

"Building Value through Strategy, Risk Assessment and Renewal"

An Interactive Workshop Series for Board Members and Senior Management

Learn How Your Board Can Better Manage Change
Build Processes for More Effective Boards and Management.

Attend one or more of the 2006 Board Resources Workshops
Based on the Book: "**Building Value through Strategy, Risk Assessment and Renewal**"
Schedule your Board and/or Senior Team for the
Third Wednesdays (fourth in June) –Even Months- Continuing June 28th

June 28th - Building Value through Effective Compensation Strategies

Don Delves, Author, Delves Group

- ◆ Balancing Compensation - The Right Incentives; the Right Oversight ◆ The Impact of Expensing Options: Are Stock Options Dead? ◆ Linking Compensation to Value Creation

August 16th - Board Oversight of Value Creation and Results: Strategy, Risk Assessment, and Renewal

Bill Hass & Shep Pryor, Board Resources, Division of TeamWork Technologies, Inc.

- ◆ Keeping the Roles of Board and Management in Focus ◆ 12 Principles for Building Value and Value Creation
- ◆ Oversight for Value Creation; Benchmarks & Additional Case Examples ◆ Interpreting the Performance of a Public Company of Your Choice

October 18th - Board Perspective on Strategic Thinking

Bill Hass & Shep Pryor, Board Resources, Division of TeamWork Technologies, Inc.

- ◆ Strategic retreats ◆ Building the strategy ◆ Motivating and overseeing management ◆ Growth vs renewal strategies ◆ Incorporating Risk

Each Morning Interactive Workshop Session Includes:

- ◆ A framework for improving decision making, oversight and governance. ◆ Relevant reading material ◆ Tools and best practices for the new environment. ◆ An update on current issues and case examples. ◆ An interactive panel discussion with CPA and/or Legal Experts ◆ Examples of company performance benchmarks.

Presented by - Board Resources

Board Processes, Financial Literacy, Strategy, Risk Management

"Building Value through Strategy, Risk Assessment and Renewal"

An Interactive Workshop Series for
Board Members and Senior Management

Presented by Board Resources

Each program focusing on a key oversight issue. . .

Providing perspective; Providing coverage; Addressing all areas of corporate performance.

Send your questions in advance to help ensure a more effective workshop.

Workshops are conducted from 8:15AM to Noon

**Board Room A, The Illinois CPA Society,
550 W. Jackson, Chicago (convenient to Union Station).**

3 Hours CPE Credits per Session

Dress: Business Casual

Price: \$295 per session; \$595 for four of the series.

[ILCPA Society members rate \$245 per session and \$595 for the series.]

Group rates and In-house custom workshops are available

For registration/information call (847) 372-2151 or (847) 564-5575

Or see Registration Form below.

We thank our workshop sponsors:



Board Resources

E-mail or Fax Back Registration to:

Board Resources

Division of TeamWork Technologies, Inc.

4121 Rutgers - Suite 1000

Northbrook, IL 60062

Fax: 847-564-0605

E-mail to: WJHass@TeamWorkTechnologies.com

Register me for the "**NEW Rules - NEW Practices**" Interactive Workshops:

Jun 28 - Compensation

Aug 16 - Board Oversight

Oct 18 - Strategic Thinking

Enclosed is my check for \$ _____ for ___ checked sessions

Or

\$595 for the full series of up to 4 sessions.

Charge: my ___ VISA or ___ MC: Number: _____ - _____ - _____ - _____ Exp. Date ___/___

Name: _____ Phone: _____

Title: _____ Company: _____

Address: _____ City _____ State _____ Zip _____

Or

Bill me at the above address.

Board Resources . . .

Board Resources is a board/management consulting firm. The main purpose of our workshops is to provide directors and management with a view of specific ideas and best practices to enable better board level decisions and oversight of key management processes.

Board Resources Workshop Faculty

June 28th, 2006

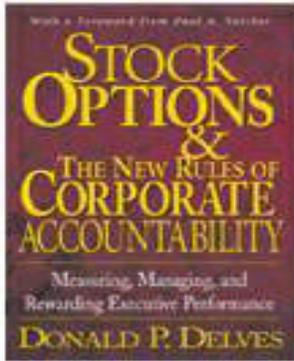
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Bill Hass is CEO of TeamWork Technologies, Inc. He is a director of the Association of Certified Turnaround Professionals and serves as community leader for the Center for Corporate Financial Leadership a consortium of CPA societies in seven Midwestern states. He is a former chairman of the Turnaround Management Association and a former partner and practice leader of the Midwest Strategic Services Group of Ernst & Young. He was named "Educator of the Year" by the Chicago Chapter of the Turnaround Management Association. He is a frequent speaker and workshop leader for continuing professional education programs conducted by the Illinois CPA Society and Turnaround Management Association. Bill received his M.B.A. in finance from the University Chicago Graduate School of Business and has an undergraduate degree in engineering from the University of Illinois Chicago.

Shepherd Pryor is a managing director of Board Resources. He chairs the audit committee at a mid-sized manufacturing/retail corporation and is Lead Director and Chairman of the corporate governance nominating committee and a member of the audit committee of a NASD listed bank holding company. He was previously Deputy Group Head for Corporate Banking at Wells Fargo Bank. He serves as consultant and an expert witness and teaches finance at the Graduate School level. Shep received his M.B.A. in finance from the University of Chicago Graduate School of Business and has an undergraduate degree in Economics from Princeton.

Dennis Aust is Managing Director, CharterMast LLP. He has more than 25 years of experience helping companies maximize value through strategic insight, financial performance, and the pragmatic application of technology. Prior to founding CharterMast Partners, Mr. Aust consulted within the technology and strategy practices at Computer Sciences Corporation. His career includes general management, consulting, teaching, and staff positions at FMC Corporation, Purdue University, and Callard, Madden & Associates, Inc.

Mr. Aust has published several articles covering topics in strategic analysis, consulting, financial management, innovation, and marketing. In addition to his regular contributions to The Virtual Strategist, Mr. Aust's articles have appeared in international publications including Marketing Mastermind and the executive reference book "Managing Innovation in the New Millennium", both published by ICFAI Press. Mr. Aust has spoken at conferences of the National Association of Accountants, the American Management Association, and the Windy City Treasure Management Summit. He holds an undergraduate degree in business and an MBA in management science from the University of Chicago.



Interact with Donald P. Delves and a panel of professionals Wednesday, June 28th

Advance Reviews----

“This frank and expert guide to options in the post-bubble, post-Enron, post-expensing future is filled with thoughtful analysis and practical guidance.”

—**NELL MINOW, EDITOR, THE CORPORATE LIBRARY**“

Stock Options and the New Rules of Corporate Accountability should be required reading for everyone involved in executive compensation, especially corporate directors. Not only does it provide a comprehensive analysis of how executive compensation ran awry, it offers a thorough, intelligent approach to arriving at a more balanced, fair, and effective executive compensation system.”

—**WARREN L BATTIS, FORMER CEO, PREMARK,
AND MEMBER OF SEVERAL CORPORATE BOARDS**

Stock Options & the New Rules of Corporate Accountability

By Don Delves

Book Overview

Executive compensation in America is out of control. Among the culprits are corporations that are providing enormous financial rewards for below-average performance through their stock option plans. Changes are needed to bring greater accountability and transparency to executive compensation systems - and to corporate governance itself.

Expensing options is a step in the right direction - but only touches the tip of the iceberg. In *Stock Options and the New Rules of Corporate Accountability*, ***Don Delves pinpoints the problems of the current system and outlines steps that will dramatically improve the weak link between executive pay and performance.*** Drawing on his 20 years of compensation consulting experience, Delves details:

--The underlying causes of the recent executive pay explosion - overuse of stock options and overemphasis on stock price

--The inefficiencies - and damage - to valuable company resources caused by the inappropriate use of options

-- Questions Board members should be asking about executive pay

-- A multifaceted strategy for solving the problems and satisfying key constituencies -- from stockholders to corporations to employees

**This is a must-read for Board members, executives, and investors alike.
*Foreword By Paul Volcker***