



SPA Strategy Seminar

FRIDAY, JUNE 3, 2011

BELLAGIO HOTEL, LAS VEGAS NEVADA

Strategic Pricing Associates

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Please come to SPA's upcoming Strategy Seminar to be held at the Bellagio Hotel, Las Vegas, NV, on Friday, June 3, 2011. Equal parts strategy and practical tactics, the seminar will address a broad cross-section of topics that are particularly relevant in a recovering economy. This year's conference brings together an outstanding group of industry experts to offer strategies on managing in a tough economy. Tom Gale, Mike Emerson, and Frank Hurtt will lead best-practices presentations and panels with executives of leading distribution businesses; along with a distinguished panel of capital markets experts, led by Jason Kliewer of Baird Securities, Jim Hill of Benesch, and David Solomon of Lazard Middle Market.

Space is extremely limited for this event. It is not necessary to stay at the Bellagio, and there are many other fine hotels in the area.



To Register For This Free Seminar, please contact Sheri Morford at Sheri.Morford@strategicpricing.com or call at 216.470.9748.

Hotel reservations: Bellagio Hotel, Las Vegas, Tel: 888.867.6667. www.bellagio.com. It is not necessary to stay at the Bellagio, and there are many other fine hotels in the area.

About SPA: www.strategicpricing.com/index.php?autoplay=1

SPA is the leading provider of pricing analytics and comprehensive process and sales force training to complex companies of all types: manufacturing, distribution, equipment, services, and software/technology products. Since 1993, we've built a strong platform of proprietary analytics to quickly and efficiently help companies convert their own invoice data into pricing architectures that optimize their pricing performance and competitive position. SPA has assisted hundreds of market-leading manufacturers and distributors. Our typical client applies our pricing architecture and improves profitability by two to four percent of affected sales: \$2 to \$4 million per \$100 million of affected revenue. The benefits are staggering; and they are typically accomplished in less than 90 days.



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Program Description

This big-picture seminar is focused on strategic topics of importance to the owners, CEOs, CFOs, and general managers of distribution and manufacturing companies. Experts will address the topics essential to accelerating the customer value proposition, competitive positioning and market value of any distribution or manufacturing business. The seminar addresses the strategic, analytical, process and cultural issues that are fundamental to maximizing shareholder value. The seminar will focus on the high-level, strategic and structural issues that are easily neglected in the hustle and bustle of daily business demands. It will help you to re-focus your organization on the drivers of economic value.

8:00 am: Introduction: Driving Change That Matters in a Rebound Economy

David S. Bauders, President, SPA

Like never before, strategy, process excellence and analytics can set the stage for truly transformational gains in shareholder wealth. David will present the comprehensive platform that drives real wealth creation: strategic architecture, value-driving analytics, process design, culture and training, and incentive systems. Companies that master this platform will enjoy faster growth, stronger customer relationships, market-leading profitability and superior capital markets opportunities.

8:15 am: Market Trends In The Current Economic Environment

Tom Gale, Publisher, Modern Distribution Management

Tom will present an overview of how the current and near-term economy is affecting industry; the changes that are required; and the approaches that are working

8:45 am: Moderated Panel on Capital Markets: How to Maximize Enterprise Value

Jason Kliewer, Director, Robert W. Baird & Co; Jim Hill, Executive Chairman, Benesch; and David Solomon, CEO, Lazard Middle Market; and distribution principals

How do best-in-class companies find ways to improve shareholder value in tough times? How do you maximize your company's valuation? What are the pivot points of acquisition success? Our expert panel discusses the best capital markets opportunities now:

- Market Review
- Drivers of Valuation
- Capital Markets Opportunities Now

10:15 AM: BREAK



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10:30 am: Strategic Pricing in a Rebound Economy: Best Practices Panel

David Bauders, President, SPA, and Frank Hurtte, Founding Partner, River Heights Consulting

David will present the integrated, actionable program that drives sustainable improvements in pricing effectiveness. A panel of SPA clients will share best practices in driving pricing excellence and sales traction

- The Inflationary Challenge
- The SPA Pricing Cube™
- Pricing Flexibility with Discipline: SPA Pricing Bands™
- Aligning Sales Force Incentives
- Sales Force Culture & Training
- Best-Practices Pricing Processes

12:00 PM: LUNCH

1:00 pm: Moderated Panel Discussion:

Sales Force Measurement and Compensation: Execution on the Drivers That Matter

Mike Emerson, Partner, Indian River Consulting Group; David Bauders; and Panel

What three things should I drive in my sales force? What specific categories should sales forces be measured, managed, coached and incented upon? What are the metrics that matter? How do you tie in the incentive system? Industry experts Mike Emerson and David Bauders present the new **SPA COMP™** program of sales force measurement and compensation tools, as well as case studies of several companies' compensation plan restructuring options

- How to design a sales force measurement and compensation plan that truly drives wealth creation
- The key drivers that need to be measured
- Price, Market Growth, Account Penetration, Vendor Mix, Cost-to-Serve
- The analytical foundations of success
- The management review process that drives performance
- Restructuring to get the most from your compensation plan

2:30 PM: BREAK



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2:45 pm: The 2% Solution: Strategic Pricing In The Enterprise System

Kevin Roach, EVP; Russ Mellott, VP Sales; Activant Solutions

Kevin and Russ will present the IT foundation of Strategic Pricing success:

- An overview of the Activant-SPA Strategic Pricing Module
- New Features: How to lock down the gains from Strategic Pricing
- The Economics of 2%: How to Make Your Enterprise System a For-Profit Engine

3:30 pm: Conclusion: Execution Excellence in a Rebound Economy

David S. Bauders, President, SPA

In the rebound economy, Best-in-Class companies will define and execute the programs that maximize enterprise value. These companies will strategically combine analytical tools, process excellence, and organizational integration to dramatically increase enterprise value. David discusses the integrated approach to winning.

4:15 PM: COCTAIL HOUR



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ABOUT THE PANELISTS

David S. Bauders, President, SPA

David Bauders is President of SPA, a leading provider of pricing and business analytics; and related process and sales force training. David founded SPA in 1993, and since then has consulted over 400 manufacturers and distributors.

SPA has consulted to market leaders in a variety of industries, including:

- ExxonMobil, GE, Parker Hannifin, Rockwell Automation, Mitsubishi/Caterpillar, Pella, St. Gobain, Imperial Chemical Industries Ltd. (ICI), Dover Corporation, Newell Rubbermaid, and other leading manufacturers
- Grainger, ThermoFisher Scientific, Industrial Distribution Group, Famous Supply, Boundtree Medical, Johnstone Supply, Finning Caterpillar, OneSource Distributors, Windward Petroleum, Petroliance, and other leading distributors

SPA is the exclusive provider of pricing analytics to Activant Solutions' Wholesale Distribution ERP platforms, which serve thousands of distributors.

Tom Gale, President, Gale Media:

Tom Gale is president of Gale Media, Inc., publisher of Modern Distribution Management, a specialized information service for wholesale distribution executives (www.mdm.com <<http://www.mdm.com>>). Modern Distribution Management content focuses on industry-specific strategy, operational best practice, M&A activity and trend analysis.

Tom is also president of Industrial Market Information, an industrial markets research firm that profiles demand and account potential for more than 200 MRO and OEM products in North American markets. Leading distributors and manufacturers have used IMI data services as a best-practice tool for more than 25 years to size market opportunities and focus sales and marketing resources on products and geographies with the highest potential for growth.

Mike Emerson, Partner, Indian River Consulting Group

Mike began his career at IRCG in 1997 and is now a Partner. He is responsible for managing the firm's compensation practice and also runs many of its channel and research projects.

Over the last ten years, Mike has worked with many companies large and small. His clients have been both privately held and publicly traded ranging in size from less than 10 million to over a billion dollars in annual revenues. Mike has experience in many industry verticals including: building products, flooring, roofing, plumbing, HVACR, electrical, electronic, janitorial, beverage, welding supplies, power transmission, outdoor power, heavy equipment, material handling, lumber, veterinary supply, and safety.

Mike is frequently published in NAW SmartBrief, Modern Distribution Management, and other distribution industry publications. He is also co-author of the recent NAW publications, What's Your Plan? Smart Salesforce Compensation in Wholesale Distribution and Working at Cross-Purposes: How Distributors and Manufacturers Can Manage Conflict Successfully. He was also a contributor for The Toolkit for Improved Business Performance in Wholesale Distribution. Mike has a Bachelors degree in Economics from the University of Washington and is a member of the American Compensation Association.



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Jason P. Kliewer, Director, Robert W. Baird & Co.

Jason Kliewer joined Baird in July 1998, and is a member of the distribution team within Baird's investment banking group. Jason has extensive M&A and capital markets experience working with distribution clients on both sides of the Atlantic. Jason was a founder member of Baird's M&A team in Europe and was based in Baird's London office for five years. Jason received an MBA from the University of Cambridge, where he was a Gates Cambridge Scholar, and graduated with a BS degree in Finance, with highest honors, from the University of Florida.

Jim Hill, Executive Chair, Benesch

Jim Hill is the Executive Chairman of Benesch, Chair of the firm's Private Equity Group and an active and practicing member of its Corporate and Securities Practice Group. Mr. Hill also served as Benesch's Managing Partner from 1999-2007 and is a member of the firm's Executive Committee. He focuses his active practice on publicly and privately held growth companies in addition to representing mezzanine finance providers and equity participants. He primarily handles mergers and acquisitions, public and private offerings of equity, and public and private offerings of debt. Mr. Hill was again selected by his peers for inclusion in The Best Lawyers in America® 2009 (Copyright 2009 by Woodward/White, Inc., of Aiken, SC). Mr. Hill has published numerous articles and has been a keynote speaker on the subjects of mergers and acquisitions and dealing with the formation and ongoing operations of private equity funds and their subsequent acquisitions and dispositions of portfolio companies.

David Solomon, Co-CEO, Lazard Middle Market

Mr. Solomon has a distinguished track record in completing some of the largest and most complex transactions in the firm's history on behalf of entrepreneurs, public and private companies, private equity groups, and sellers of small-cap public companies. Mr. Solomon is the head of the firm's Specialty Retail and Direct Marketing Group, with particular expertise in catalog / Internet retailers as well as multi-unit, and franchise operations. The group has completed over 46 direct marketing and specialty retail transactions, including the sale of Potpourri Group, Performance Bike, Dr. Leonard's, Eckler's, Chef's Catalog, and SkyMall. Prior to joining Goldsmith Agio Helms (now Lazard Middle Market) in 1991, he was an officer with Northstar Industries, a national mergers and acquisitions firm where he specialized in corporate finance for direct marketing and consumer companies. Mr. Solomon also has extensive experience in structuring private placements of senior and subordinated debt, equity placements. Previously, Mr. Solomon spent 13 years as a real estate professional, primarily developing retail shopping centers and mixed-use projects in Minneapolis, MN. He brings this wealth of retail experience to bear in his M&A role today.



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Frank Hurtte, Founding Partner, River Heights Consulting

Frank Hurtte, the President and Founding Partner of River Heights Consulting packs a unique down to earth attitude and 28 years of in the trenches distribution experience. Since founding River Heights Consulting in 2005, Hurtte has worked with distributors and their partners on four continents. Hurtte has written three books around topics in distribution including the NAW Institute for Distribution Excellence's Offering – The Distributor Specialist: Customer Champion, Profit Generator. His work regularly appears in trade publications serving knowledge-based distribution channels. Frank also hosts a linked in group called "Target Driven Distributor Sales" which is dedicated to further refining the science of Target-based selling in Distributors.

Frank claims his universe revolves around five North Stars:

- Measuring Value – Understanding the value you provide to customer and vendor alike
- Getting paid for your Value – It costs more to do things right so you need to get paid for it
- Using a process in your sales effort – Process drives execution and efficiency
- Having fun and making money with my clients – There is no such thing as "too much fun"

Frank has over fifty free distributor resources at www.RiverHeightsConsulting.com.

Kevin Roach, Executive Vice President, Activant Solutions

Kevin joined Activant in September 2008 as executive vice president and general manager of the Wholesale Distribution group. He brings extensive experience managing global corporations as well as an entrepreneurial spirit that reflects that of Activant's customers. Prior to joining Activant, Roach was the president of Rockwell Software, a division of Rockwell Automation. Before his tenure with Rockwell, Roach served as both VP of Sales and VP of Global Manufacturing at GE Fanuc, a division of General Electric. In addition to the large corporate experience Roach brings to Activant, he also understands growing and managing a business from the ground up, having founded and sold two different companies in process control and automation.

Russ Mellott, Vice President, Activant Solutions

Russ joined Activant in May 1991, with his current role being the Vice-President of Sales for Activant. He brings 20 years of experience in the wholesale distribution market space. Prior to his role in sales, Russ was leading all of the product development teams for many years for 10+ years. In addition, Russ was involved in a significant part of the acquisition strategies and execution in the Wholesale Distribution Group for Activant. He has a B.S in Computer Science from LaSalle University.