

**BANK DIRECTOR**<sup>®</sup>  
MAGAZINE

# BANK AUDIT COMMITTEE CONFERENCE

INSIGHT ON OVERSIGHT

**June 14 - 15, 2011**  
**Marriott Chicago Downtown**  
**Chicago, IL**

## **TOPICS INCLUDE**

- **Defining Risk Management**
- **Key Accounting Issues on the Horizon**
- **Regulatory Mandates: What Should Be on Every Audit Committee's Radar**
- **Division of Labor: Audit, Risk, and Loan Committees**

**PLUS** Interactive Audit Committee Primer and Audit Committee Chair Peer Exchange, **Monday, June 13, 2011**

**(800) 452-9875 • [www.bankdirector.com/conferences](http://www.bankdirector.com/conferences)**

## WHY YOU SHOULD ATTEND

### **Invaluable Insights and Relevant Take-Aways**

Respected advisers, experienced bank officers, and audit committee chairs will provide legitimate, practical approaches to help your board tackle critical audit committee issues. Take away new approaches for your board to tackle risk oversight, relations with internal auditors, new financial reporting requirements, regulatory mandates, loan portfolio challenges, and much more!

### **Unique Networking Opportunities**

Face-to-face interaction with fellow attendees is an important part of the conference learning experience. Separate conference tracks for private/thinly traded banks, public community banks, and large banks provide directors and officers the opportunity to meet with peers in breakout sessions appropriate to their respective size and goals to gain the most relevant information for their bank.



### **Back by Popular Demand: Audit Committee Primer and Audit Chair Peer Exchange**

Join Pat Langiotti, chair of the director's enterprise risk committee for National Penn Bancshares Inc., and Larry Schwartz, audit committee member for Annapolis Bancorp Inc. and First Virginia Community Bank, on Monday, June 13 for an interactive, hands-on workshop designed to help newer audit committee members learn how to achieve top performance in today's challenging audit environment. This pre-conference primer is an optional add-on designed to provide preparation and context to enhance your learning experience at the conference.

More experienced audit committee chairs are invited to participate in the Peer Exchange program, which will run concurrently to the Primer on Monday, June 13.

### **Continuing Education Credits**

Continuing Professional Education credits are available for accountants, up to a maximum of 12 credit hours (total credits awarded based on specific sessions attended). Continuing Legal Education credits may be available for attorneys, based on individual state applications.



## FEATURED SPEAKERS



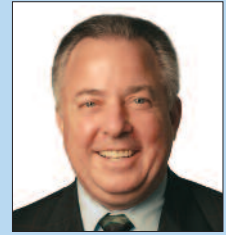
**Sandra L. Bodnyk**  
*EVP & Chief Risk Officer*  
National Penn Bancshares Inc.



**Gordon Budke**  
*Audit Committee Chair*  
Banner Corp.



**Philip Harsh**  
*Director*  
High Country Bank



**Carter Heim**  
*Audit Committee Chair*  
BankAnnapolis



**Patricia L. Langiotti**  
*Enterprise Risk Committee Chair*  
National Penn Bancshares Inc.



**Anthony J. LeVecchio**  
*Audit Committee Chair*  
ViewPoint Financial Group



**George A. Makris Jr.**  
*Audit Committee Chair*  
Simmons First National Corp.



**Allen R. Nickles**  
*Audit Committee Chair*  
First Citizens Banc Corp.



**Albert Olsen**  
*Chairman of the Board*  
Millington Savings Bank



**John S. Poelker**  
*EVP & Chief Financial Officer*  
State Bank & Trust Co.



**Lawrence W. Schwartz**  
*Audit Committee Member*  
Annapolis Bancorp Inc. and  
First Virginia Community Bank



**Joseph Zanco**  
*EVP & Chief Financial Officer*  
Home Bank

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**“Terrific. Undoubtedly the best learning experience in banking available. The insight gained at this conference is invaluable and keeps us on the cutting edge.”**

— Charles Thal, Director, The Business Bank of St. Louis, and  
three-time Bank Audit Committee Conference attendee

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## PRE-CONFERENCE AGENDA — Monday, June 13

### **OPTIONAL AUDIT COMMITTEE PRIMER—BACK BY POPULAR DEMAND!**

(\*There is an additional fee for this program.)

This primer, led by Patricia L. Langiotti, chair of the director's enterprise risk committee and former audit committee chair for National Penn Bancshares Inc., and Lawrence W. Schwartz, audit committee member for Annapolis Bancorp Inc. and First Virginia Community Bank, is designed for both newer audit committee members and chairpersons, as well as for those seasoned audit committee members who might enjoy taking advantage of a unique, interactive learning opportunity. The primer will provide excellent preparation and context to enhance the learning experience for attendees at the conference to follow.

**9:30 a.m. - 10:00 a.m.**

#### **Registration**

**10:00 a.m. - 5:00 p.m.**

#### **SESSION I**

### **Everything You Ever Wanted to Know about Audit Committee Membership**

- Why an audit committee?
- Development of audit committee role
- Characteristics of high-performing audit committees—What works? What doesn't?

### **Developing and Using the Audit Committee Charter—Formulating Your Plan and Guiding You on Your Way**

- Discussion of key charter elements (*samples provided*)
- Using your charter to discharge your duties
- Typical meeting structure

### **Duties and Responsibilities of Audit Committee Members**

- Managing risk and internal controls
- Monitoring legal and regulatory compliance, reports from third parties, and financial reporting
- Engaging and monitoring performance of independent external auditors
- The role of the audit committee chairperson



# PRE-CONFERENCE AGENDA — Monday, June 13

## SESSION II

### **It's a Whole New World ... The Changing Financial and Regulatory Environment, New and Emerging Audit Committee Concerns**

- Is there any such thing as "too big to fail?"
- Managing asset quality versus managing asset not quality
- Goodwill impairment, the NEW art and science of ALLL calculations
- Increased regulatory scrutiny
- A look at the NYSE Corporate Governance Commission Report
- Update on Dodd-Frank developments of specific interest to audit committees

### **The Audit Committee's Role in:**

- Compensation oversight
- Risk management
- Whistle-blower process
- Earnings releases and other public communications

### **The Audit Committee's Relationship with:**

- The board of directors, lead independent director, other committee chairs
- Regulators and examiners, bank management, director of internal audit

### **When the Internal Audit Function is Outsourced or Co-Sourced**


Special discussion leader John F. White, CEO & principal of ICS Compliance, will lead an informative discussion.

## SESSION III

### **What Keeps YOU Up at Night?**

Open Discussion—Obtain advice and answers to your audit committee questions and insights into the challenges you face.

**5:00 p.m. - 6:00 p.m.**

**Reception** Sponsored by: 

### **AUDIT COMMITTEE CHAIR PEER EXCHANGE**

*(\*There is an additional fee for this program.)*

**9:30 a.m. - 5:00 p.m.**

A unique forum for bank audit committee chairs only, participants will be divided based on their bank's asset size to share challenges and solutions with their peers in a closed-door, off-the-record setting. Prior to the event, *Bank Director* will solicit input from participants to develop the most relevant agenda. Each group will include an attorney and an accounting firm representative to serve as as-needed resources for the day's discussions.

**5:00 - 6:00 p.m.**

Reception with Primer attendees



# CONFERENCE AGENDA — Tuesday, June 14

\* Agenda subject to change due to market circumstances.

7:00 a.m. - 8:00 a.m.

## Registration and Breakfast

8:00 a.m. - 8:10 a.m.

## Welcome

**Joan Susie**, Chief Executive Officer, *Bank Director* magazine

8:10 a.m. – 9:00 a.m.

## Defining Risk Management

**Sandra L. Bodnyk**, EVP & Chief Risk Officer, National Penn Bancshares Inc.

**Carter Heim**, Audit Committee Chair, BankAnnapolis

**Rick Huff**, Banking Industry Leader, Philadelphia, Grant Thornton LLP

Risk management continues to be the hot topic for banks. But what does it really entail, particularly at the board level? Hear how an experienced board adviser and veteran audit committee chairs tackle the challenge of defining “risk management,” and take away specific ideas and processes for your board to implement.

9:00 a.m. – 9:50 a.m.

## Division of Labor: Audit, Risk, and Loan Committees

**Anthony J. LeVecchio**, Audit Committee Chair, ViewPoint Financial Group

**Allen R. Nickles**, Audit Committee Chair, First Citizens Banc Corp.

**Shepherd G. Pryor**, Audit Committee Chair, Taylor Capital Group/Cole Taylor Bank

These three committees play critical roles for bank boards. Gain insight on the most efficient and effective way to divide responsibilities among the committees and work together to ensure a cohesive board.

9:50 a.m. – 10:10 a.m.

## Refreshment Break

10:10 a.m. – 11:00 a.m.

## Industry Update

**John G. Duffy**, Chairman & CEO, Keefe Bruyette & Woods Inc.

A highlight of all *Bank Director* conferences! One of the industry’s most respected advisers will review the strategic challenges and operating conditions for banks across the country.

11:00 a.m. – 12:15 p.m.

## Attendee Peer Collaboration

Back by popular demand! Don’t miss a unique opportunity to brainstorm, network, and share insights in small peer groups. Participants will be divided based upon their institution’s asset size to debate a short list of relevant topics.

12:15 p.m. – 1:15 p.m.

## Lunch

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1:15 p.m. – 2:05 p.m.

## Sound the Alarm: A Look at the Internal Auditor’s Role in Compliance

**George A. Makris Jr.**, Audit Committee Chair, Simmons First National Corp.

**Michele Sullivan**, Partner, Crowe Horwath LLP

Additional speaker to be announced

Learn how audit committees and internal audit departments can most effectively work together to improve the compliance process. Empower your bank’s internal audit department to make decisions and fulfill its responsibility for compliance oversight.

# CONFERENCE AGENDA — Tuesday, June 14

2:10 p.m. – 3:00 p.m.

## PEER BREAKOUTS (SELECT ONE)

### Key Accounting Issues on the Horizon

Attendees will be divided into smaller groups based upon the size of their institution to allow for more interactive sessions. These sessions will provide the opportunity to delve deeper into a variety of important accounting issues for financial institutions, such as fair value, allowance for loan losses, setting up loan loss reserves, IFRS, IRS tax issues, and more.

- 1 Large Banks**  
**Nichole Jordan**, National Banking & Securities Industry Leader, Grant Thornton LLP  
**John S. Poelker**, EVP & Chief Financial Officer, State Bank & Trust Co.
- 2 Public Community Banks**  
**Sydney Garmong**, Partner, Crowe Horwath LLP  
**Joseph Zanco**, EVP & Chief Financial Officer, Home Bank
- 3 Private/Thinly Traded Banks**  
**Wynne E. Baker**, Member in Charge, KraftCPAs Banking Industry Team  
**Albert Olsen**, Chairman of the Board, Millington Savings Bank

3:00 p.m. – 3:15 p.m.

### Refreshment Break

3:15 p.m. – 4:05 p.m. and 4:10 p.m. – 5:00 p.m.

## TOPIC BREAKOUTS (REPEATED TWO TIMES; SELECT ONE AT EACH TIME)

- 1 Regulatory Relations Dos and Don'ts for the Board**  
**John Geiringer**, Partner, Barack Ferrazzano  
In today's regulatory environment, it is more important than ever for a board of directors to be mindful of how to communicate and manage a bank's relationship with its regulators. Gain insight from an industry professional regarding how banks and boards can effectively manage these relationships and help navigate through difficult situations or minimize potential problems.
- 2 Being Easy on Customer Access May Be Risky Business: IT Risks for the Audit Committee**  
**Michael Dunne**, Partner, Day Pitney LLP  
Remote Deposit Capture, e-Banking, Mobile Banking, Cloud Computing, SaaS, Debit Cards, and Electronic Payments all bring to mind "must have" competitive advantages for banks that are offered by IT resources. For the board, they should also raise thoughts of the added potential for security breaches, corporate account captures, fraud, reputational risk, and real losses. This breakout will review the principal risks associated with bank IT resources, as well as provide a review of applicable laws and regulations, and the board's role in managing its institution's IT risks.
- 3 What is the Audit Committee and its Chairman's Role in ERM and Strategic Corporate Business Planning?**  
**Laura Pringle**, Partner, Pringle & Pringle  
**Christina Nejezchleb Speh**, Director of New Markets, Enterprise Risk Management, Wolters Kluwer Financial Services  
As Enterprise Risk Management (ERM) grows and evolves within the financial services industry, it's critical that bank audit committees and their chairmen keep pace—growing their understanding of ERM and evolving their relationship to the program. This session will discuss the key differences between risk-based audit programs and ERM, showing you how ERM integrates across the enterprise, connects to and is driven by strategic business objectives, and ultimately ensures that the bank is consistently meeting its business goals. Gain a better understanding of the role of the audit committee and its chairman, and how to leverage the ERM program's output to improve the productivity of your institution.

5:15 p.m. – 6:30 p.m.

## RECEPTION

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# CONFERENCE AGENDA — Wednesday, June 15

7:00 a.m. - 8:30 a.m.

## Breakfast

7:30 a.m. - 8:20 a.m.

## TOPIC BREAKOUTS (SELECT ONE)

1

### Best Practices and Considerations for M&A Deals

**Molly Curl**, Bank Regulatory National Advisory Partner, Grant Thornton LLP

**Nichole Jordan**, National Banking & Securities Industry Leader, Grant Thornton LLP

This session will cover key issues for bank boards of directors and management teams to consider when assessing M&A transactions. Best practices in acquisition and divestiture transactions will also be shared.

2

### What is My Bank Worth?

**Rick Childs**, Director, Crowe Horwath LLP

Boards and management frequently consider what is the appropriate valuation for their bank. Unfortunately, the art of valuation can be mystifying at times and the terminology confusing. Every director at one time or another has seen industry data on values, but converting those broad values into a meaningful view of their own bank's value requires an understanding of what drives value and how the valuation process works. This session will help directors understand the various levels of value, typical valuation methods, and current industry data on values.

3

### Effects of Dodd-Frank on Banking Institutions

**John C. Soffronoff Jr.**, President & Principal, ICS Compliance

The Dodd-Frank Act creates a myriad of questions for community banks. Find out what your bank should be focusing on now, and what questions your board should be asking.

8:30 a.m. - 8:40 a.m.

## Day 2 Welcome

**Jack Milligan**, Editor, *Bank Director* magazine

8:40 a.m. – 9:30 a.m.

## Regulatory Mandates: What Should Be on Every Audit Committee's Radar

**Ron Janis**, Partner, Day Pitney LLP

**Bert Otto**, Deputy Controller, Central District, Office of the Comptroller of the Currency

**Christina Nejezchleb Speh**, Director of New Markets, Enterprise Risk Management, Wolters Kluwer Financial Services

Banks have been barraged by a myriad of regulations. This panel will review the status of new and pending regulations and help audit committees prioritize regulators' expectations and requirements.

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**“Very informative and in many regards very eye opening.  
Great interaction with your peers.”**

— *Thomas Baker, Director, First Niagara Financial Group Inc.,  
and 2010 Bank Audit Committee Conference attendee*

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# CONFERENCE AGENDA — Wednesday, June 15

9:35 a.m. – 10:25 a.m.

## PEER BREAKOUTS (SELECT ONE)

### Mars Versus Venus: Managing Outside Consultants

Learn how the audit committee can best manage its relationship with outside consultants, specifically the lawyers and auditors. When does it make sense to bring in outside advisers, and what questions should you be asking them? As importantly, how can the board manage the cost of relying on outside consultants when budgets are tight? Gain tips from board members as well as the outside advisers themselves.

1

#### Large Banks

**Gordon Budke**, Audit Committee Chair, Banner Corp.

**David Burns**, Banking Industry Leader, Philadelphia, Grant Thornton LLP

Additional speaker to be announced

2

#### Public Community Banks

**Bill Knibloe**, Partner in Charge, Financial Institutions Audit Practice, Crowe Horwath LLP

**Sabino Rodriguez**, Partner, Day Pitney LLP

Additional speaker to be announced

3

#### Private/Thinly Traded Banks

**Robert Fleetwood**, Partner, Barack Ferrazzano

**Philip Harsh**, Director, High Country Bank

**Gina Pruitt**, Managing Director, KraftCPAs Information Systems Assurance & Consulting

10:25 a.m. – 10:45 a.m.

### Refreshment Break

10:45 a.m. – 11:35 a.m.

## WORKSHOPS (SELECT ONE)

1

### Accounting and Tax Issues Associated with FDIC-Assisted Transactions and Loss Share Agreements

**H. Phillip Moore Jr.**, Managing Partner, Porter Keadle Moore LLP

**Patrick A. Tuley**, Tax Partner, Porter Keadle Moore LLP

This workshop will focus on the benefits and challenges associated with FDIC-assisted transactions to help you determine if such transactions are a good strategy for your bank. Learn how you can prepare for FDIC-assisted transactions, including what steps your bank will need to take as it integrates the operations of failed institutions into your current entity. Gain insight on the accounting and tax implications related to these transactions such as bargain purchase gains, loan accounting (SOP 03-3 and other issues), and Day 2 accounting for assets and liabilities, as well as how to prepare for additional requirements that may be part of the acquisition agreements with the FDIC.



# CONFERENCE AGENDA — Wednesday, June 15

10:45 a.m. – 11:35 a.m.

## WORKSHOPS CONTINUED (SELECT ONE)

### 2 **Audit Committee 101: Best Practices to Improve Your Committee's Performance**

**Robert Fleetwood**, Partner, Barack Ferrazzano

Additional speaker to be announced

Participants will discuss issues such as setting committee meeting agendas; managing information flow with other board committees, management, and outside advisers; setting expectations for committee members as well as external parties; and other best practices to improve the audit committee's effectiveness in today's environment.

### 3 **Addressing the Monster Under the Bed: Your Commercial Real Estate Loan Portfolio**

Speakers to be announced

The past several years have created additional scrutiny on commercial real estate (CRE) lending practices and a heightened regulatory emphasis on the quality, safety, and soundness of bank CRE loan portfolios. This workshop will help attendees ensure they are adequately prepared for the intensity and detail of this new examination focus and identify any weaknesses in your CRE portfolio management process. Gain the tools you need to more profitably manage this critical component of your business.

11:40 a.m. – 12:30 p.m.

## TOPIC BREAKOUTS (SELECT ONE)

The 7:30 a.m. – 8:20 a.m. topic breakouts will be repeated, allowing participants to select a second topic of interest.

12:30 p.m.

## EVENT CONCLUDES

**“The very best conference I have ever attended — that's why I keep coming for the four years it has been held.”**

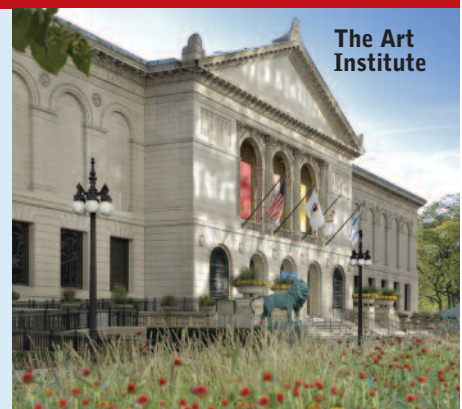
— *Jim Newill, Director, First Commonwealth Financial Corp., and four-time Bank Audit Committee Conference attendee*

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## Marriott Chicago Downtown Hotel Information



### Marriott Chicago Downtown

540 North Michigan Avenue, Chicago, IL 60611  
[www.marriott.com](http://www.marriott.com)

### Discounted Hotel Rates

Reserved rooms are limited, and the rate is available only until May 23, 2011. Call (800) 266-9432 and mention the Bank Audit Committee Conference. **Single/Double - \$269**

# BANK AUDIT COMMITTEE CONFERENCE REGISTRATION FORM & FEES

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*\*Payment must be received by offer expiration to get special rate.*

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**Non-Banker Rate \$2,295**

*(This fee applies to attendees who are not officers or directors of an FDIC-insured financial institution, such as investment bankers, attorneys, accounting firms, and other vendors and service providers.)*

**YES, I am an Audit Committee Chair and would like to attend the Audit Committee Chair Peer Exchange on Monday, June 13, 2011. Early Rate \$95** (After April 30, 2011, Standard rate \$195)

**YES, I would like to attend the Audit Committee Primer on Monday, June 13, 2011. Early Rate \$545** (After April 30, 2011, Standard rate \$645)

**Enroll my guest in the Guest Program • Guest's name** \_\_\_\_\_  
(\$50 fee includes Tuesday reception.)

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Conference cancellations after May 3, 2011 are subject to a \$150 processing fee. No refunds will be provided after May 31, 2011. Substitute participants are always welcome. DirectorCorps, Inc. assumes no liability for any nonrefundable travel, hotel, or related expenses incurred by registrants.

**I am an attorney, and I need Continuing Legal Education credits for this event in the following states:** \_\_\_\_\_

State CLE Accreditation for each conference is based on individual attendee requests. Credit hours may vary by state. Credit hours are not guaranteed. All CLE requests must be received prior to the event. Please contact Pat Weaver at (800) 452-9875 or pweaver@boardmember.com with questions.

**I am an accountant, and I need Continuing Professional Education credits for this event.**

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