

An invitation—and opportunity—to join the recognized,
the prominent, the elite among your profession.



The premiere organization
for independent financial
advisory professionals
serving the planning and
transaction needs of
private, middle market
companies worldwide.



AM&AA
ALLIANCE OF MERGER & ACQUISITION ADVISORS®



Information

Education

Certification

Collaboration



AM&AA: The highest recognized professional excellence

AM&AA members draw on a wealth of transactional expertise, from “hands-on” knowledge to the latest online research tools.

The Alliance of Merger & Acquisition Advisors® (AM&AA) was formed in 1998 to bring together CPAs, attorneys, and other experienced corporate financial advisors serving the needs of privately held middle market businesses.

Since then, AM&AA members have created a network of more than 500+ professional services firms—including some of the most highly recognized leaders in the industry—whose members draw on their combined transactional expertise to better serve the special needs of their middle market clients worldwide. In fact, the strength of the AM&AA lies with our members’ combined, “hands-on” experience, as well as their keen understanding of the needs of their entrepreneurial clients.

Through access to other AM&AA members, you’ll discover creative ideas for structuring deals and providing the best possible advice on any given transaction. As an AM&AA member, you’ll also have access to valuable business research tools such as OneSource—a web-based business and financial information resource for

professionals in need of quick, reliable corporate, industry and market intelligence. And most importantly, AM&AA membership offers you the unparalleled opportunity to expand your knowledge and capabilities through the following exclusive, members-only education and credentialing programs.

Ongoing educational opportunities that help you learn—and share—innovative solutions to the many challenges of the middle market.

AM&AA members convene regularly for training and continuing education at conferences and programs. These semi-annual

meetings cover a wide range of topics of interest to our members, such as new accounting and tax regulations, “value-added” intermediary services, financing, valuations, marketing and business development services, and structuring strategic alliance and joint venture agreements.

AM&AA members also benefit from frequent interpersonal and online interaction with other mem-

bers—an incomparable, ever-present resource for creative planning ideas. As a member, you’ll have access to AM&AA members and deal opportunities through our exclusive online transaction resource directory, in addition to a listserv. You’ll also have access to association news and events at the AM&AA website located at www.amaaonline.org.

“On a number of occasions I have reaped the benefits of membership in the AM&AA in unexpected ways. The networking, mentoring, and real deal-making contacts that I have created through the Alliance have become truly an unexpected, yet invaluable benefit.”

Christian W. Blee,
CPA, CM&AA
Biggs Kofford, CPAs
Colorado Springs, CO





standards of for corporate financial advisors.

Additionally, as a service to the business public, AM&AA is extremely proud to have developed a distinctly new standard of professional competency for our industry—the Certified Merger & Acquisition Advisor (CM&AA) credential.

Credentials and certification that take you to a higher level of professional achievement.

AM&AA members now have the opportunity to build upon their existing skills to become a financial advisor of the highest caliber—the type of recognized, prominent leader that business owners actively seek out—through our association’s CM&AA credentialing program.

From the caliber of our instructors to the content of the curriculum, you’ll find the highest standard of overall excellence. The AM&AA and its member constituents have established extremely high professional and ethical requirements to insure the ongoing integrity of the CM&AA designation. Our goals are to...

- Maintain the highest recognized standards for financial advisory and transaction excellence

- Further advance your professional and financial goals and those of your clients, and
- Provide a benchmark for professional achievement within the large and highly fragmented marketplace for corporate advisory and transaction services.

“AM&AA provides the know-how, the network and the access I need to advise clients on buying and selling businesses. The members are very knowledgeable and willing to share their experiences—this makes participation in meetings very productive.”
Steve Wilber,
CPA, ABV, CM&AA
Wilber & Townshend P.C.
Jenison, MI

Include yourself among the leaders in our field, in our ever-growing network of 500+ AM&AA member firms.

There’s never been a better time to work on transaction advisory services. The opportunities are boundless, the nature of the engagements are exciting and the profit potential is tremendous.

We invite you to join our expanding international network of leading corporate financial advisors by contacting the AM&AA today. Our association members are here to help you grow professionally, and effectively capitalize on the many opportunities available in the marketplace today.

You can learn more by visiting us online at our association website located at www.amaaonline.org.





The advantages of membership are clear...

Membership in the AM&AA offers a wealth of benefits and opportunities for independent and corporate financial advisors serving the needs of privately-held middle market businesses.

With a member network of more than 500+ professional service firms, the AM&AA gives you access to some of the most experienced professionals in the industry. You'll also benefit from world-class educational opportunities, including continuing education, training conferences and professional certification.

AM&AA membership:

- Provides a valuable network of M&A expert members who act as resources for other members.
- Improves and broadens members' capabilities, knowledge and professional expertise through education, training and members-only "round table" meetings.
- Offers certification opportunities that can help career advancement.
- Features a members-only website with links to each member's site, plus e-mail listserv.
- Provides group buying benefits.

AM&AA also benefits your existing and potential clients by:

- Providing potential clients with an established "gold standard" frame of reference when choosing a financial advisor.
- Helping assure current clients of your mastery of the many professional competencies needed in the marketplace today.
- Placing you within a recognized international network of transactional industry leaders who focus specifically on the needs of privately-held middle market businesses.



**SOME OF THE
RESOURCES/TOOLS
MADE AVAILABLE TO AM&AA
MEMBERS AT AN
EXTRAORDINARY DISCOUNT!!**



US Business Information at your fingertips for up to 600,000 US and Canadian public and private companies with annual revenues of \$10 million and up; other packages available for 14 million small to mid size North American companies and 4 million global companies, and detailed financial analysis tools available for over 40,000 global publics.
www.onesource.com



One-of-a-kind business valuation software that simplifies business valuation and provides objective valuations that equal real-life actual transactions.
www.businessvalueexpress.com



ALLIANCE OF MERGER & ACQUISITION ADVISORS®

MEMBERSHIP APPLICATION AND AGREEMENT

(Complete both sides)

Background Information

Name: _____
Firm Name: _____
Address: _____
City: _____ State: _____ Zip: _____
Phone: _____ Fax: _____
Email: _____ Website: _____

Practice Information

- 1. Years experience in this profession: _____
2. Your Position: [] Owner [] Independent Contractor
[] Officer [] Other _____
3. Number of Professionals who work in your office/firm.
[] 1-5 [] 6-10 [] 11-50 [] 51-100 [] 100+
4. Location of Other Offices (City, State) _____

Advisor Classification: Check the most appropriate for your CURRENT professional/business affiliation

- [] Accountant/CPA [] Lender/Finance
[] Attorney [] M&A Intermediary
[] Business Valuator [] Management Consultant (all types)
[] Corporate Development [] Personal Financial Planner/Money Mgt
[] Estate Planner [] Private Equity/Investor
[] Investment Banker/Broker Dealer [] Technology Specialist [] Other

Education (Degree) (University/College) (Date)

[] Bachelors _____
[] Masters _____
[] Doctorate _____
[] Other _____

Professional References: List 2 and phone contacts

- 1. _____
2. _____

Associations and Other Affiliations (Check all that apply)

- American Bar Association (ABA)
- American Institute of Certified Public Accountants (AICPA)
- American Society of Appraisers (ASA)
- Association for Corporate Growth (ACG)
- Association of Certified Turnaround Professionals (ACTP)
- Family Firm Institute (FFI)
- Family Wealth Counselors of America (FWCA)
- Financial Industry Regulatory Authority (FINRA)
- Financial Planning Association (FPA)
- Institute of Business Appraisers (IBA)
- Institute of Certified Business Counselors (I-CBC)
- Institute of Management Accountants (IMA)
- Institute of Management Consultants (IMC)
- International Assoc. of Registered Financial Consultants IARFC)
- International Bar Association (IBA)
- International Business Brokers Association (IBBA)
- MidAtlantic Business Intermediary Association (MABIA)
- Midwest Business Brokers & Intermediaries (MBBI)
- National Assoc. of Estate Planners and Councils (NAEPC)
- National Assoc. of Certified Valuation Analysts (NACVA)
- National Assoc. of Personal Financial Advisors (NAPFA)
- Turnaround Management Association (TMA)
- Other _____

Professional Licenses/Certifications (check all that apply)

- Accredited in Business Valuation (ABA)
- Bar Member (Country)/(States) _____
- Certified Business Appraiser (CBA)
- Certified Business Counselor (CBC)
- Certified Business Intermediary (CBI)
- Certified Financial Planner (CFP)
- Certified Management Consultant (CMC)
- Certified Public Accountant (CPA)
- Certified Turnaround Professional (CTP)
- Certified Valuation Analyst (CVA)
- Chartered Financial Analyst (CFA)
- Chartered Financial Counselor (ChFC)
- Chartered Life Underwriter (CLU)
- Registered Financial Planner (RFP)
- Registered Investment Advisor (RIA)
- Other _____

Types of M&A and Corporate Financial Advisory Services you provide to your clients

- | | |
|--|---|
| _____ % <input type="checkbox"/> Business Valuations | _____ % <input type="checkbox"/> Private Equity Investor |
| _____ % <input type="checkbox"/> Buyer Representation | _____ % <input type="checkbox"/> Private Money Mgt. Services |
| _____ % <input type="checkbox"/> Due Diligence Reviews | _____ % <input type="checkbox"/> Profit/Performance Improvement |
| _____ % <input type="checkbox"/> ESOP'S & Employee benefits | _____ % <input type="checkbox"/> Seller Representation |
| _____ % <input type="checkbox"/> Estate planning | _____ % <input type="checkbox"/> Strategic Planning |
| _____ % <input type="checkbox"/> Insurance | _____ % <input type="checkbox"/> Systems Consulting |
| _____ % <input type="checkbox"/> Legal Services | _____ % <input type="checkbox"/> Tax & Accounting |
| _____ % <input type="checkbox"/> Personal Financial Planning | 100 % TOTAL |

Membership Agreement:

The undersigned individual hereby applies for membership in the Alliance of Merger & Acquisition Advisors® (AM&AA) and if accepted, agrees to comply with its bylaws, rules, and regulations and pay annual dues in advance in the amount of \$495 upon acceptance. Thereafter, annual dues are payable on the first of the month following the anniversary of the acceptance date below.

By virtue of membership in AM&AA, members have access to information, materials, and association relationships not generally available. In consideration of these and other benefits received by members of AM&AA, applicant agrees to conform to the bylaws of AM&AA. Further, upon termination of membership, applicant agrees to discontinue using any materials which indicate it is affiliated with AM&AA and destroy any marketing materials or publications produced by, for, or with the assistance of AM&AA and return any manual, seminars, or other materials provided by, or for, AM&AA immediately upon termination of membership.

Website/Internet Agreement:

The undersigned individual hereby grants permission to AM&AA to post any written materials by the member that would benefit AM&AA's members and/or business clients at www.amaaonline.org

APPLICANT:

By: _____

Title: _____

Date: _____

ACCEPTED:

By: _____

Executive Director

Date: _____



THE CERTIFIED MERGER & ACQUISITION ADVISOR CREDENTIALING PROGRAM

The Benchmark For Professional Achievement In Corporate Advisory And Transaction Services.

As an AM&AA member, you are eligible to apply for the Certified Merger & Acquisition Advisor (CM&AA) designation, a first-of-its-kind standard of professional competency for corporate advisory and transaction services. The CM&AA designation recognizes the highest levels of professional excellence, and provides a benchmark for achievement within the overall body of knowledge.

Eligibility for the CM&AA certification requires a candidate to successfully complete a total of 36 contact hours of AM&AA courses, plus pass a comprehensive exam with a score of 70 points or greater.

5-Day Curriculum Outline

“The Private Capital Marketplace”

- Private Finance for Middle Market Cos.
- The “Bizaare Bazaar”
- Internal/External Transfers
- Negotiating and Structuring the Deal
- New rules for value creation
- Going public vs. going private

“The Dynamics of an M&A Engagement”

- Analyzing the current capital structure
- Normalizing/preparing financial statements
- How to market M&A expertise
- Sell-side & Buy-side representation
- Finding a buyer or a seller

“Business Valuation and M&A Standards”

- Traditional Business Valuation Approaches & Methods
- Transactional Valuation Theory
- Theoretical Problems with WACC
- Multi-constraints Value Maximization and Optimal Capital Structure -Integrating ROI, Debt Capacity and Debt Service
- Terminal Value with changing Capital Structure
- Reducing Hyper-sensitivity to Cost of Capital and Growth Assumptions
- M&A Standards: Enterprise Value and Operating Balance Sheet

“M&A Tax Issues”

- Stock vs. asset sale impacts for buyer/seller
- Complex and creative tax structuring solutions
- Statutory Merger & Acquisition rules
- Tax deferral and minimization strategies

“M&A Legal Issues”

- Lawyer’s Role
- Letter of Intent
- Legal aspect of the deal structure/due diligence
- Representations and warranties
- Earnouts and employment agreements
- Shareholder and operating agreements
- Regulatory laws/securities laws

“Acquisition & Growth Financing”

- Financing Business Acquisitions
- Working Capital Basics
- Overview of debt financing
- Overview of equity
- Mezzanine financing alternatives

The **“Certified Merger & Acquisition Advisor”** (CM&AA) designation serves to maintain the highest recognized standards of professional excellence for middle market corporate financial advisory and transaction services, and to provide a benchmark for professional achievement within that overall body of knowledge.





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THE AM&AA AT A GLANCE

The Alliance of Merger & Acquisition Advisors® (AM&AA) was founded in 1998 to bring together CPAs, attorneys, and other experienced corporate financial professionals who serve as intermediaries, conduct valuations, coordinate financing and provide a range of other business advisory services essential to M&A transactions.

Our primary goals are to help members improve their level of knowledge, give them access to the tools to help them better market and deliver their services, and provide them with a network of knowledgeable professionals with whom they can share information and resources.

We're pleased with the recognition received for developing the industry's first international certification program, a benchmark of achievement, the Certified Merger & Acquisition Advisor (CM&AA) credential.



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