



THE 2015 UCLA ANDERSON STEINBECK FAMILY BUSINESS SEMINAR

>>JANUARY 9 - 10, 2015

Friday, January 9, 2015

Location: UCLA Faculty Center

480 Charles E Young Dr W Los Angeles, CA 90095 (310) 825-0877

<http://facultycenter.ucla.edu/About-Us/Directions.aspx>

Classes: Sequoia room

Meals: Redwood room

Parking: Structure 2

<http://maps.ucla.edu/campus/>

Please go to the parking and information Kiosk 2 at the corner of Westholme Ave and Hilgard Ave

Complimentary parking is reserved under *Event Name: Steinbeck Family Business Seminar* and *Password: Price Center*

8:30 - 9:15 AM Breakfast \ Welcome and Introduction

9:15 - 10:30 AM Overview \ Thinking Strategically about the Family and the Business

Family and closely held businesses can be problematic and present both opportunities and challenges to owners, managers and family persons. What conceptual frameworks exist to sort these issues and align these stakeholders given the economic reality of the business enterprise?

Alfred E. Osborne, Jr. \ Senior Associate Dean and Professor, UCLA Anderson School of Management

10:30 - 11:00 AM Break

11:00 - 12:30 PM Expert Panel \ The balance between Tax Planning and Financing Considerations

Concerned about taxes for your business? How can you reduce or defer taxes? How does it affect my cash flow? We will discuss legislation tax changes, deferrals, and accelerated deductions to accomplish family goals while keeping cash flow and leverage in mind for financing.

Scott Vance \ Tax Principal, Washington National Tax - Income Tax and Accounting, KPMG

David Park \ Senior Vice President & Head of Business Banking, City National Bank

Moderator: Eric Sussman \ Senior Lecturer in Accounting

12:30 - 1:45 PM Lunch and Speaker \ Innovation

Jeff Green \ Founder and CEO of The Trade Desk, Inc.

Jeff Green has started two companies that were innovators in the advertising industry and named "Best Places to Work" because employees can strike the ideal balance between work and play. Jeff will share his experience at his startups and Microsoft, which acquired his first company.

1:45 - 3:15 PM Expert Panel \ Strategic Financial Planning

Do you want to ensure liquidity for the family? Diversify your interests and identify acquisitions? Without a defined plan for the future, businesses may fail to take important steps to maximize a liquidity event. We'll share how to position the company well for the best possible outcome.

Tim Lappen \ Founder & Chairman, Family Office Group, Jeffer Mangels Butler & Mitchell LLP

Chris Crawford \ Senior Vice President, FINPRO, Marsh and McLennan Companies

Moderator: Alan Kleinman \ President, Meritus Payment Solutions

3:15 - 3:45 PM Break

3:45 - 5:00 PM Discussion \ Buy or Lease Real Estate for the Business

What factors should you consider? Buying or leasing is more than a financial decision. For some, it can also be used as an estate planning opportunity.

Eric Sussman \ Senior Lecturer in Accounting

5:00 - 5:30PM Summary \ Takeaways

5:30 PM Wrap-up and Social

Saturday, January 10, 2015

Location: UCLA Faculty Center

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<http://facultycenter.ucla.edu/About-Us/Directions.aspx>

Classes: Sequoia room

Meals: Redwood room

Parking: Structure 2

<http://maps.ucla.edu/campus/>

You will receive a parking permit during Friday's session. If you did not receive one, please go to the parking and information Kiosk 9 at Westwood Plaza (north of Westwood Blvd) to pick yours up.

Complimentary parking is reserved under *Event Name: Steinbeck Family Business Seminar* and *Password: Price Center*

8:30 - 9:15 AM Breakfast

9:15 - 10:30 AM Case Study \ Succession and Fit

Succession planning may be the most difficult challenge the business faces. Yet careful planning can also be a great opportunity to create a multi-generational business that continues the family mission and values.

Margaret Shih \ Professor, Management and Organizations, UCLA Anderson School of Management

10:30 - 11:00 AM Break

11:00 AM - 12:30 PM Best Practices for Managing Family Balance in the Family Business

What are the best practices for effective management of all stakeholders in a closely held enterprise? Family business researchers have learned the most effective ways of ensuring success in the family, the business, and the ownership.

Dr. JoAnne Frese Norton \ Consultant, The Family Business Consulting Group

12:30 - 1:45 PM Lunch and Speaker \ Conversation about Entrepreneurship and Growth in a Family Business

Madelyn Alfano \ Founder and President, Maria's Italian Kitchen

1:45 - 3:15 PM Panel \ Business Owner Panel

This panel will share the goals and objectives of developing effective corporate governance strategies for family and closely held businesses. Learn how they can improve the performance of your business.

Randy Briley \ President & CEO, Incotec Corp

Michael Bloom \ CEO & Board Member, Refloc

3:15 - 3:45 PM Break

3:45 - 5:00 PM Closing \ Good Governance and the Family

Do you need help with a governance structure or outside consultants to act as trusted advisors? The family ensures its future by satisfying the expectations of family members as well as non-family stakeholders. Communication is key within the family as well as the family and the business.

Alfred E. Osborne, Jr. \ Senior Associate Dean and Professor, UCLA Anderson School of Management

5:00 - 5:30 PM Summary \ Takeaways

5:30 PM Conclusion \ Closing Ceremony and Certificate Presentation

Reception \ Hors d'oeuvres

Wireless access: The Wi-Fi ID is UCLA_WEB and there is no password.

You will receive all materials that the professors, lecturers and speakers pass on to share. Please maintain confidentiality regarding all issues shared among participants.



>>ABOUT THE SPEAKERS



Madelyn Alfano

A native of Hoboken, New Jersey, Madelyn worked in her parent's Italian deli while still a young girl. After graduating from UCLA in 1979, Madelyn worked at her parents' Village Mart in Brentwood, Calif., with the vision of opening a true sit down "Trattoria" like those found in rural Italy. In 1980, Madelyn began her first solo venture when she opened International Meat and Deli Market across the street from the Village Mart. In 1985, she opened her first Maria's Italian Kitchen in Sherman Oaks, Calif.

With headquarters in Van Nuys, Calif., and more than 400 employees, Maria's Italian Kitchen is among the leading privately owned restaurant chains in the state. Today, there are 10 Maria's Italian Kitchens, including the newest locations, Maria's Downtown located in the financial district of downtown Los Angeles and her new concept store, Maria's Express, a venue designed for customers on the go in the heart of Los Angeles. With every community Madelyn joins, she offers healthy, quality food with hospitable service in a casual yet elegant and friendly atmosphere.

In addition, she is an active professional, serving as a board member of both the Statewide California Restaurant Association and past president of its Los Angeles Chapter. She is past President of the Los Angeles Board of the National Association of Women Business Owners Los Angeles (NAWBO LA), and in 2002 was invited to become a member of Young Presidents' Organization. She is currently a panelist and member of the CNBC Small Business Council.

Madelyn has been on the list of Top 50 Women Business Owners in Los Angeles for the past 10 years and in 2004, was chosen as one of the Top 25 Enterprising Women in Los Angeles. In 2007, the L.A. Business Journal named her Business Owner/CEO of the Year at its annual Women Making a Difference Award. In 2011, the California Legislative Women's Caucus named Madelyn Alfano Woman of the Year at the State Capitol and on June 7, 2011, the L.A. Area Chamber of Commerce named her the Women in Business Champion of the Year. UCLA has honored her with Alumnae of the year for Community Service Award in 2011 and Maria's Italian Kitchen was awarded the L.A. Times Readers Choice 2012 Best Italian Restaurant. In 2012, Madelyn received the Women of Inspiration Award from Shane's Inspiration was chosen as NAWBO LA's 2012 Woman Business Owner of the Year.



Chris Crawford

Chris joined originally Marsh in 1994, moving to the brokerage side of the business after five years as a management liability underwriter. He has extensive financial products insurance experience, having served as the FINPRO Practice leader for Southern California, the regional representative for Mergers & Acquisitions product initiative for the Southwest Partnership and the leader of Marsh's IPO Practice for the Western Region.

His experience with other brokers has included executive vice president in charge of business development, client executive responsibilities, and financial product lines broking. Chris has also served as a client advisor managing the marketing, placement, and servicing of Directors & Officers Liability, Employment Practices Liability, and CyberLiability / Network Security & Privacy coverages. He has been the lead advisor in Directors & Officers placements for over

25 IPOs and currently leads the Southwest Region Communications, Media & Technology (CMT) focus for Marsh. He has specialized in the negotiation and structure of placements for difficult client risks, as well as resolution of complex claims and corresponding renewals, and the creation of a combined lines management liability policy specifically tailored to the real estate industry.

Chris' education includes an MBA in finance from University of Southern California and a BA in business economics from University of California, Santa Barbara.



Jeff Green

Jeff Green is founder and CEO of The Trade Desk, Inc., a demand-side platform that powers the desks of the world's most advanced buyers in online advertising. Since its inception in 2009, the company has grown on pace with the now-\$5B RTB industry, having been included as an alpha partner in Facebook's launch of the Facebook Exchange, and having been recently being named one of the AlwaysOn Global 250 Top Private Companies and an OnMedia Top 100 company in the United States. Green was a finalist for the Ernst & Young 2014 Entrepreneur of the Year award for Greater Los Angeles and was named to the Pacific Coast Business Times' "40 Under 40" in 2013.

Prior to The Trade Desk, Green founded AdECN, which he built in 2004 as the world's first online advertising exchange. AdECN was acquired by the Microsoft Corporation within three years of launch. Outside of the digital space, Green is active in education, having formed the non-profit board for Carden Heights Academy of Camarillo, Calif., and having served as executive producer of a film about the creation of schools in the Republic of Malawi, Africa. Green resides in Newbury Park, Calif. with his wife and three children.



Alan Kleinman

Alan Kleinman is Co-Founder/President of Meritus Payment Solutions. Previously, he was Sr. VP / CFO / COO of National Merchant Center, a full service ISO. During his tenure, the company's annual processing volume increased from \$150MM to over \$1 billion.

Prior to joining National Merchant Center, Alan was a venture capitalist at Pacific Venture Group, a \$210 million healthcare venture fund, and was involved in the investment and management of a number of successful companies including Symbion (Nasdaq:SMBI), Visicu (Nasdaq:EICU), Phaseforward (Nasdaq: PFWD), Zonelabs, Vivant Medical, LifeMasters, and Long Term Care Group. Prior to Pacific Venture Group, Alan was an analyst at Gateway Partners, a merchant bank that focused on consolidating niche industries. He earned his M.B.A. from UCLA Anderson School of Management and earned BS and BA in Biochemistry

and Economics from UCSD.



Timothy Lappen

Tim's practice, spanning almost 40 years, emphasizes representing closely-held and family-owned businesses (including family offices) as well as the owners and executives of those entities. Tim represents clients in a wide range of matters, such as virtually every need of high-net-worth individuals, their families and their businesses. His work involves myriad family office matters, general business, estate and succession planning, pre- and post-nuptial agreements, philanthropy, real estate, entertainment, hospitality, intellectual property, tax, labor, litigation, land use and more. Tim represents companies, business people, entertainers and athletes with regard to the entire spectrum of legal projects and provides guidance in business and even personal matters in which a lawyer may not typically be involved.



Dr. JoAnne Frese Norton

A member of the prestigious Family Business Consulting Group, JoAnne has been working with multi-generational family businesses for well over a decade, primarily in the areas of family governance and leadership training. She is the former Vice President of Shareholder Relations for a large family-owned media company, and she now works with family businesses of all sizes throughout the United States and Canada. Dr. Norton is also a speaker for Vistage International and T.E.C., which provide training to CEOs and executives, as well as for the Global Family Business Network of the Young Presidents' Organization.

In 2001 Dr. Norton created the Family Business Dynamics course at California State University, Fullerton and was an adjunct professor in the School of Business and Economics at CSUF for seven years. She continues to serve on the Advisory Board of the Cal State Fullerton Family Business Center. Dr. Norton has made presentations for the Inland Press

Association's Family Owners Next Generation Leadership Conference, the New York Family Business Center, the University of North Carolina at Asheville's Family Business Forum, the Family Business Network in Cannes, France, and the Graduate School of Banking, just to name a few.

Dr. Norton earned a doctorate in Organizational Leadership from Pepperdine University, and she trained at the Georgetown Family Center in the Postgraduate Program in Bowen Family Systems Theory. JoAnne grew up in a successful second-generation family business in the Midwest where she learned the complexities of maintaining harmonious relationships as well as the importance of maintaining good communication by observing her father, mother and two uncles. She lives in Irvine, California with her husband Brian.



Alfred E. Osborne, Jr.

Senior Associate Dean - UCLA Anderson

Alfred E. Osborne, Jr. is Senior Associate Dean of UCLA Anderson. In this role, he oversees a variety of key areas and initiatives within the school, including resource development, alumni relations, corporate initiatives, marketing and communications and executive education. Dr. Osborne is also professor of Global Economics & Management and founder and faculty director of the Harold Price Center for Entrepreneurial Studies at UCLA. The Price Center serves to organize all faculty research and student activities and curricula related to the study of entrepreneurship and new business development at UCLA Anderson. A corporate governance expert, Dr. Osborne formed a Director Education and Certification

Program designed to help officers and directors of private firms prepare for the higher level of scrutiny that comes when they take their companies public. This program also educates directors and officers regarding SEC regulations, FASB considerations, Nasdaq rules and the current best practices in corporate governance.

Dr. Osborne is also an expert in social entrepreneurship who has developed several programs that apply business models to the nonprofit world. For more than 13 years, The Price Center has created and run some innovative management development programs, including four in partnership with health care giant Johnson & Johnson. Other programs include The Institute for the Study of Educational Entrepreneurship (ISEE) and the UCLA/Los Angeles County Office of Education Head Start Leadership Institute. Dr. Osborne currently serves as a director of Kaiser Aluminum and the Heckmann Corporation, and has served many years on the corporate boards of Times Mirror Company, US Filter Corporation, Greyhound Lines, Inc., First Interstate Bank of California, Nordstrom, Inc. and K2, Inc., among others. He has served as an economic fellow at the Brookings Institution and directed studies at the SEC that contributed to changes in Rule 144, Regulation D, and other exemptive requirements to the securities laws designed to lower costs and improve liquidity and capital market access to venture capitalists and emerging growth firms alike.



David Park

David Park is senior vice president and group manager responsible for City National Bank's Business Banking and Small Business Administration (SBA) departments.

He oversees a team of bankers responsible for the Business Banking segment and SBA, which includes directing the delivery of a full range of financial products and services to small and mid-sized businesses in California, Nevada and New York.

Before being appointed to his current position in 2013, Mr. Park was senior vice president and SBA department manager and led a group of credit officers and sales officers who oversaw more than \$165 million in SBA loan production annually. From 2008 to 2012, he served as the bank's SBA sales manager.

He joined City National in 2006 as an SBA loan officer. During the next two years, he

produced more than \$80 million in government-guaranteed loans.

Mr. Park is a member of the board of directors of the Small Business Financial Development Corporation of Orange County. Mr. Park earned a bachelor's degree in economics and a minor in management from the University of California, Irvine, and an M.B.A, with an emphasis in finance, from the University of Southern California. He also is a graduate of the Pacific Coast Banking School at the University of Washington.



Margaret Shih

Margaret Shih is a Professor in Management and Organizations at the UCLA Anderson School of Management. Her research focuses on the effects of diversity in organizations. In particular, she focuses on social identity and the psychological effects of stereotypes, prejudice, discrimination and stigma in organizations.

Prior to joining the faculty at the Anderson School of Management at UCLA, Professor Shih served on the faculty at the University of Michigan for 8 years, and also worked at the RAND Corporation. She serves on the executive committee for the International Society for Self and Identity and is a consulting editor for the Journal of Personality and Social Psychology and Personality and Social Psychology Bulletin. She was also an editor for the special issue of the Journal of Social Issues. She has received fellowships and grants from the National Science

Foundation, National Institute of Mental Health, Social Sciences and Humanities of Research Council of Canada, John Templeton Foundation and the Robert Wood Johnson Foundation.



Eric Sussman

Since 1995, Eric has been a lecturer in accounting and real estate at the UCLA Anderson Graduate School of Management, where he has been voted Teacher of the Year thirteen times by Anderson's MBA students, and has been awarded the Citibank Teaching Award (1998) and the Neidorf Decade Teaching Award (2008), both voted upon by a committee of faculty members. He has also received recognition by Businessweek as one of the Top Ten Most Popular Business School Professors in the country.

He teaches in the areas of cost/managerial accounting, financial accounting (beginning through advanced), financial statement analysis, equity valuation, corporate financial reporting, and real estate investment and finance to undergraduate, graduate, and Executive Education students. He created Insight FSA, an analytical software tool to automatically and

critically measure, evaluate, and report upon the financial accounting and corporate reporting risk for all public companies via Edgar On-line.

In addition, he has advised numerous Full-time and Fully Employed MBA field study teams and consulted for large and small firms, nationally and globally, and is a frequent lecturer on varied financial, accounting, and corporate reporting topics. He has led student travel groups to Brazil, China, Dubai, Saudi Arabia, and Abu Dhabi. He has served as an expert witness and consultant for commercial litigation, involving matters of corporate financial reporting and disclosure, audit effectiveness, valuation, real estate due diligence and related practices, and overall damage analyses.

Outside of campus, Mr. Sussman is president of Amber Capital, Inc., Manager of Fountain Management, LLC and Clear Capital, LLC, and Managing Partner of Sequoia Real Estate Partners, and the Pacific Value Opportunities Funds, which have acquired, rehabilitated, developed, and managed over two million square feet of residential and commercial real estate in the past 20 years. The firms' portfolio presently consists of industrial, multi-family residential, single-family residential, and retail properties (approximately 2,200 residential units and some 500,000 square feet of commercial space).

He is Chairman of the Board of Trustees of Causeway Capital's group of funds (International Value, Emerging Markets, Global Value, and Global Absolute Return Funds, which collectively have nearly \$8.0 billion in assets), sits on the Board of Directors of Pacific Charter School Development, Inc. and Bentley-Forbes, LLC; and was former Chairman of the Presidio Fund and former Audit Committee Chair of Atlantic Inertial Systems, Inc., a producer and manufacturer of electromagnetic sensors. He received his MBA from Stanford, with honors, in 1993, after graduating Summa cum Laude from UCLA in 1987. He is a licensed CPA in the State of California.



Scott W. Vance

Scott brings significant experience in direct client consultation to his role at KPMG LLP. His primary responsibilities include the implementation and review of federal income tax matters for closely held, private equity, and venture capital businesses. His particular specialization is in the areas of research expenditures; inventories; depreciation and amortization; capitalization; income and expense recognition; and the domestic production activities deduction. Representative industries include manufacturing; natural resources; high-tech, including e-commerce; and retail and wholesale.

Specific areas of experience include:

- Consultation on substantive and implementation issues
- Monitoring and provision of input into Treasury and IRS guidance processes
- Assessment of the above areas for purposes of opportunity identification and risk mitigation
- Representation before IRS National Office, Examination, and Appeals
- Preparation, review, and filing of Form 3115 (request for change in method of accounting)