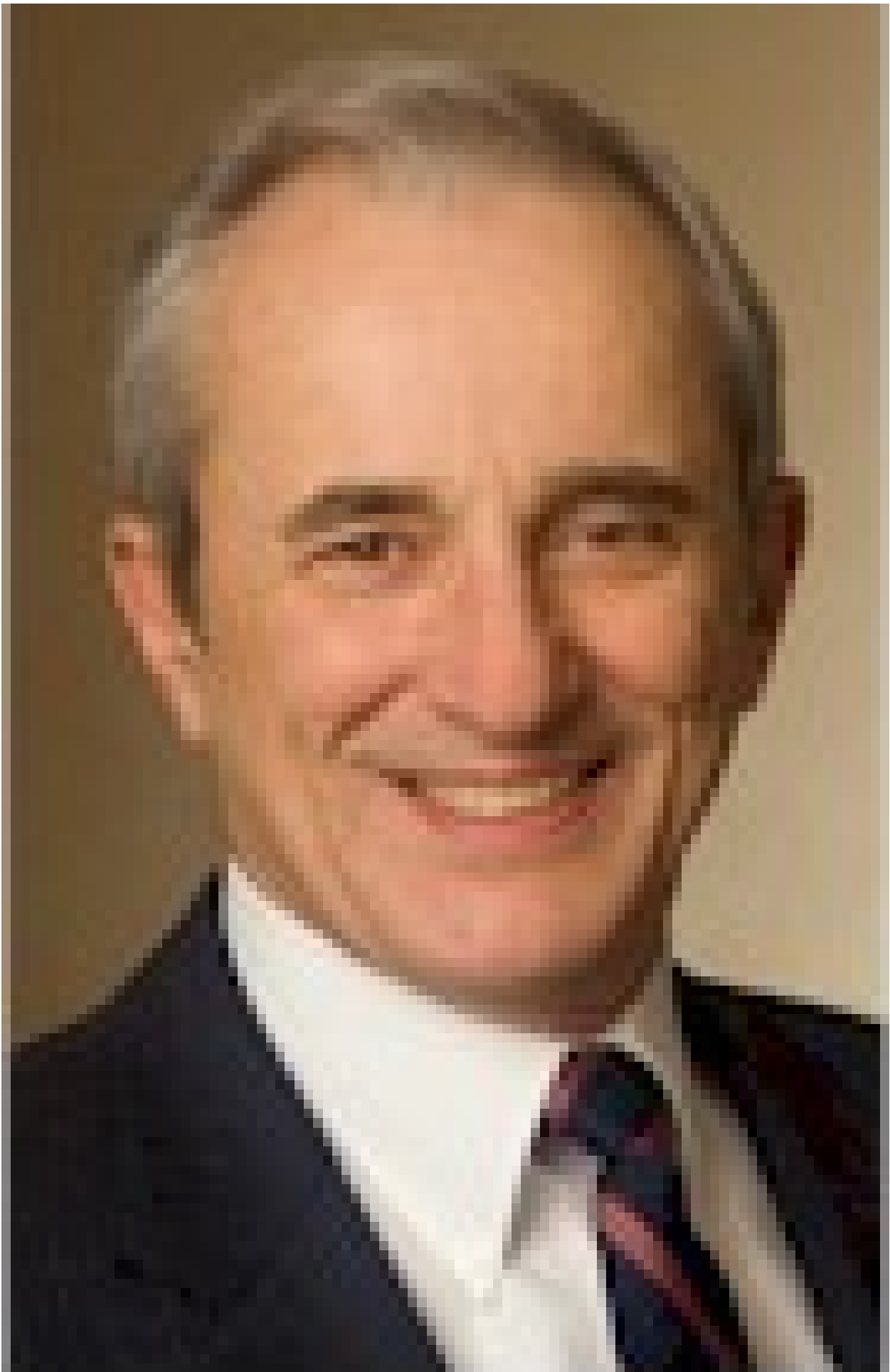
**Rajan Sheth**

CEO and Chairman of the Board, Mead & Hunt Companies, Inc.



**Venita E. Fields**

Partner, Pelham S2K Managers, LLC, and Director, Derry Enterprises, Inc.



**Dennis Chookaszian**

Retired Chairman and CEO, CNA Insurance Companies



**Jim McHugh**

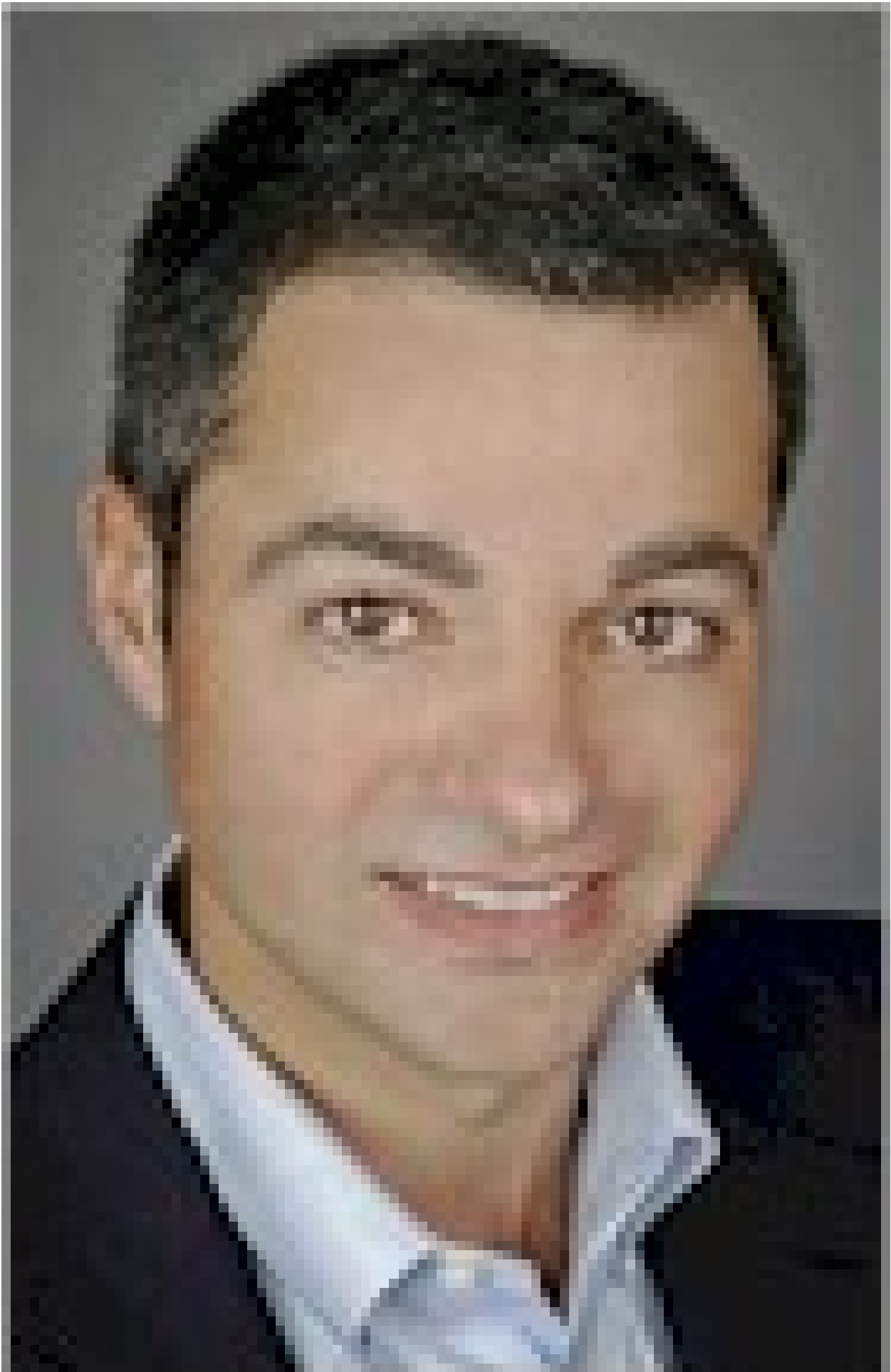
☐☐ Director, Southworth International Group Inc. and Kennebec Technologies Inc.





**Robin Letchinger**

Chief Legal Officer, and former Director, Sasser Family Holdings, Inc.



**Kenneth Gorman**

Senior Vice President, Power Construction Company. Chairman/CEO, Power Wellness Management LLC



**Michael R. Kiolbassa**

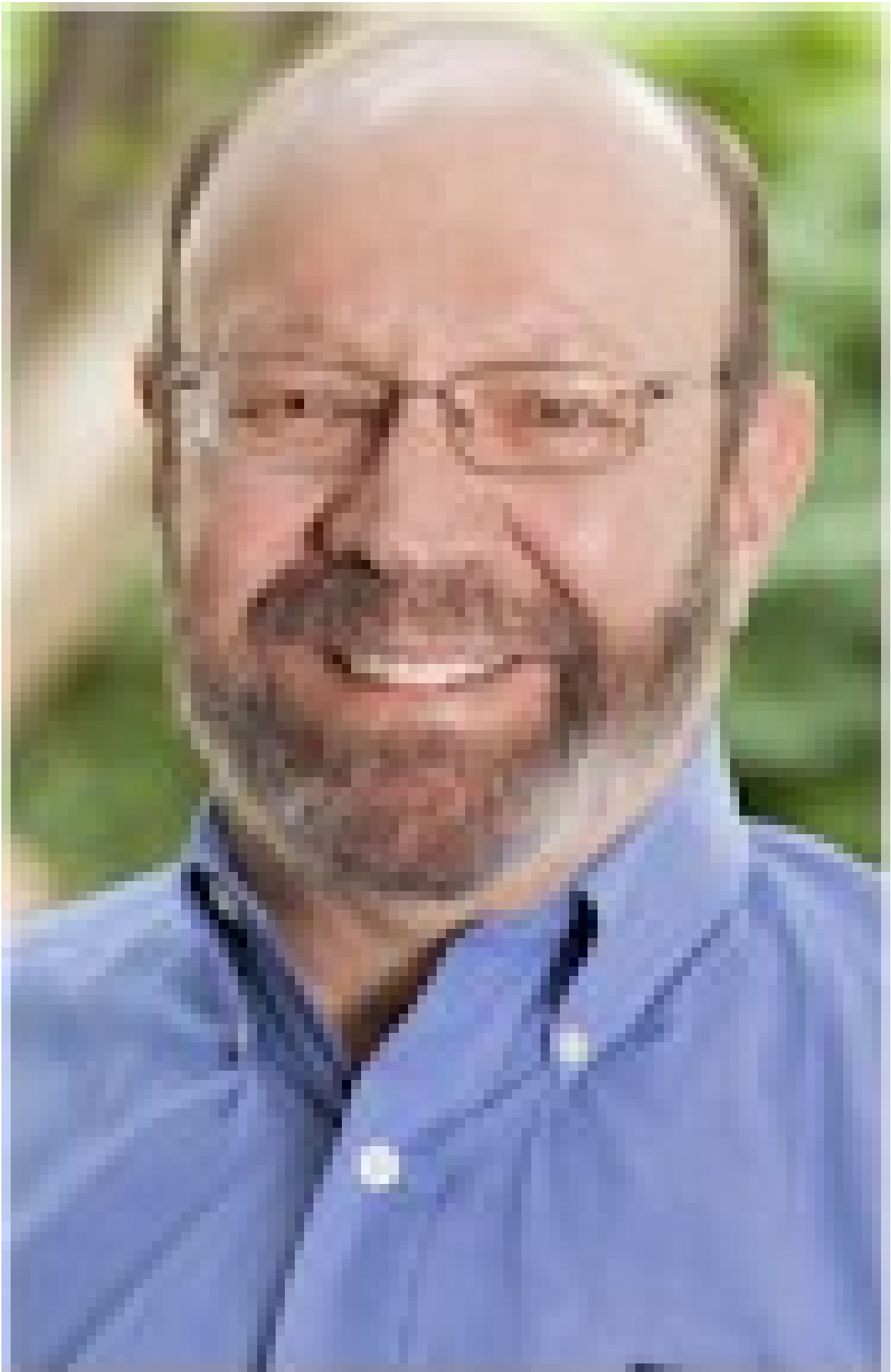
President, Kiolbassa Provision Company Inc.



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**Gail Lione**

Senior Counsel, Dentons; Director, Badger Meter, Sargento Foods, F. Dohmen Company





**David W. Juday**

Director, and retired Chairman, IDEAL Industries Inc.



**Joanna Peters**

Managing Principal, StratConGlobal, Inc.



**Milton Pinsky**

CEO, Banner Apartments LLC



**Adela Cepeda**

Managing Director, PFM Financial Advisors LLC; Director, UBS Funds, Mercer Mutual Funds, BMO Financial Corp.





**Charles E. Shepard**

Board Member, Menasha Corp.



**Drew Everett**

Chairman of the Board, Bush Brothers & Company



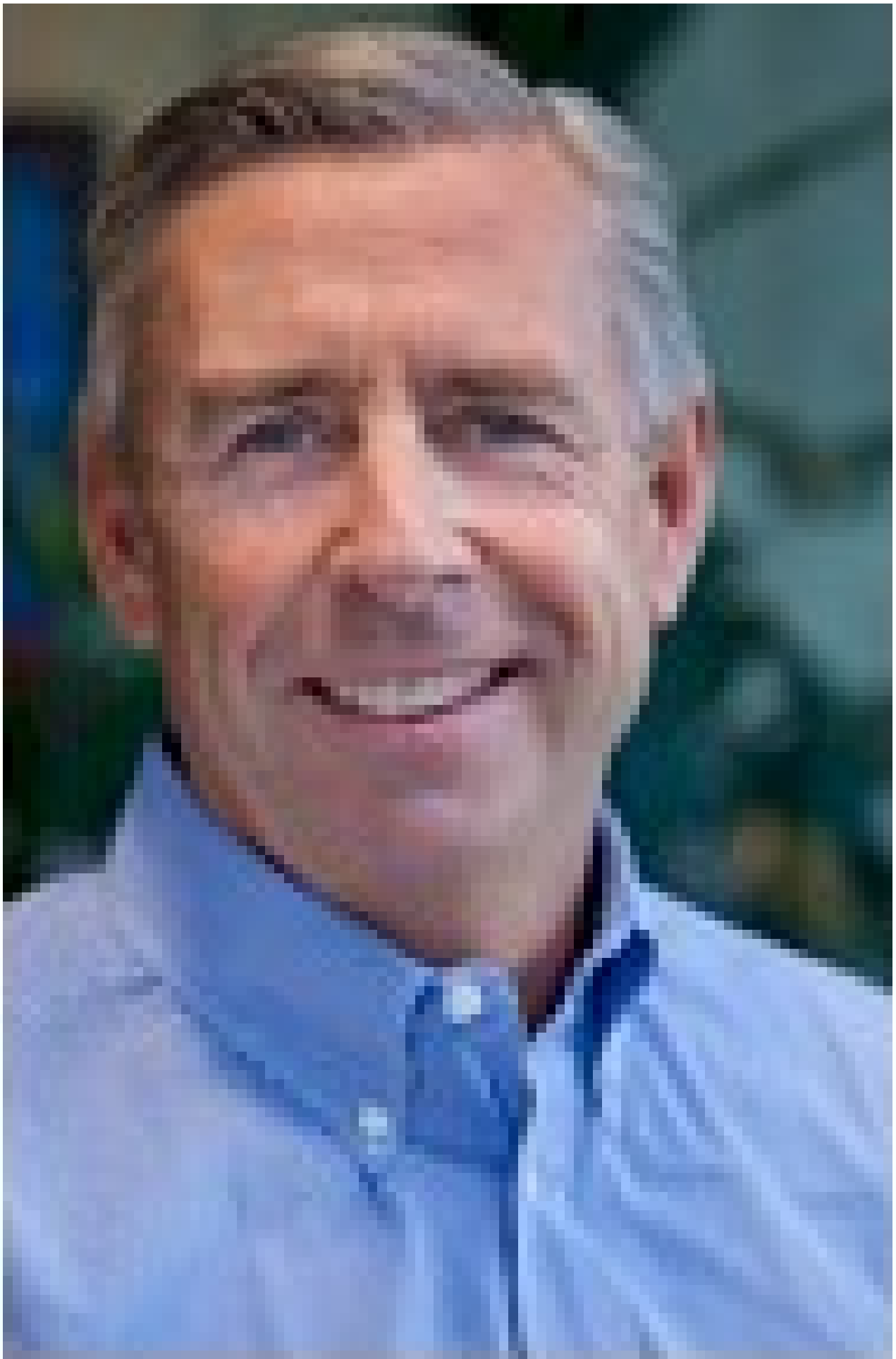
**Dennis Kessler**

Director, SWANK Motion Pictures, O'Neil Industries and QuesTek Innovations



## **Margaret Pederson**

☐ President, Amirexx, Director, Viad, Xamax Industries and TextureMedia





**David Chandler**

Managing Partner, Chicago Growth Partners



**Deborah L. DeHaas**

Vice Chairman, Chief Inclusion Officer, and National Managing Partner, Center for Corporate Governance, Deloitte LLP



**D. Roger Nanney**

Vice Chairman, Deloitte LLP



**Maureen Bujno**

Director, Deloitte LLP's Center for Corporate Governance





[Tom Nassim](#)

Senior Manager, Deloitte Consulting LLP

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### Standard Registration Rates

**Private company owners, shareholders, managers and investors, and public and private company board members:**

- \$1,895 First attendee
- \$1,395 Additional attendees from the same company/board

**Past attendees of the Private Company Governance Summit or the Transitions Conferences qualify for an additional discount on their registration fees:**

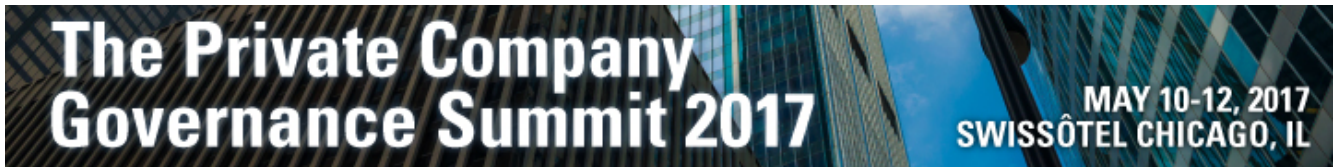
- \$1,705.50 First Attendee
- \$1,255.50 Additional attendees from the same company/board

**All other attendees: advisers, consultants, others allied to the field:**

- \$2,350 Each attendee

**Cancellation Policy:** *All conference cancellations must be made in writing and emailed to Justine Wood, PCGS Events Director, at [jwood@familybusinessmagazine.com](mailto:jwood@familybusinessmagazine.com). Registrants who cancel more than four weeks prior to the program date are entitled to a full refund of the registration fee*

*less an administrative fee of \$150 per registrant; if canceled within four weeks, but more than 10 business days prior to the conference date, 50% of the conference registration fee will be refunded less an administrative fee of \$150 per registrant; within ten business days of the conference date and no shows, no refund is possible. PCGS may cancel the program if attendance does not meet required levels; in case of cancellation or rescheduling, full refunds of registration fees will be made. Travel fares and hotel deposits cannot be reimbursed.*



### **Wednesday May 10, 2017**

3-8 PM Registration Open

#### **4-5:15 PM Preconference Session**

#### **Lessons on Starting and Building the Private Company Board**

Where do you start? A special session for owners/shareholders of privately-owned companies who are at the early stages of designing, launching or building a fiduciary or advisory board. The focus will be on best practices, the role of independent directors, and will feature case studies from companies that have exhibited best practices in private company governance--how they got started, how they evolved and where they are today.

**Speakers:** Rajan Sheth, CEO and Chairman of the Board, Mead & Hunt Companies, Inc.; Kenneth Gorman, Senior Vice President, Power Construction Company and Chairman/CEO, Power Wellness Management LLC; Drew Everett, Chairman of the Board, Bush Brothers & Company

**Moderator:** Jennifer Pendergast, Senior Consultant, The Family Business Consulting Group

5:15-5:45 PM Networking Break

#### **5:45-7:00 PM Opening Session**

#### **Getting the Composition of the Board Right**

Who should be asked to serve on your board? Do you currently have the right mix of directors? How do you calibrate the board to best serve a family or closely-held business, while earning buy-in from family members and shareholders? This session will look at evaluating and expanding the skillsets and brainpower that directors bring to the private board, building collegiality without group-think, and the value that diversity (whether age, gender or ethnic) can bring.

**Speakers:** Michael R. Kiolbassa, President, Kiolbassa Provision Company, Inc.; Cindy Burrell, President, Diversity in Boardrooms; David W. Juday, Director, retired Chairman, IDEAL Industries Inc.

**Moderator:** Dottie Schindlinger, Vice President and Governance Technology Analyst, Diligent

7:00-9:00 PM Networking Reception and Buffet Dinner

## **Thursday May 11, 2017**

7:30-8:30 AM Breakfast

### **8:30-8:45 AM Conference Introduction**

**Speaker:** Deborah DeHaas, Vice Chairman, Chief Inclusion Officer, and National Managing Partner, Center for Board Effectiveness, Deloitte LLP

### **8:45-9:15 AM Keynote Interview**

**Speaker:** Dennis Chookaszian, Retired Chairman and CEO, CNA Insurance Companies

Interviewed by D. Roger Nanney, Vice Chairman; National Leader, Deloitte Growth Enterprise Services, Deloitte LLP

9:15-9:30 AM Networking Break

### **9:30-10:30 AM Session**

**The Board's Role in CEO Succession and Talent Oversight**

In public companies, the board's principal role is often to hire and fire the CEO. In family-owned and closely-held companies, a board can take the emotion and potential negative dynamics out of internal succession for the CEO or other senior roles, and help shareholders make collegial decisions on leadership change, whether within or outside the family. This session will also focus on the board's role in general talent oversight and development within the company, and its impact on family employment policies and procedures.

**Speakers:** Milton Pinsky, CEO, Banner Apartments LLC; Charles E. Shepard, Director, Menasha Corporation; Margaret Pederson, Vice Chair, Xamax Industries, Director, Viad Corp.

**Moderator:** Damien Dwin, Co-CEO and Co-Founder, Brightwood Capital Advisors

10:30-11:00 AM Networking Break

11:00 AM-12:00 PM **Session**

### **Funding Growth and Shareholder Liquidity**

A key challenge for family-owned and closely-held companies is managing cash flow to fund both growth and adequate shareholder return. The board can play a major role in helping the company think through its options--Private Equity, venture capital, other funding, or even an IPO. This session will look at options that include maintaining control of the business.

**Speaker:** Venita E. Fields, Partner, Pelham S2K Managers, LLC, Director, Derry Enterprises, Inc.; David Chandler, Managing Partner, Chicago Growth Partners; John Gilligan, Managing Director, BDT Capital Partners LLC.

**Moderator:** Sean Kramer, Partner, Kirkland & Ellis

12:00-12:15 PM Networking Break

12:15-1:30 PM **Lunch and Keynote Conversation**

**Speaker:** Cheryl Mayberry McKissack, Chief Executive Officer, Nia Enterprises, LLC; Director, PrivateBanc Corp., Deluxe Corporation  
Interviewed by Eve Tahmincioglu, Executive Editor and Digital Director, Directors & Boards Magazine

1:30-3:00 PM Expert Briefings (Repeated Twice)

- The Board's Role in Exponential Change, Innovation and Disruption: Tom Nassim, Senior Manager, Deloitte Consulting LLP
- Private Board Basics--From No Board to a Board: Jim McHugh, Director, Southworth International Group, Inc., Kennebec Technologies Inc.
- Family Enterprise Governance: Sara Hamilton, Founder, Family Office Exchange
- Cybersecurity and the Board: Simone Petrella, Chief Cyberstrategy Officer, CyberVista
- The Dynamics of Family Members on the Board: Doug Baumel, Founding Partner, Continuity LLC

3:00-3:15 PM Networking Break

3:15-3:45 PM **Workshop**

### **How to Interview a Potential Director**

A live interview with a potential director, designed to show best practices in getting the right information to make a decision.

**Interviewer:** Dale Jones, President and CEO, Diversified Search

**Interviewee:** Jim McHugh, Director, Southworth International Group, Inc., Kennebec Technologies Inc.

3:45-4:45 PM **Session**

### **Risk Management and The New Volatility: the Board's Contribution**

Balancing risk and reward requires a sophisticated view of what the board can do to help a company's management and ownership navigate volatile times—with new laws, regulatory rollback, trade rules, and tax structures either here or coming. This session will also look at the board's role in cybersecurity, disaster planning, and corporate social responsibility.

**Speaker:** Joanna Peters, Founding Principal, StratConGlobal; Dennis Kessler, Director, SWANK Motion Pictures, O'Neil Industries and QuesTek Innovations; Adela Cepeda, Managing Director, PFM Financial Advisors LLC; Director, UBS Funds, Mercer Mutual Funds, BMO Financial Corp.

**Moderator:** Simone Petrella, Chief Cyberstrategy Officer, CyberVista

6:00-9:00 PM **Group Dinner and Private Company Board of the Year Award**

The Signature Room at the 95th, John Hancock Tower

## **Friday May 12, 2017**

8:00-9:00 AM Breakfast

9:00-9:45 AM **Keynote Interview**

**Speaker:** Andrew J. McKenna, Chairman Emeritus, Schwarz Supply Source and McDonald's Corporation

Interviewed by David Shaw, Editor and Publishing Director, Private Company Director Magazine

9:45-10:30 AM **Workshop**

**Improving the Board**

You have a board—make sure it's the best it can be for the business and shareholders it serves. This workshop session will address ways in which family-owned and closely-held companies have improved their existing boards, whether through changes in board membership, better board preparation and processes, development of committees, and more.

**Session Leader:** Maureen Bujno, Managing Director, Center for Board Effectiveness, Deloitte LLP

10:30-10:45 AM Networking Break

10:45-11:45 AM **Session**

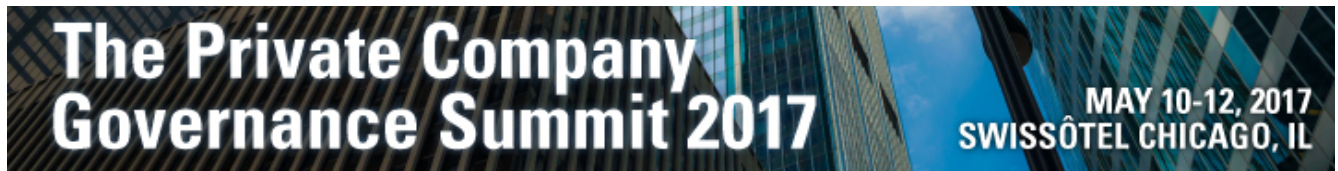
**Board Compensation: What and how much?**

The biggest question on the minds of most owners and shareholders is: What do we pay directors? While there remains no national benchmark for director compensation (as there is with the filings of public companies), this session will bring together new data from Directors & Boards Magazine and other sources, to provide guidance for companies and directors on cash and non-cash compensation programs for internal and independent directors.

**Speaker:** Paul C. Darley, Chairman, CEO and President, W.S. Darley & Co.; Gail Lione, Senior Counsel, Dentons; Director, Badger Meter, Sargento Foods, F. Dohmen Company

**Moderator:** Daniel Moynihan, Partner, Korn Ferry Hay Group

11:45 AM Conference Summary and Close



## About Conference

Directors & Boards, Family Business Magazine and Private Company Director invite owners, shareholders and board members of privately-held companies to the Private Company Governance Summit 2017, May 10-12, 2017 at the Swissotel, Chicago, IL..

The Private Company Governance Summit, now in its fifth year, is the only national conference focused exclusively on the unique governance challenges of privately-owned businesses, including closely-held companies, family-owned companies and private equity-owned companies.

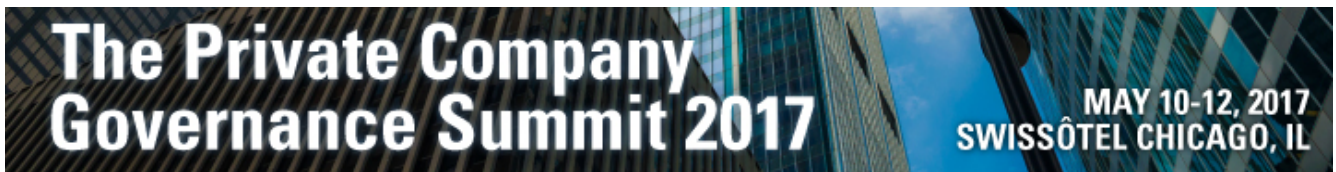
### Session topics include:

- \* Getting Board Composition Right
- \* The Board's Role in CEO Succession and Talent Oversight
- \* Board Compensation: What and How Much?
- \* CyInterviewing Potential Directors
- \* Risk Management and the New Volatility
- \* Funding Growth and Shareholder Liquidity

### Featuring:

- \* Panel discussions with serving directors sharing real-world experiences
- \* Expert Briefings on:
  - o Dealing with Related Party Transactions/Conflicts of Interest
  - o Private Board Basics--From No Board to a Board
  - o The Family Council/Family Governance Interface

- o Onboarding Independent Non-Family Directors
- o Dealing with Non-Performing Directors
- o Cybersecurity and the Board
- o The Dynamics of Family Members on the Board
- o Private Board Committees
- \* Maximum value for your time
- \* Intimate environment for networking and benchmarking
- \* Collaborative discussion sessions on important private company governance issues



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Chairman, CEO & President, W.S. Darley & Co.

### [Cheryl Mayberry McKissack](#)

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Director, Deloitte LLP's Center for Corporate Governance

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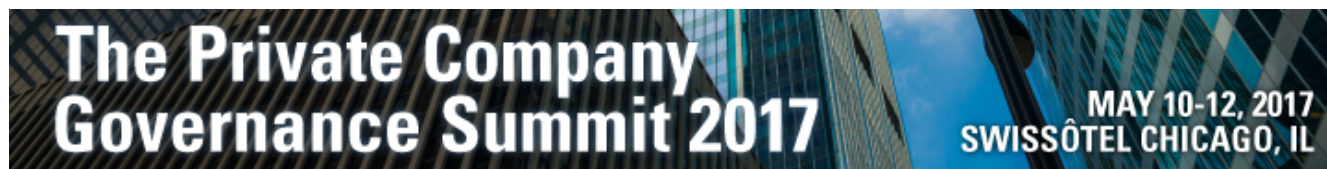
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## **Photo Gallery**

### **Ideal For:**

- Private and public company directors and advisory board members
- Private company and family-owned company owners and executives
- Private equity-owned company investors and managers

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