



**The American Society of Appraisers
Philadelphia Chapter**

Presents

2019 Business Valuation Seminar

DoubleTree Suites by Hilton, Plymouth Meeting, PA

Friday, April 26, 2019

PROGRAM:

The Philadelphia Chapter presents this one-day seminar featuring five unique sessions focused on (i) Valuing Large Estates; (ii) Regulated Healthcare Facilities Valuation; (iii) Business Valuations and the Tax Cuts and Jobs Act; (iv) How To Turn The Practice You Have Into The Practice You Want, and (v) Applicability of USPAP to Calculations; Calculations for Litigation Purposes. The seminar will earn attendees eight (8) continuing education credit hours.

8:00 – 8:30 AM Registration and Complimentary Breakfast Buffet

8:30 – 11:15 AM (including a fifteen-minute break)

- **Valuing Large Estates, presented by Will Frazier, ASA and Oliver Warnke, ASA**

Typically, most large estates holding investment assets are structured with a central family limited partnership or limited liability company holding both assets and interests in subsidiary entities. Most often the asset classes encountered are common stocks, municipal bonds, and commercial real estate. However, the appraiser will often encounter alternate asset classes such as private equity, hedge funds, art, farms, and ranches. Traditionally, the fair market value of minority interests in asset holding entities is determined based upon applying discounts for lack of control and lack of marketability. Because large estates hold multiple asset classes, several different studies must be compiled. Besides determining value based upon discounts, there are methods under the income approach that can be used as well. Other valuation issues which can arise in very large estates include blockage discounts for large positions in equities, tiered discounts, and additional marketability discounts associated with hedge fund and private equity partnerships. Join Will Frazier and Oliver Warnke as they go through an analysis of the valuation of large estate holding entities.

Will Frazier is a Senior Advisor in the Valuation Advisory group at [Stout Risius Ross, LLC](#). He has over 40 years of experience in business valuation and corporate finance. He has participated as an appraiser and/or expert witness in numerous U.S. Tax Court cases and has written numerous articles about business valuation for tax purposes. Will is a frequent speaker and lecturer and has recently spoken at the 2017 Texas Bar Advanced Estate Planning Seminar, the 2016 Advanced Business Valuation Conference of the American Society of Appraisers and the 2016 Southern Federal Tax Institute. Prior to joining Stout, Will was a founding partner of HFBE where he provided financial advisory and valuation opinions for purposes of corporate mergers, acquisitions and spin-offs, reorganizations and

recapitalizations, estate, gift and income tax requirements, estate planning, employee stock ownership plans, and other requirements.

Oliver Warnke is a Director in the Valuation Advisory group at Stout Risius Ross, LLC. He has over 15 years of experience providing valuations primarily for estate, gift, and income tax requirements, as well as fairness opinions, mergers and acquisitions, financial reporting, and employee stock ownership plans. Oliver serves a wide range of industries including oil and gas, beverage distribution, asset management, real estate, manufacturing, construction, and farming. Oliver also specializes in the valuation of fractional interests in family limited partnerships, private equity funds, and hedge funds. Prior to joining Stout, Oliver was a Vice President at HFBE where he participated in financial analysis and valuation of corporate securities and partnership interests of private and closely held companies as well as publicly traded corporations.

11:15 – 12:15 PM

- **Regulated Healthcare Facilities Valuation, presented by Fred Lara, CFA, ASA, CVA**

The presentation will provide an overview of business valuation involving regulated healthcare facilities, including the types of entities that make up this market segment, an introduction to the reimbursement, terminology, and regulations specific to healthcare facilities, a discussion of healthcare industry-specific factors that influence value, and examples of unique issues that arise in the valuation of imaging centers, radiation therapy centers, ambulatory surgery centers, and physician practices.

Fred Lara is a partner and heads [HealthCare Appraisers](#)' Philadelphia area office. His practice focuses on compensation valuation for compliance with federal and state regulations. He has expertise in compensation valuation practice areas including management – burn care, wound care, sleep medicine, collections guarantee/subsidies, call coverage, medical director, employment/PSA, MSO, dialysis, lithotripsy, pathology, perfusion and intraoperative monitoring, in addition to life sciences/HCP valuation and not-for-profit executive compensation. During Fred's more than sixteen years with HealthCare Appraisers, his business valuation practice has covered a wide variety of healthcare facilities including radiation oncology centers, ambulatory surgery centers, diagnostic imaging centers, and physician practices.

12:15 – 1:15 PM Complimentary Buffet Lunch

1:15 – 2:55 PM

- **Business Valuations and the Tax Cuts and Jobs Act (including a Detailed S Corp Case Study), presented by Jim Hitchner, CPA/ABV/CFF, ASA**

Jim Hitchner, Managing Director at [Financial Valuation Advisors](#), has been speaking and writing extensively on the effect of the TCJA on business valuation. During this process he has been asked a multitude of questions on the new tax law. Join Jim as he presents answers to these important questions. Jim will present a detailed case study on how to value an S Corp under the new tax law. This will include a valuation using the following S Corp

models: Treharne Cash Flow model, Van Vleet SEAM model, Delaware MRI model, and the Fannon model. He will also incorporate various models in this case study including bonus depreciation, interest expense limitations, and qualified business income. The objective of the presentation is to equip the appraiser with what they need to support their S Corp valuations, including:

- Application of four S Corp models
- Strengths and weaknesses of each model
- Service vs. non-service business
- Qualified business income
- How to deal with the sunset provisions
- How to use so-called bolt-on models, e.g., bonus depreciation and interest limitations
- The effect of state taxes
- The best way to apply the guideline public company method
- How to use the guideline company transactions method
- Industry and other carve-outs
- Dealing with uncertainty as to when the TCJA was known or knowable

2:55 – 3:10 PM Refreshment Break

3:10 – 4:25 PM

- **How To Turn The Practice You Have Into The Practice You Want, presented by Rod Burkert, CPA, ABV, CVA**

As the title suggests, there is a gap between the forensic and valuation services practice you have and the one you want. That gap is AUTHORITY. Authority is your competitive advantage, perhaps the only one you possess. And within your practice area or industry niche, it stems from (1) possessing specialized knowledge and advancing your unique perspective of it and (2) being known for that expertise and getting recognized for it. All of our profession's titans have authority. But how do you acquire it? Because authority is the key to creating the practice you want. You get it by building your practice around four pillars: Marketing (where you show up), Messaging (what makes you different), Positioning (who you serve), and Business Model (how you generate revenue). If you recently lost an engagement, it was probably not due to your lack of technical skills. Maybe the prospect said "pricing," but that is not the likely answer (but it is a very accepted method of saying no). This session will show that you most likely missed out because you didn't show up where or when the prospect needed you, you did not stand out in the field of other candidates that were being considered, or it wasn't clear how you could solve the specific problem. We can fix that. Rod's presentation is for new business valuation, forensic, and litigation services professionals OR long-time professionals feeling "stuck" in their current practices ... and looking for specific "where, who, what, and how" strategies to improve their practice.

Rod Burkert is a Business Valuation Expert and a Practice Development Coach. He is the founder of [Burkert Valuation Advisors](#), where he has been practicing solo since July 2000. His traditional practice assists individuals, businesses, and attorneys determine or resolve

questions of value. He also coaches overwhelmed BVFLS professionals to find more "margin" in their practices and their lives so that they can create the experiences that matter most to them. And by leveraging social media and his professional network, Rod has built a mobile consulting practice that allows him to travel full-time throughout the United States and Canada in an RV with his wife and their two dogs. He was named a "Pioneer of the Profession," as part of the National Association of Certified Valuators and Analysts' Industry Titans awards at their June 2016 Annual Conference. 136/853

4:25 – 4:40 PM

- **Applicability of USPAP to Calculations; Calculations for Litigation Purposes, presented by Megan Salehli, ASA, CFE, CVA**

The use of calculation reports in litigation settings has been debated amongst the valuation community. This will be an open discussion to discuss how ASA's interpret and apply the Principles of Appraisal Practice and Code of Ethics, USPAP and the Business Valuation Standards in relation to calculations of value.

Megan, a Principal at [Asterion](#), specializes in valuation and economic damages and provides consulting services in a variety of matters requiring the investigation and evaluation of financial and economic data and determination of value. Megan has managed a variety of assignments requiring the quantification of economic damages in circumstances including class actions, shareholder suppression actions, business destruction and interruption claims and wrongful termination and personal injury matters. Megan has significant experience related to the valuation of privately held businesses, public business segments and intangible assets. Megan is accredited by the American Society of Appraisers as an Accredited Senior Appraiser, the National Association of Certified Valuators and Analysts as a Certified Valuation Analyst and the Association of Certified Fraud Examiners as a Certified Fraud Examiner. Megan is a member of the National Association of Forensic Economics, an officer of the Philadelphia Chapter of the American Society of Appraisers and on the editorial board for the National Litigation Consultants Review. Megan has instructed business valuation courses for the Pennsylvania Institute of Certified Public Accountants and spoken to various other groups on topics including forensic accounting and economic damages.

Continuing Education Credits: The seminar will provide **eight hours of continuing professional education credit** by the American Society of Appraisers. Seminar credits have also been accepted by the Pennsylvania Continuing Legal Education Board. State boards of accountancy have the final authority on the acceptance of individual courses for CPE credit.

Seminar Fee: The fee includes the seminar, lunch, and morning and afternoon refreshments.

	Early Bird*	Regular
ASA Members	\$335	\$365
All Others	\$370	\$400

*Registration forms and payments submitted by April 5.

A registration form is provided below.

Lodging: Contact Doubletree Guest Suites at Plymouth Meeting, 610-834-8300

Other Important Facts: The Doubletree Guest Suites Plymouth Meeting is located near Philadelphia (approximately a thirty-minute drive) in the suburb of Plymouth Meeting, and across the street from the Plymouth Meeting Mall that features numerous dining and shopping options, as well as a ten-minute drive from the famed King of Prussia shopping mall complex. (www.doubletreeplymouth.com)

Information: Bob Haas, ASA at rhaasjr@rmha.com, or 215-887-6500

To Register: Please complete and return the following section and submit your payment. To pay online with a major credit card or PayPal go to <https://asaphila.com/members-only/>, or otherwise please make checks payable to ASA Philadelphia Chapter 35 and mail to Executive Secretary Anita Luciani, 1229 Chestnut Street, PMB 232, Philadelphia PA 19107. Please note that seating capacity is limited.

Name: _____
Company: _____
Address: _____
Telephone: _____
Email: _____
Designation for which CE sought: _____

Cancellation and refund policy: Refunds may be given depending upon the timing of a request, subject to a \$35.00 service fee. A full refund will be given, less the service fee, provided a request is made by email to chapter35@asaphila.com no later than April 5, 2019. A 50% refund will be made for requests received after April 5, 2019 and before April 12, 2019. Refund requests after April 12, 2019, are subject to the discretion of the Philadelphia Chapter.