

# Corporate Board and Directors Institute

Thursday, March 19th, 5:30-9:00 p.m.  
& Saturday, March 21st, 9:00 - 4:00 p.m.

York College - York, PA



# Essentials for Director and Board Development



The Corporate Board & Directors Institute at York College educates individuals on best practices for forming, operating and serving on for-profit Boards; provides opportunities for Board diversification; and, opens pathways for obtaining directorships. *Essentials for Directors* provides you the knowledge to understand your responsibilities as directors or owners, and the essential questions that must be asked in performing your duties.

A Certificate of Corporate Board and Director Development will be issued upon completion. Graduates will be eligible to have their names and qualifications entered into the Institute's Regional Board Candidate database.

**Who should attend:**

- New Directors
- Current Directors
- Company owners/executives who need to establish a Board, Advisory Board, or create a more effective Board
- Executives interested in serving as Directors

**Thursday, March 19th - 5:30 to 9:00 p.m.**

- Welcome & Keynote Speaker: "Establishing a Board and the Financial Impact of Member Diversity"
- Roles, Responsibilities, and Expectations of Directors
- Effective Use of Committees: Tools to Use and Types of Committees
- The Compensation Committee and Succession Planning
- Truths and Myths about Boards

**Saturday, March 21st - 8:30 a.m. to 4:00 p.m.**

- Keynote Speaker: "Communicating with Stakeholders"
- Financial Statements, Financial Reporting, and the Audit Committee
- The Family-Owned Business
- Lunch & Keynote: "Benefits of a Board to a Family Owned Business"
- Director and Officer Liability Insurance and Other Liability Issues
- The Risk Intelligent Board
- Mock Board Meetings

**Learning Outcomes:**

- Develop a framework for making informed Board decisions
- Exercise sound business judgment and develop value for shareholders
- Understand questions every Board member should ask about CEO evaluation, succession and compensation
- Dissect and understand financial statements, reporting, and the role of the Audit Committee
- Recognize the impact of Sarbanes-Oxley Act to Board accountability
- Understand the roles and responsibilities of Board and committee members and best practices in corporate governance
- Evaluate Directors and Officers Liability Insurance
- Build a Board to increase profitability
- Appreciate the value of gender, geographic, and ethnic diversity on Board composition
- Create a culture of risk accountability and a Risk Intelligent Board
- Gain greater access to Board opportunities



The Corporate Board and Directors Institute at York College will meet in the new Humanities Center on campus, Room 218 and adjacent rooms.

## Presenters

**Thomas S. Capello** Mr. Capello is an independent Trustee of Hersha Hospitality Trust and Chairman of the Audit Committee as well as serving on the Nominating and Governance Committee. Mr. Capello is a founder and principal of Bank Realty. Mr. Capello is a member of the National Association of Corporate Directors (NACD).

**Keith Eldredge** Mr. Eldredge is a partner in the Audit and Accounting Services Group, Beard Miller Company, LLC. He specializes in providing audit, accounting and business advisory services to closely-held entities. He is also the Chair of their Construction Industry Group.

**Dr. Wanda Filer** Dr. Filer is a family physician and founder of the Strategic Health Institute. Dr. Filer is a past president of the PA American Cancer Society and the Pennsylvania Academy of Family Physicians. She also serves as a Director for York Traditions Bank, York, PA.

**George H. Glatfelter, II** Mr. Glatfelter's positions with Glatfelter (NYSE: GLT) have been Chairman since April 2000; Chief Executive Officer since June 1998; and President from June 1998 to February 2001. Mr. Glatfelter also serves as a Director of Met-Pro Corporation.

**Deb Goodling** Ms. Goodling is the Managing Director at Garland McPherson & Associates, Inc. in Baltimore, MD. She is a current Board Member and serves on the Audit Committee of the Mutual Benefit Insurance Group. Ms. Goodling also is on the Board of Trustees, and Treasurer at York College of PA.

**Ronald Hershner, Esq.** Mr. Hershner is a Partner of Stock and Leader, LLP, in York and serves as Chair of Stock and Leader's Business and Employment Practice Group. He is active in a number of organizations, past-Chair of the York County Estate Planning Council and President of the Chamber Economics Club.

**Jeff Hines, P.E.** Mr. Hines is President and Chief Executive Officer of The York Water Company. Mr. Hines has also served as the Chairman of the Pennsylvania Section of the American Water Works Association and the Chairman of the Pennsylvania Chapter of the National Association of Water companies.

**Michael March** Mr. March is the Executive Director of the J.D. Brown Center for Entrepreneurship and is an Adjunct Instructor at York College. Michael is an advisory board member for TBB Global Logistics in Shrewsbury, PA, and Stronghold Advisors in Columbia, MD. He also serves as a Board Director for the Pennsylvania Angel Investors Network.

**Elaine McDevitt** Ms. McDevitt is Chairman of the Board of the Rose Corporation located in Reading, PA. She created a Board of Advisors, which has proven vital to the success of the company. Elaine is also Vice-President on the Board of Directors for Berks Community Television.

**Dr. Mary Meisenhelter** Dr. Meisenhelter is a Professor of Management & Organization at York College and the chair of the Department of Business. She is a founding Board member of the York Non Profit Management Development Center (Community Engagement) and currently serves on the Board of the Women's Health Center.

**Catherine Nashak, CPCU** Ms. Nashak is a Senior Vice President in the Financial and Professional Division of Marsh's Philadelphia office. She specializes in client advisory of executive risk coverages. Ms. Nashak is a founding member of Marsh's 14 member Global Errors & Omissions Board.

**Dr. Gerald Patnode** Dr. Patnode is a Professor of Marketing at York College and a self-described serial entrepreneur. Dr. Patnode is currently the Chairman of the Board, Institute for Enterprise Development. Dr. Patnode was formerly Vice-Chairman of the Board of Tastee Foods Corporation, Baltimore, MD.

**Greg Petrick, CMA** Mr. Petrick was Executive Vice President and Chief Financial Officer of Uni-Marts, Inc. He directed all of the financial management functions of this \$400 million dollar company. Mr. Petrick oversaw the compliance with all SEC reporting and regulatory requirements.

**Lynda Randall** Ms. Randall is co-founder of New Level Advisors, LLC. She currently is a consultant to the J.D. Brown Center for Entrepreneurship at York College, where she has established a Woman's Business Center and programs designed to help women achieve success in the business world.

**Richard Randall** Mr. Randall is co-founder of New Level Advisors, LLC. Previously he was Vice President, Bio-Pharm, at ITT Corp. Mr. Randall holds board seats on the Penn State Alumni Council, Penn State Engineering Society and The Rose Corporation, a privately held manufacturer in Reading, PA.

**A.R. Smith** Ms. Smith is a co-founder and President of American Home Bank a division of First National Bank of Chester County. Prior to co-founding American Home Bank, Ms. Smith was a co-founder and served as President of Keystone Financial Mortgage Corporation, which was acquired by M&T Mortgage.

## Facilitators

**Dr. Jay Azriel** Dr. Azriel is an Assistant Professor of Entrepreneurship at York College of PA.

**Dr. Andrew Sumutka** Dr. Sumutka is an Assistant Professor of Management at York College of PA.

*Our mission at the Corporate Board and Directors Institute is to educate individuals on best practices for forming, operating and serving on for-profit Boards, provide opportunities for Board diversification and open pathways for obtaining directorships.*

Fee: \$295, includes refreshments, meals, and materials

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Existing Board Directors are encouraged to attend as a group, please call for group pricing.

To receive registration information and an application to attend "ESSENTIALS FOR DIRECTOR AND BOARD DEVELOPMENT"

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Corporate Board  
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Directors Institute

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