

Wednesday, May 18, 2016

## How Independent Directors Help Sell the Business

Host: McDermott Will & Emery  
227 West Monroe Street, Chicago, IL 60606-5096

Insights from Mid-Market Business Owners and Advisors about how they determined a company should be sold and the steps they took.



**Panelist**  
Challis Lowe  
Board  
Director  
Seaway  
Bank & Trust



**Panelist**  
Ted Pincus  
Board of  
Directors  
several  
companies



**Panelist**  
Robert J. Wedoff  
President  
PT&C|LWG  
Forensic  
Consulting  
Services



**Moderator**  
Jared Kaplan  
Senior  
Consultant  
McDermott Will  
& Emery LLP

### Upcoming Events – Mark Your Calendar!

Date	Time	Event	Location
Wednesday, May 18, 2016	5:30 - 7:30 pm	Monthly Meeting	McDermott Will & Emery LLP
May 11-13, 2016	3-Day Event	Governance Summit	Washington, D.C.
Wednesday, June 15, 2016	5:30 - 7:30 pm	Monthly Meeting	Seyfarth Shaw LLP
Tuesday, July 26, 2016	5:30 - 9:30 pm	Social Event	Ravinia
Tuesday, August 9, 2016	11:30 - 6:00 pm	Annual Golf Outing	Rolling Green Country Club
Wednesday, September 28, 2016	5:30 - 7:30 pm	Monthly Meeting	Perkins Coie LLP
Wednesday, October 19, 2016	5:30 - 7:30 pm	Monthly Meeting	Katten Muchin Rosenman LLP
Wednesday, November 16, 2016	5:30 - 7:30 pm	Monthly Meeting	The Northern Trust Company
Wednesday, December 07, 2016	5:30 - 8:00 pm	Holiday Party	BMO Harris Bank

## PRIVATE DIRECTORS ASSOCIATION SPONSORS



Wednesday, May 18, 2016

## How Independent Directors Help Sell the Business

Host: McDermott Will & Emery

### Speaker Bios



**Panelist** Challis Lowe, Board Director Seaway Bank & Trust

Ms. Lowe is a board director, Executive Committee member and Compensation Committee Chair with Seaway Bank & Trust, the largest minority owned bank in Chicago and the third largest in the U.S. Her prior corporate board experience includes: Prairie Holdings Corporation, a real estate investment trust (REIT), from 2003 to 2012; The South Financial Group, a \$14B financial services firm headquartered in Greenville, SC, from 2006 until it was successfully sold to Toronto Dominion Bank, Canada, in 2010; and in 2000, The Kenwood Mutual Fund, the first mutual fund established by an African-American female until it was successfully sold to Profit Management Group in 2005. Her career industry expertise includes health care, consumer retail, transportation, logistics, supply chain solutions, and financial services. As a community leader, currently Ms. Lowe is a Board Trustee and Financial Strength Committee Chair for Fisk University, Nashville, TN. Since 1997, she served more than a decade as Board Director and Investment Committee Chair for the Gaylord & Dorothy Donnelley Foundation. Ms. Lowe has an MBA from Northwestern University.



**Panelist** Robert J. Wedoff, President, PT&C|LWG Forensic Consulting Services

Robert (Bob) Wedoff is President of PT&C|LWG Forensic Consulting, an international firm that specializes in forensic engineering, fire and explosion investigation, digital forensics and post-disaster equipment restoration. The firm's 20+ office locations in the United States, Canada, Mexico, United Kingdom, New Zealand and Singapore provide services worldwide. Bob began his service at PT&C|LWG after leading the 2014 sale of LWG Consulting to PT&C Forensics, its parent company and its private equity partner, with the purpose of ensuring continuity of the firm and to more aggressively pursue an acquisitive growth strategy. He served eleven years as LWG Consulting's chief executive after organizing a management buy-out of the firm from a publicly traded company in 2003. During his tenure, he assembled and chaired the firm's Board of Directors who represented the fifteen employee-shareholders. Bob regards the collective depth and diversity of experience of the outside directors of the board as a critical compliment to that of the inside directors and management, and as a key driver of the firm's long-term success. Bob holds a Bachelor's Degree in Biomedical Engineering, a Master's Degree in Electrical Engineering/Computer Science, as well as an MBA.



**Panelist** Ted Pincus, Board of Directors several companies

Theodore (Ted) I. Pincus has a financial and operating management career spanning more than 50 years with public and private companies. He was also a former partner in the Consulting division of Ernst & Young, and for nearly ten years as an independent consultant, Ted advised small and medium sized privately or closely held enterprises in a diverse set of industries facing challenging situations or a need to raise capital. Until his retirement in 2008, for nine years he was Executive Vice President and Chief Financial Officer of FTI Consulting, Inc., a publicly-held global business advisory firm with revenues of nearly \$2.0 billion that provides consulting services in crisis management, investigations, litigation support, mergers and acquisitions, regulatory issues, and communications. Since retirement he has served on the Board of Directors or Advisors of several domestic and international private companies in the forensic engineering, back-office management, entertainment and real estate management and development industries, as well as presently serving on the Board of Trustees of the Anne Arundel Medical System and as Chair of its Foundation. He is also currently the President of his Community Association and Chairman of the Audit Committee of the Annapolis Yacht Club. Ted holds an MS in accounting degree from Brooklyn College of the City University of New York, an MBA in Finance from Baruch College of the City University of New York, has done graduate studies in Organizational Psychology at Columbia University, and is a Certified Public Accountant.



**Moderator** Jared Kaplan, Senior Consultant, McDermott Will & Emery LLP

Jared Kaplan is Senior Counsel in McDermott Will & Emery LLP and is based in the Firm's Chicago office. He focuses his practice on federal tax matters, corporate finance and employee stock ownership plans (ESOPs). A frequent author and lecturer on ESOPs, Jerry currently serves on the ESOP Association's Valuation Advisory Committee. He is the former chairman of the State of Illinois Advisory Task Force on Ownership Succession, and has served on the state's Employee-Owned Enterprise Advisory Council. He served as chairman of the Legislative and Regulatory Advisory Committee of the ESOP Association from 1985 to 1990. He is the co-author of Tax Portfolio on Employee Stock Ownership Plans (ESOPs), and Corporate Portfolio on ESOPs in Corporate Transactions, both published by the Bureau of National Affairs, and is editor of The Best of Law, published by The Family Firm Institute. Jerry also is a past chairman of the Administrative Practice Committee of the American Bar Association's Tax Section. He is a member of the American, Illinois State and Chicago Bar Associations, and the Lawyers' Club of Chicago. He is also a member of the editorial advisory board of Shannon Pratt's Business Valuation Update, and has served on the board of advisors of the Corporate Taxation Journal and on the board of editors of the Journal of Employee Ownership Law and Finance, published by the National Center for Employee Ownership. In 1999, Jerry completed a three-year term on the board of directors of The Family Firm Institute, and in 2003 he was named its General Counsel. He is a fellow of The Family Firm Institute, and holds its Advanced Certificate in Family Business Advising. In 2004, Jerry was elected a Fellow of the American College of Employee Benefit Counsel, and in 2005 he was named a Fellow of the American Bar Foundation. Harvard Law School, LL.B., University of California-Los Angeles, A.B.