



Private Directors Association® **Model Board MeetingSM**

Jump Start the Creation of a Company Board with the PDA Model Board MeetingSM

The PDA Model Board MeetingSM (MBM) offers the Owner, Chairman and / or CEO of a private company the opportunity to experience the value that an independent Board of Directors can deliver for shareholders and the leadership team.

Through the mission of the PDA, which is creating, sustaining and enhancing Private Company value through the active use of Boards of Directors and Advisory Boards, the PDA developed the Model Board MeetingSM program to support companies in development of their first board and with preparation of materials to get to the first board meeting.

Approach

- PDA provides expert help to owners and management teams to create the Model Board and Model Board MeetingSM which includes
 - Creation of the Board Agenda
 - Support to identify the key issues
 - Identification of potential board members that align with the needs of the company
 - Support the development of the materials for the first board meeting
- PDA then provides experienced and independent directors to meet the needs of the business to support the first Model Board MeetingSM
- Upon conclusion of the MBM, support is provided to identify lessons learned and determine the go forward strategy for future meetings.
- In a go-forward scenario that develops a board of directors after the MBM, director fees are a matter between the Company and the directors.

Getting Started

It's easy. Simply reach out to admin@PrivateDirectorsAssociation.org or call 847.986.9350 to request an application or get more information.

PDA Model Board MeetingSM

APPLICATION

The PDA Model Board MeetingSM (MBM) offers the Owner, Chairman and / or CEO of a private company the opportunity to experience the value that an independent board can deliver for shareholders and the leadership team. This program is for companies that are strongly considering the creation of an ongoing, independent Board of Directors or Advisory Board. A \$10,000 fee is required for the program that provides preparation, planning and recruitment of board members for the MBM. The Company Owner, Chairman and CEO submits the completed MBM application along with a \$5,000 application fee. The application fee is refunded only if the application is not accepted by PDA. This application represents a commitment to timely preparation of pre-MBM meeting background materials and key issues and acknowledges the likelihood that if the process demonstrates value, an ongoing board or advisory board will be created. The final \$5,000 is due upon MBM completion.

Attach to this application your \$5,000 application fee and the following information **that will be held in confidence by PDA:**

- Company name and headquarters address
- Company structure (C-Corp, S-Corp, Partnership, LLC?)
- Ownership structure (Family, ESOP, Private Equity?)
- Description of current board of directors, if any (Advisory, Fiduciary, Independent Directors?)
- Majority owner(s), Chairman, CEO and existing director names, email addresses and mobile phone numbers
- Company website(s)
- Company annualized US dollar sales and number of employees
- Description of the business and products and / or services
- Financials for 2 or 3 years
- Rationale for interest in creating an ongoing independent board of directors or advisory board after a successful Model Board MeetingSM?

The Company acknowledges that the MBM is a demonstration process. As such, the Company shall not rely on any suggestions from the MBM directors. The Company agrees that any decisions that it makes using the input and suggestions of the MBM participant directors will be the Company's sole risk and responsibility and that the Company will hold harmless, protect and defend the MBM, its participant directors, the PDA and its officers, agents and employees of any and all damages and agrees not to seek any damages of any kind from the MBM participant directors or the PDA and its officers, agents and employees.

Sign below, agreeing to the hold harmless paragraph above, verifying that the information enclosed with this application is accurate and attach a \$5,000 non-refundable check made out to Private Directors Association:

Signature: _____ Date: _____

Printed name, title and company: _____

Return this application to the attention of

Private Directors Association NFP | 20960 S. Frankfort Square Road | Suite B | Frankfort, IL 60423

The Model Board MeetingSM Committee will be in touch with you shortly after receipt.

For immediate response, please contact (847) 986-9350.

The Private Directors Association® | MISSION

Creating, sustaining, and enhancing Private Company value through the active use of Boards of Directors and Advisory Boards. We advocate for excellent practices in board formation and governance. We provide a national network where executives and professionals interested in board service can find and meet with those interested in securing exceptional board members.

