



## ARTHUR H. BILL



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Arthur H. Bill retired as a partner of Foley & Lardner LLP and a member of its Transactional & Securities Practice at the end of January 2009. The 4<sup>th</sup> edition of his book, the Audit Committee Guide, was published by Bowne & Co. in early 2008. An updated 5<sup>th</sup> edition is expected in 2010. Mr. Bill continues to maintain an office in Foley's Washington, D.C. office, and consults and lectures on matters relating to corporate governance and audit committees.

Mr. Bill's practice focused on public and private offerings of securities, the responsibilities of public corporations and their directors and officers under federal securities laws, and public company corporate governance issues. In addition, he was involved in mergers and acquisitions and general corporate advisory matters. Mr. Bill advised corporations and other business entities in connection with their formation, the raising of capital, and business combinations and acquisitions. He assisted clients in complying with provisions under the Securities Exchange Act of 1934 and Securities Act of 1933.

Prior to joining private practice, Mr. Bill served as an attorney in the Division of Corporation Finance of the Securities and Exchange Commission. In that capacity, he reviewed and commented on registration statements relating to public offerings of securities, proxy statements, periodic reports, and other filings made with the Commission. He prepared "no-action letters" and participated in proposed rule-making and other projects, ultimately serving as senior branch attorney.

A graduate of the Boston University School of Law (J.D., 1969), Mr. Bill received his B.A. degree from Rutgers University (1963). He is a member of the District of Columbia and Maryland Bars and has also been admitted to practice before the U.S. Supreme Court and the U.S. Court of Appeals for the District of Columbia Circuit.



## MARK T. PLICHTA



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Mark T. Plichta is a partner in the Transactional & Securities Practice with Foley & Lardner LLP. Mr. Plichta practices primarily in the areas of mergers and acquisitions, securities law, and general corporate business law. He has negotiated and otherwise worked on numerous mergers, acquisitions and sales involving public and private companies in various industries. Mr. Plichta has also represented corporate issuers and underwriters in various public offerings and private placements of both debt and equity securities. He also regularly counsels publicly held companies regarding compliance matters under federal and state securities laws.

Mr. Plichta is a member of the Milwaukee Bar Association, the State Bar of Wisconsin, and the American Bar Association.

Mr. Plichta is also a certified public accountant and a member of the Wisconsin Institute of Certified Public Accountants. He spent four years as an auditor with Arthur Andersen.

Mr. Plichta graduated, *cum laude*, from Northwestern University School of Law in 1999 and received his B.B.A. in accounting from the University of Wisconsin in 1992.



## RICHARD K. HERLIN



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Rich has 29 years of public accounting experience serving clients in a variety of industries, generally focused on large, public registrants. He currently serves as the lead client service partner for a Fortune 100 health care company and for a public online travel company. His past client assignments have included service to other large multinational companies which have provided an opportunity to interact with audit committees both in the United States and Canada.

Throughout his career, Rich has been active in Deloitte's Professional Practice function. He has served as Deputy Regional Professional Practice Director in the Northeast Region, Deputy Professional Practice Director in Philadelphia and as the Professional Practice Director in the Mid-America Region while resident in the Dallas office. He has also served in the firm's National Accounting Research Department.

Rich has served on the Deloitte & Touche USA Executive Committee and Audit and Enterprise Risk Services Partner Selection Process Oversight Committee. He has served on the firm's Board of Directors Council, Nominating Committee, Executive Committee Council, Partner Earnings Allocation Committee and on the Mergers & Acquisitions Committee of the Board.

Rich is a certified public accountant and a member of the AICPA. He holds a B.S. and Masters of Accountancy from Brigham Young University and is a member of the National Advisory Council of the BYU Marriott School of Management.



## ISAAC KAUFMAN



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Isaac Kaufman is Chairman of the Audit Committee and a Member of the Compensation and Governance & Nominating Committees of Kindred Healthcare. Mr. Kaufman has had a successful career in both small and mature businesses with hands-on experience in strategic assessment and planning, as well as approximately 40 years of combined board of directors experience. Kindred Healthcare based in Louisville, Kentucky is a leading healthcare company operating three divisions: nursing homes, acute and sub-acute hospitals, and a rehabilitation business which provides various physical therapy services, with sales of \$4.3 billion in 2008. (NYSE: KND) Mr. Kaufman is Chairman of the Audit Committee and a Member of the Compensation and Governance & Nominating Committees of Transworld Entertainment Corporation, based in Albany, New York. Transworld Entertainment is a specialty retailer of entertainment software, including music, video, and video games, and related products, operating as of FY 2008 with 813 retail stores and approximately \$1.3 billion in sales. (NASDAQ: TWMC) He is also Chairman of the Audit Committee of Hanger Orthopedic Group, Inc., based in Bethesda, Maryland. Hanger is the leading owner and operator of orthotic and prosthetic patient care centers in the US. As of December 31, 2008, the company operated 668 patient care centers in 45 states and the District of Columbia, with sales in excess of \$700 million. (NYSE: HGR)

Isaac is a Certified Public Accountant and a member of the AICPA and MACPA. He served on the AICPA's Committee of Members in Business and Industry and is a frequent speaker on board governance and audit committee issues. Isaac also serves on the Board of the Cystic Fibrosis Foundation and has served on a variety of other civic and charitable boards. He is a graduate of the University of Maryland (College Park) with a degree in Accounting and Finance.



## CHERYL MAYBERRY MCKISSACK



FOUNDER, PRESIDENT & CEO

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Cheryl Mayberry McKissack is the founder, President and CEO of Nia Enterprises, LLC - a Chicago-based research and marketing services firm founded in January 2000. Nia Enterprises, LLC provides opt-in, permission-based marketing data solutions for the growing and specialized area of ethnic markets. As a result of its activities, the company provides the largest Multi-Cultural Consumer Advisory Panel. This opt-in, permission-based panel offers companies a direct link into the buying habits and consumer preferences of the rapidly growing U.S. ethnic population.

Mayberry McKissack is well recognized as an entrepreneur and has been featured in articles of several publications including: *BusinessWeek.com*, *Fortune.com*, *Crain's*, *Ebony*, *Black Enterprises*, *Today's Chicago Women*, *Chicago Tribune* and the *Chicago Sun-Times*. Ms. Mayberry McKissack recently co-edited *The Nia Guide series of books for Black Women including: Achieving Career Success on Your Terms, Balancing Work & Life and Choosing Health and Wellness* (Agate Publishing).

Prior to founding Nia Enterprises, Ms. Mayberry McKissack enjoyed a successful 23-year corporate career in technology, which included serving as the Worldwide Senior Vice President and General Manager Open Port Technology. She was also Vice President for the Americas and a founding member of the Network Systems Division for 3Com (formerly U.S. Robotics). Ms. Mayberry McKissack started her technology career with the IBM Corporation where she enjoyed a 14-year career in sales, marketing and management positions. In 2005, Ms. Mayberry McKissack was named an Associate Adjunct Professor of Entrepreneurship at the Kellogg School of Business, Northwestern University.

Ms. Mayberry McKissack, a native of Seattle, Washington, received her B.S. from Seattle University the four-year program in two-and-one-half years and her MBA from Northwestern's J.L. Kellogg School of Management. Ms. Mayberry McKissack serves on the Board of Directors of



The PrivateBanCorp (NASDAQ: PVTB), and as a Director of the Deluxe Corporation (NYSE: DLX) where she is the chair of the Corporate Governance Committee. She is also a Board member and education sponsor for Chicago's LINK Unlimited organization, Board member for the University of Chicago Hospital, Board member of the Gaylord and Dorothy Donnelley Foundation, member of the Corporate Board Diversity Council, member of Outstanding Directors Advisory Board and a member of the Economic Club of Chicago. Ms. Mayberry McKissack has received several acknowledgements for her leadership endeavors including recognition as one of the 25 Influential Black Women in Business by the Network Journal Magazine (2006), one of the 2005 Business Leaders of Color by the Chicago United Organization and the 2006 Leader Entrepreneurship award from the YWCA Metropolitan Chicago. She recently received the 2007 Kellogg Alumni "Rising Entrepreneur of the Year" award, recognized as a 2008 "History Maker" and the 2009 Anti-Defamation League (ADL) Women of Distinction award.