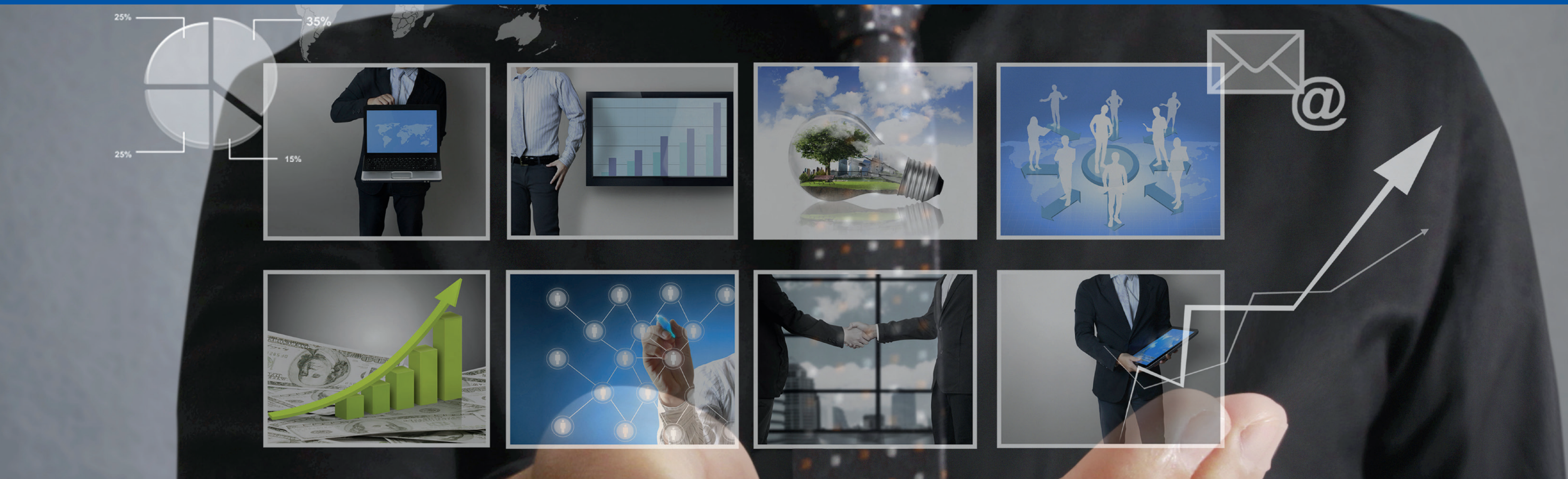
Menke/BSI

ESOP Advisors and Administrators

ESOP Online Services & Systems



MENKE & ASSOCIATES, INC.
AND BENSYM, INC. (BSI)

ESOP Advisors and Administrators
for Over 40 Years

The particular advantage we offer is that, unlike other administration firms, we provide all the services needed in connection with the ongoing upkeep and administration of an ESOP, including legal consulting, financial consulting, recordkeeping, and employee communications. That's why almost 1,000 companies use us for these services.

John D. Menke, Esq.
President , Menke & Associates, Inc.

Menke/BSI ESOP Online Services —

Save staff time and effort by outsourcing all or part of your ESOP administration to Menke/BSI

Many companies find the administration and/or communication of their ESOP taking up more time and resources than originally anticipated. To address that need, **Menke/BSI ESOPOnline Services** was developed to enable ESOP companies to outsource and offload as much of their ESOP administration requirements and their employee communication needs as possible.

The Menke/BSI ESOPOnline Services Program Makes Your ESOP Administration Easier to Manage

Here are just a few examples:

1	Login and securely upload your year end payroll records. Our program will automatically determine who is eligible to participate that year.
2	Once the allocation runs have been completed, all administration reports and details are immediately available to you online. This information can be downloaded in any format including Excel, allowing your internal administrator or external auditor to conveniently analyze or audit this data — greatly reducing the time needed to complete the administration.
3	Employee contact information, employee consent and election forms, employee beneficiary designation forms and other documents can be completed online. Communications to employees regarding their distribution and diversification options and alternatives can be made via the online system. Any elections or changes in information can be printed by your participants and submitted to the administrator for processing.
4	Save your staff time with the ability to post copies of plan documents, summary plan descriptions, election forms and other related documents effortlessly and securely on line.
5	**The Menke/BSI ESOPOnline Services Program** can write and mail distribution checks to all plan participants, withhold federal and state income taxes on plan distributions where necessary, and file the necessary federal tax returns for withheld taxes.
6	Preserve online each year's administration records and documents for instant access, with all of your records preserved in one place for future reference.

GREAT IDEAS
+HARD WORK
SUCCESS

How the Menke/BSI ESOPOnline Services Program Can Be Used to Communicate the Value of Your ESOP and Educate Your Employees about ESOPs in General

With the **Menke/BSI ESOPOnline Services** Program, you can:

- Advise participants of their most recent account balances
- Send important announcements regarding actions participants must take or elections they must make to receive their plan benefits
- Send ESOP-related news releases regarding business or legislative developments that affect ESOPs or ESOP participants
- Post videos, flyers, news stories, and technical articles about the benefits that ESOPs provide to plan participants
- Post quarterly financial statements or other company information that will give employees information about company progress and new developments
- Post quarterly or annual letters from the company president regarding how the company is doing and the importance of employee productivity and employee ownership, and increase employees' enthusiasm regarding their ESOP
- Post answers to frequently asked questions or other educational materials designed to increase employees’ awareness and understanding of ESOPs

What Are the 6 Main Benefits to Your Plan Participants?

The Menke/BSI ESOPOnline Services Program benefits your ESOP Participants in a number of ways.

1 Privacy and Complete Reporting

Each of your plan participants will be given a separate password which will enable them to not only view and download their most recent account balances, but also view and download and compare their account balances from all prior years. This access can be obtained at any time and from any desktop computer or any mobile device.

2 Convenient Access

Your employees will be able to download copies of plan documents and election forms from one place without having to bother your staff for copies of these documents.

3 Form Submission Process is Streamlined

Your employees will be able to download prepopulated forms for completion and submission to us or your staff for processing.

4 Obtaining Answers to Their Questions is Easy

Your employees will be able to submit online any questions about their accounts or how the ESOP operates.

5 Continuous ESOP Education Materials are Provided

Employees will receive timely announcements, news releases, ESOP articles and other employee communications materials that will greatly increase their understanding of how ESOPs operate in general and how they will benefit from your ESOP in particular.

6 Easy to Use Online Plan Benefit Calculation Tools

Company employees can use the Plan Benefit Calculator to project what their individual account balances may be in 5, 10, 15 or 20 years based upon various assumptions selected by each participant.

Menke & Associates, Inc. and Bensym, Inc. (BSI)

ESOP Advisors and Administrators for Over 40 Years

About Us

Menke & Associates, Inc. and its wholly-owned subsidiary BSI, have been providing ESOP administration services for ESOPs for over 40 years. We are very proud of our heritage, being the largest and oldest ESOP advisor in the country. Our president and founder, John D. Menke, was the tax counsel who co-drafted the original ESOP legislation in 1974. Since that time, our firm has installed and administered more ESOPs than any other firm in the country.

We currently consult for and administer ESOPs for clients in all 50 states out of our eight regional offices. Our ESOP administrators have an average of 15 years of ESOP administration experience ranging from 5 years to 25 years. Our clients range in size from as few as 15 employees to as many as 15,000.

The particular advantage we offer is that unlike other administration firms, we provide all the services needed in connection with the ongoing upkeep and administration of an ESOP, including legal consulting, financial consulting, recordkeeping, and employee communications.

History of Menke & Associates, Inc.

Menke & Associates, Inc. was founded in 1974 by John D. Menke as a firm that would specialize in both the installation and administration of ESOPs. Today the firm is the leading firm in the United States in installing and administering ESOPs. Together with our subsidiary, BSI, we currently administer nearly 1,000 ESOPs nationwide. Most of these plans are plans that have been installed by Menke & Associates, Inc.

History of BSI

BSI provides complete consulting and web-based, SSAE 16 attested administration services for approximately 200 ESOP clients. BSI started business in 1973 and became part of the Menke Group in 1998. Our original and only charter has always been to provide services related to administration and maintenance of ESOPs. Unlike our parent company, Menke & Associates, Inc., we primarily provide administration services for ESOPs that have been installed by unrelated law firms and pension consulting firms.

Principals

John D. Menke, Esq.

President, Menke & Associates, Inc.
jmenke@menke.com

John D. Menke is the founder and president of Menke & Associates, Inc. and of Menke Capital Corp. He has been involved in designing and administering ESOPs for over 40 years. Prior to founding Menke & Associates, Inc. In 1974, Mr. Menke was a Senior Tax Attorney with the Law Offices of Louis O. Kelso (1972-1974), General Counsel to Boothe Computer Investment Corporation (1971-1972), a venture capital firm, and from 1968 to 1971 was an associate with the law firm of Kelso, Cotton, Selifman & Ray. Mr. Menke has written over 20 articles regarding ESOPs, leveraged buyouts, and estate planning techniques, as well as a leading book on ESOPs. Mr. Menke also co-drafted the original ESOP legislation which helped to spawn employee ownership in this country. Mr. Menke received his B.A. degree from the University of Texas and his LL.B. degree from Yale Law School.

Richard Acheson, ESQ. CPA

President., BSI
racheson@bsiesop.com

Richard M. Acheson is both an attorney and a CPA licensed in California. Prior to joining BSI as a principal in 1976, he was a revenue agent with the Internal Revenue Service and a tax manager with Arthur Young & Company. He is a member of the California, Federal and American Bar Association and the American Institute of Certified Public Accountants. Mr. Acheson is a founder and a continuing member of the ESOP Association and the National Center for Employee Ownership. He has been involved in business succession both as a consultant and recordkeeper since 1973, and writes and speaks on various aspects of ESOPs frequently.

Plan Administrators

Deborah Fulton

Manager- Oakland Office
dfulton@menke.com | (415) 318-1013

Deborah Fulton has worked for Menke & Associates, Inc. as a Senior Benefits Administrator for over 19 years. Prior to joining Menke & Associates, Inc., Ms. Fulton was a Senior Benefits Consultant with Coopers & Lybrand for 9 years. Ms. Fulton received her B.S. degree in mathematics from the University of California at Berkeley.

Victor Alvaro

Manager-Atlanta Office
valvaro@menke.com | (770) 518-4401

Victor Alvaro has been involved in employee benefits specializing in qualified plan administration since 1980. Prior to joining Menke & Associates, Inc. in 1994, he was first exposed to the administration of Defined Benefit Plans and the actuarial requirements relating to such Plans. In addition, he was involved in the design, installation and administration of numerous Defined Contribution Plans including Profit Sharing, Money Purchase, 401k, Target Benefit and Employee Stock Ownership Plans for small corporations, sole proprietors and partnerships. He has extensive knowledge in the design, communication and technical aspects of qualified Plans. Victor's concentration in Employee Stock Ownership Plans started in 1994 when he joined the San Francisco offices of Menke & Associates, Inc. There he was responsible for the administration of a number of Employee Stock Ownership Plans. The Plans encompassed various degrees of complexity and size for companies all over the nation. Victor relocated to the Atlanta, GA area in 1997 and assisted with the opening of the Menke & Associates, Inc office in Roswell, GA. He currently is Regional Manager of the eastern division offices of Menke & Associates Inc. and is responsible for the administration of several Employee Stock Ownership Plans. He is well versed in the technical issues surrounding the administration of Employee Stock Ownership Plans including leveraged transactions, 1042 elections, contribution and dividend allocation and limitations, share repurchases, diversification and S-Corp anti-abuse. Victor is a member of the ESOP Association, The ESOP Association Administrative Advisory Committee, the National Center for Employee Ownership and the American Society of Pension Professionals and Actuaries where he holds the credential of Qualified 401k Administrator (QKA.) He received his education from San Francisco State University as an accounting major.

Plan Administrators

R. Thomas Eschbach

Manager- Chicago Office

teschbach@menke.com | (847) 290-1515

Tom Eschbach joined Menke & Associates, Inc. to head up the Chicago office of the firm. Prior to opening the Chicago office, Mr. Eschbach was a Senior Staff Accountant for the Protection Mutual Insurance Company where he was in charge of the management of the accounting staff. Prior to that, Mr. Eschbach was employed as a CPA by a Chicago-based public accounting firm. Mr. Eschbach has over 18 years of experience in financial reporting, investment accounting and tax return preparation. Mr. Eschbach received his B.B.A. degree from Valparaiso University in 1982 and became a Certified Public Accountant in 1993.

Francis Joseph McCaffery

Manager – Wilmington Office

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Fran McCaffery came to Menke & Associates, Inc. with 18 years of experience in Employee Benefit Plan administration. Mr. McCaffery manages the Wilmington, Delaware, office of Menke & Associates, Inc. Prior to joining Menke & Associates, Inc., Mr. McCaffery spent 18 years as a Team Leader and/or Manager of Plan Administration for Trustar Retirement Services in Wilmington, Delaware. Mr. McCaffery received his Bachelor of Science degree in accounting from Goldey-Beacom College in Wilmington, Delaware.

Anne M. Johnson, QKA, QPA

Senior Benefits Consultant

ajohnson@menke.com | (815) 806-9833

Prior to joining Menke & Associates, Inc. in 2001, Ms. Johnson was Profit Sharing Supervisor for the McDonald's Corporation 401(k) Plan, the Employee Stock Ownership Plan and the Deferred Income Plan in Oak Brook Illinois. Prior to that, Ms. Johnson was a Retirement Plan Consultant for Griffin Pension Services in South Hamilton, Massachusetts and an Actuarial Assistant for Holzman, Post, Ludwig & Schwartz in Arlington Heights, Illinois. Ms. Johnson obtained her B.A. degree in I987 from Lewis University. She obtained her M.B.A. degree in accounting from the Keller Graduate School of Management in 2000 and became a Certified Public Accountant in 2001.

Plan Administrators

Sandy K. O'Sullivan

Senior Benefits Consultant

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(415) 318-1022

Sandy K. O'Sullivan is a Senior Benefits Consultant with 20 years of Benefits Administration experience with Menke & Associates, Inc. Ms. O'Sullivan came to the firm with a data processing and programming background. In her early years with the firm she focused on the computer programming aspects of benefits administration. For the last 10 years, Ms. O'Sullivan has specialized in providing consulting and administrative services for leveraged and non-leveraged ESOPs. Ms. O'Sullivan received a B.A. degree in sociology from the University of Hawaii and a certificate in programming from the Control Data Institute in San Francisco.

Patricia A. Barnes

Senior Benefits Consultant

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(770) 518-4401

Prior to joining Menke & Associates, Inc. in 2003, Ms. Barnes had 12 years of experience in retirement plan consulting and recordkeeping services, including 4 years with Signet Trust Company, 3 years with PNC Bank, and 2 years with Northern Trust Retirement Consulting. Ms. Barnes' experience also includes 2 years experience as an Adjunct Instructor in Accounting and Business at Bryant & Stratton College. Ms. Barnes obtained her A.A.S. degree from J. Sargeant Reynolds Community College in 1994, her B.S. degree in Organizational Management from Saint Paul's College in 1996, and her Master's Degree in Business Administration from Central Michigan University in 1998.

Megan Fincher

Senior Benefits Consultant

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(408) 260-1525

Prior to joining Menke & Associates, Inc. in 2007, Ms. Fincher had 8 years of experience in retirement plan administration and accounting with Invesmart (a subsidiary of The Standard Financial Group). Ms. Fincher was a Retirement Plan Analyst and worked on 401(k), Profit Sharing, and Employee Stock Ownership Plans. Ms. Fincher received her A.A. in Business from San Jose City College, and earned QKA (Qualified 401(k) Administrator) through the American Society of Pension Professionals & Actuaries.

Deepa Ayer

Senior Benefits Consultant

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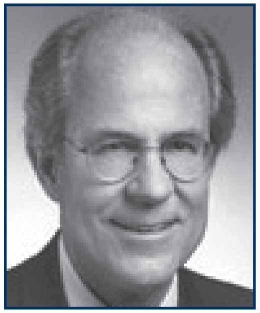
(415) 318-1020

Deepa Ayer first joined Menke & Associates, Inc. in 2002. Prior to that, Ms. Ayer served as Vice President, Retirement Plan Services, for the Riggs Bank in Washington, D.C., and had over 8 years of experience in administering ESOPs and other defined contribution plans. Ms. Ayer received her Bachelor of Commerce degree, with an emphasis in accounting and auditing, from the University of Delhi in Delhi, India, in 1991.

Employee Communication Specialists



Peter Van Meter

Employee Communications Specialist
pvanmeter@menke.com

Peter Van Meter has a wide variety of skills acquired from extensive experience in sales, marketing, commercial real estate, computer and internet technology, finance and aerospace engineering. Most recently, he was partner in an internet start-up, following 28 years as a senior investment property broker with CB Richard Ellis, Inc. He held marketing and product development positions with Computer Sciences Corporation, a small software company and IBM Corporation's division serving banking and finance. Earlier, he performed advanced engineering tasks at North American - Rockwell Corporation and the CalTech Jet Propulsion Laboratory. He received both B.S. and M.S. degrees in Mechanical Engineering from the University of Southern California.

Sherman O. Coultas

Employee Communications Specialist
scoultas@menke.com

Before joining the firm in 1985, Sherman O. Coultas worked for eight years arranging mergers and acquisitions for private corporations. Mr. Coultas was President of a regional ice cream manufacturer and retail chain; Chief of Staff to the Undersecretary, HEW, during the Ford Administration; House Counsel for an international cosmetic company; and General Manager of a computer software firm. Mr. Coultas holds a B.A. degree in Psychology and Philosophy, a degree in French, and an LL.B. degree from San Jose State University, Georgetown University and Lincoln University, respectively.

Plan Administrators

Edgar Calove

General Manger
edgar.calove@bsiesop.com
(702) 982-7811 ext. 105

General Manager Edgar D. Calove is Systems Coordinator and General Manager of BSI. Mr. Calove has been with BSI for over 35 years. He has contributed his considerable talent for organization to virtually every department serving as Accountant, Controller, Systems Specialist, Plan Administrator and most recently, General Manager. In addition to overseeing the general operation of the Company, Mr. Calove has overseen the migration of BSI's proprietary ESOP administration and recordkeeping systems to a secure, fully integrated, web-based online system.

Zaldy A. Jucal

Senior Benefits Consultant
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(702) 982-7811 ext. 107

Zaldy A. Jucal has over 33 years experience in the field of accountancy. He joined BSI in 1998 as an accountant, working on trust reconciliation and analysis in both ESOP and 401K plans of the company. In 2008, Zaldy became an Administrative Consultant, and currently administers ESOP Plans. Prior to joining BSI, Zaldy was the Senior Accountant (1990 - 1998) for Pacific Wilshire, Inc. in Los Angeles, California. Between the years of 1981 and 1990, Zaldy worked for Producers Bank of the Philippines - Bacolod City initially as a bookkeeper and left the bank as acting controller. Mr. Jucal received his B.S. degree in Commerce - major in accounting from Colegio San Agustin - Bacolod, Philippines.

Joel Codiamat

Senior Benefits Consultant
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702-982-7811 ext. 115

Joel Codiamat has 18 years of experience in the employee benefits industry and has been focused on ESOPs and 401(k) plans. Prior to handling ESOP administration, he worked in public accounting with Ernst & Young. He holds the QKA designation from the American Society of Pension Professionals & Actuaries (ASPPA). He is a member of The ESOP Association and ASPPA. Mr. Codiamat received his BS Accountancy and graduated cum laude.

Maycel Livica

Senior Benefits Consultant
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(702) 982-7811 ext. 108

Maycel M. Livica has been working with BSI since 1998, initially as a trust accountant before becoming an administrator of various Employee Stock Ownership and 401(k) Plans. She has over 16 years of consulting and administrative experience in defined contribution plans. Prior to joining BSI, Ms. Livica worked as an accountant for Glaxo Wellcome Phils., Inc. and was an auditor for a public accounting firm. Ms. Livica holds a Bachelor of Science Degree in Accountancy and has passed the Certified Public Accountancy Licensure Examination in California.

Menke/BSI ESOP Administration Online Services

System Features

The **Menke/BSI Administration System** is a fully automated **ESOP Accounting System** developed using the latest computer programs and state of the art technology.

We use Visual Studio 2013 C# 5.0 and .Net Framework 4.5.1; SQL Server 2014 for database management; the following programs for display, report presentation, security and database disaster recovery: Infragistics 2014, APEX SQL 2014, Crystal Reports 2013, Spreadsheet Gear 2012, Microsoft Owin Security 3.0, AnkshSVN 2.5 and Tortoise SVN 1.8.

Our Web programs are HTML 5 compliant which allows communication to the Menke/BSI servers and converts and displays information in any internet browser. We use the following programs: Visual Studio 2013 version C#5.0, ASP.NET 5.0 and .Net Framework 4.5.1; SQL Server 2014 for database management; the following programs for display, report presentation, security and database disaster recovery: Infragistics 2014, APEX SQL 2014, Crystal Reports 2013, Spreadsheet Gear 2012, Jquery 1.10.2, MVC 5 Microsoft Owin Security 3.0, AnkshSVN 2.5 and Tortoise SVN 1.8.

The Menke/BSI Servers are housed at Supernap Data Center, a Switch Company, headquartered in Las Vegas, Nevada.

Processing of plan administration from Payroll to Participant Statements to Tests and Form 5500 and Supporting Schedules are all program driven. We also developed proprietary programs for processing distributions including check printing, check and stock registers, Forms 1099R and 1096. We have worked with Trustees to automatically generate files in their own respective formats to upload to their own distribution system for check printing and Form 1099R processing.

All our reports can be downloaded in any format including Excel which cuts down the time for Plan Audits and Accountants' review thereby cutting down on these costs.

Files necessary to process Repurchase Obligation Studies are now available to third party providers for download via the Menke/BSI Website upon client approval.

A demo of our Administration System which shows the interaction between the client and the Menke/BSI administrator including third party access and how our administration system works is available upon request.

Clients save time with intuitive program features that streamline processes

Client User Features	Menke/BSI System	Major Competitors
Automatic Data Sync between Menke/BSI Web programs and Menke/BSI Internal Administration System programs using Cloud technology. This means no manual upload of data to the Web. Information is instantly accessed from the Menke/BSI servers to the Web server.	**YES**	**Manual uploading of files is required.**
Instant on line access of reports in various formats including Excel. This allows the client user to check reports directly on a Excel spreadsheet for ease in checking calculations, formulas or logic. Prior Year's reports are also accessed in the same manner as above.	**YES**	**Reports are only available in PDF format**
Upload of newsletter, notices or other correspondence for instant access by participants. Uploading of files generates an automatic email to the Menke/BSI administrator so immediate action can be provided.	**YES**	**SOME**
Instant access to individual client's plan provisions and distribution policy for quick reference either for internal use or to answer participants' or other third party inquiries. Menke/BSI has a database of all plan provisions and distribution policies per client.	**YES**	**NO. General Information may be available which will still require research of individual client's plan documents.**
Instant query of participant's census information, account balance, allocation calculation of each plan activity, allocation summary of all plan activities, participant statement, diversification and installment history if applicable.	**YES**	**NO**
On line checking/verification and approval of distribution calculations. On line access to PDF copies of distribution checks. On line access of distribution file uploaded to the trustee's portal for certain trustees like Reliance and North Star. These trustees require Excel or CSV files in their respective formats to be uploaded to their secured portal for check printing. Menke/BSI can customize these files on a per client basis.	**YES**	**NO**
Chat/ Forum between Client, Menke/BSI Plan Administrator and/or Other Third Party.	**YES**	**SOME**
On line update of participants' address and company master file instantly updates the Menke/ BSI Internal databases.	**YES**	**NO**
Online status bar of the administration process including participant statements. Client can view on line the daily progress of the administration process including estimated completion date.	**YES**	**NO**

Participants enjoy an easy to use online interface with all their plan information in one place.

Participant User Features	Menke/BSI System	Major Competitors
Instant access to Participant Total, Vested account balance and Projected Account Value upon retirement. No upload of file is necessary.	YES	Report in PDF format has to be uploaded
Access to Summary Annual Reports, Summary Plan Description, Notices or Committee Announcements.	YES	YES
Access to Signed and Completed Beneficiary Form on file, download of blank Beneficiary Forms for online completion, printing and submission.	YES	SOME
Access to Historical Statements	YES	Report in PDF format has to be uploaded
Participant is notified upon login if he/she is entitled to a distribution. On line access to distribution calculation, completion of distribution election form, distribution status, submission for processing. On line viewing of distribution status.	YES	NO
Participant can change mailing address and e-mail address on line with instant update of the Menke/BSI databases for immediate viewing of changes by participant.	YES	NO
Participant access to client's distribution policy so he/she will know when he/she will be eligible for distribution.	YES	Only general distribution information. Not specific for each client.
View of statement explanation.	YES	SOME
Frequently asked questions and information on ESOPs in general.	YES	SOME
On line submission of questions or issues to be answered by plan administrator.	YES	NO

Other User Features	Menke/BSI System	Major Competitors
PLAN AUDITORS/ACCOUNTANTS: On line download of all reports in EXCEL format. This allows the auditors to instantly access the information including calculations and formulas to do their test or review. This dramatically cuts down audit or review time. They do not have to manually input information. This applies to all Summary Reports, Individual Reports, and all tests including the 409(p) test.	**YES**	**NO**
TRUSTEES: Trustees can have access, either full or limited access, to all reports. Trustees also can request for files instead of hard copy distribution information to expedite and eliminate manual input of distribution information for check printing and generation of 1099 forms. The distribution file is automatically generated by the Menke/BSI Distribution Program as opposed to being manually created.	**YES**	**NO**
REPURCHASE OBLIGATION STUDY: Information used in the Repurchase Obligation Study can also be downloaded automatically by the Repurchase Obligation Study provider.	**YES**	**NO**

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AND BENSYM, INC. (BSI)

ESOP Advisors and Administrators
for Over 40 Years

Our full service ESOP administration group provides fast, reliable and accurate ESOP administration and ESOP recordkeeping services for nearly 1,000 ESOPs nationwide. Our staff of trained and experienced administrators can handle all of your ESOP recordkeeping needs no matter how complex. All of our administrators have been trained as accountants and/or CPAs, and their average years of service with the Menke Group is in excess of 15 years. Our extensive experience allows us to help you with special administration projects ranging from participant voting to plan terminations, and everything in between.

John D. Menke, Esq.
President , Menke & Associates, Inc.

Menke & Associates, Inc. and Bensym, Inc. (BSI)

ESOP Advisors and Administrators for Over 40 Years

Offices Nationwide:

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CALL TOLL FREE: 1 (800) 347-8357

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www.ESOPOnlineServices.com