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**Harry L. Manion III
Founding Partner
Cooley Manion Jones**



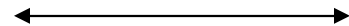
Harry L. Manion III is a founding partner in the Boston law firm of Cooley Manion Jones. Mr. Manion leads a team of 25 trial lawyers located in four branch offices (Boston, Metrowest, Providence, Dallas) which handles complex civil and white collar criminal litigation throughout the United States.

Mr. Manion's practice is diverse and extensive. He is lead national litigation counsel for several Fortune 500 companies. For example, Mr. Manion was lead litigation counsel for the Pittsburgh Penguins in their Ch. 11 reorganization; successfully prosecuted a multi-million dollar legal malpractice case against one of the largest law firms in Germany; was appointed and served as a special prosecutor in a police corruption case in New England; was lead counsel in Federal Court in Virginia in a case against CNN's Larry King; and tried a jury case in New York involving legendary financier, Michael Milken, while overseeing the national litigation of several Fortune 500 companies. Mr. Manion also represents the owners of professional sports teams, professional athletes, numerous CEOs and board chairman and several members of the media.

Mr. Manion is a frequent commentator on local and national television and radio. He lectures throughout the U.S. on business litigation and jury trials, is a long-standing

faculty member at the National Trial Advocacy College and has taught Trial Practice at Boston College Law School since 1993.

Mr. Manion graduated Magna Cum Laude from Arizona State University and was an Editor of the Law Review at Boston College Law School.



Key Club

The Boston Chapter congratulates the following members for their many years of service.

40 Years

Donald O. George
Renfield D. Lamphere
Ephraim Radner

25 years

David L. Brown
John R. Cook
Bruce M. Garvin
Thomas P. Graham
Joseph P. Hehir
William S. Hurley
Dennis J. Meehan
Joseph J. Repole, Jr.
Sanford E. Ritter
Melvin L. Schwartz
Howard H. Stevenson
T. Jeffrey Temple
Roger U. Wellington, Jr.



Kim Gazzola

Welcome to the FEI Boston Chapter's December 2005 newsletter. It has been another very productive month for our chapter and I would like to take this opportunity to share a few of our highlights:

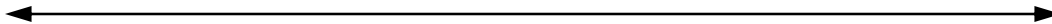
- I would like to call your attention to our three newest Directors:
Richard C. Brouillette, Assistant Controller, Welch Foods, Inc.
Kenneth S. Goldman, Principal, Mirus Capital Advisors
Stephen Sandler, CEO & CFO, VMARK Associates, Inc.
Rich and Ken will be Co-Chairing the Special Events committee and Steve will be Chairing the Communications committee.

- At the October Board meeting the Boston Chapter bylaws were voted unanimously. These are the chapter's first official bylaws. Please check them out on our web page in the member's area and give us your feedback. This project is the culmination many hours of work over the past Summer.
- We celebrated another highly successful prospective members reception in October. FEI National agreed to waive the initiation fee for the month of November as an incentive to those that attended or joined during the month following the reception. We anticipate a significant number of these prospects will become members. Many thanks go out to Basil Pallone and his committee for all of their hard work to make this years reception such a success!
- Our first CFO conference was a definite success from the feedback we have received. Plans are underway for a repeat performance next year, so stay tuned. Many thanks to Deloitte & Touche, Kellie Jacques and her committee for trying something new from the professional development committee!

December promises to be yet another busy month. We have three great events planned, so register early and take advantage of your membership through one of these meetings:

- Breakfast Seminar December 8th: "Managing Growth and Change Through Outsourcing Without Breaking the Budget", Sponsored by Boston Chapter Partner Accounting Management Solutions, Inc.
- Afternoon Seminar December 14th: Public Company Accounting and Audit Update.
- Dinner Meeting and Speaker, December 14th: Harry L. Manion, III, Partner at Cooley, Manion, Jones.

Happy Holidays to everyone and see you next year!!



Board Resource Committee News
Sharon F. Merrill, Chair

The Directors Connection is gaining traction! We have done a few non-profit and for-profit board searches, and have had one placement. Are you interested in becoming a director? We are hoping that many of our members, especially women members, will participate. Join the Directors Connection database, a service for members of FEI Boston. Go to www.feiboston.org and click on the "members only" area. There you will find an application to be printed out. Please fill it out and mail it with your resume to Dee Calabrese. Then, you will be considered for any requests for board members that we receive. We are also looking for searches. Should you hear of any boards that are seeking financial experts, please contact Sharon Merrill at 617-542-5300 or smerrill@InvestorRelations.com.

Professional Development News

Thursday, December 8, 2005 — Breakfast Seminar (7:15am breakfast; seminar 7:30 to 9:00)

Managing Growth and Change through Outsourcing, without Breaking the Budget

Sponsored by Boston Chapter Partner, Accounting Management Solutions, Inc. (AMS)

Hear from a panel of your peers who are company leaders, service providers and industry experts. They will conduct an interactive discussion relative to the impact of growth and change on organizations. Follow their stories of how they and their associates have handled and managed growth and change under tight budgets. Explore options and best practices and the impact their decisions had on how change and growth have been managed while leveraging their internal team.

The panel will include **Jack Derby**, of Derby Management (www.derbymanagement.com) as moderator. **Tony Buono**, Professor at Bentley College will participate on the panel and brings insight into the market place and how companies are handling change. **Jeff Behrens** from Adviza, **Ed Kelly** from Axsys, two of AMS' middle market/emerging market clients, will be speaking, as well as a **Steve Coen**, a D&T director who can speak about how clients have used this model.

Wednesday, December 14, 2005 — Afternoon Seminar (2:00-5:00pm)

Public Accounting & Auditing Update *Sponsored by Boston Chapter Partner KPMG*

With the year end reporting season coming up for most public companies, this conference will provide you with the most up-to-date and extensive review of regulatory developments at the SEC, and the most recent (and pending) financial disclosure requirements from FASB. This conference offers in-depth coverage of the latest financial trends and developments where you will immediately understand the implications of the issues discussed on your organization.

KPMG speakers will discuss and answer questions on the following topics:

- SOX 404 Testing – What areas are attracting scrutiny
- Audits of Public Companies – What changes are coming this year
- Communicating with your Audit Committee – Best practices
- SAS 99 – Fraud Standard – Understand what the auditors are looking for
- SEC Hot Button Issues
 - Management letters and focus areas
 - Recent Cases
 - Tips on managing an SEC review
- Update on FASB's agenda and recent SOP's
 - FAS 123R
 - Accounting for Tax Positions
 - Business Combinations

All speakers include: **Richard Charron**, Partner, Audit Practices; **Pauline Mark**, Managing Director, Tax; **James J. Suglia**, Partner, Risk and Advisory Services; **Dennis F. Walsh**, Audit Partner and **John Atkins**, Audit Senior Manager

Please be mindful of the registration deadlines posted on our website, and make your reservation in a timely manner. Go to feiboston.org and choose the event you wish to attend.



Career Services Committee

James A. Tracy, Chair

Career Services met on November 8. Attendance was 33, with 9 first-timers. Larry Kramer presided over a panel discussion of the pros and cons of Interim CFO work. A typical comment received after the meeting was:

"I want to thank you very much for arranging such a great program and panel last night. The topic was very relevant, meaningful and timely. It was also quite beneficial for us to have such a great cross-section of firms and business models represented. This was a huge time saver for anyone interested in learning about and exploring Interim CFO work as a sole practitioner or as part of a firm. With the unpredictability of transition times, one has to understand whether this could be a viable option during transition or even an attractive career alternative. The program definitely provided some valuable insight and some excellent contacts with people in the field."

- We have approximately 309 people registered on our web site.
- The job market is active with employers still looking for many "must-haves", but the market seems to be turning in favor of the sellers for financial reporting skills, auditing and SOX 404 work.

Our next meeting is December 13, when the presentation is on The Job Search from the Spouse's Perspective.

I attended a National Career Service telecon meeting on November 2, 2005. Goals for the current year include:

- Building a Bridge – a program for National to help local chapters prepare structure and content for meetings
- Mentor Program – National wants to engage retirees to help mentor FEI members and consult with them on their career path
- Web Seminars - National plans to hold 6 of these this year. Information is contained in the FEI Express
- Update systems to create one comprehensive database for FEI senior members and FEI Up and Comers

Our Strategic Partners

Accounting Management Solutions, Inc.
Albert Risk Management Consultants
Aon Risk Services, Inc., of Massachusetts
Approva Corporation
Citizens Bank of Massachusetts
Covington Associates, LLC
Ernst & Young LLP
GE Corporate Financial Services
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Kforce, Inc.

KPMG LLP
Marsh, Inc.
Mintz Levin Cohn Ferris Glovsky and Popeo PC
PricewaterhouseCoopers LLP
R.R. Donnelley Financial
Sapers and Wallack
Sovereign Bank
Sullivan & Worcester LLP
Towers Perrin

This month we put the Spotlight on two of our Boston Chapter Partners — **Approva Corporation** and **GE Commercial Finance Corporate Lending**

Approva Corporation enables large organizations to transform compliance efforts into competitive advantage. By offering unique, continuous and actionable insight into business processes, Approva software provides sustainable compliance and delivers improved control, increased profit and enhanced shareholder confidence.

The patent-pending Approva **BizRights**® platform is the first product to allow all corporate compliance stakeholders – including business managers, auditors, and information technology specialists – to collaboratively manage controls and optimize related processes.

Approva's cross-platform technology provides continuous, independent visibility into multiple ERP and financial systems, including SAP, Oracle, PeopleSoft, Hyperion and legacy systems. The software correlates user, transaction and system setting data against pre-defined and configurable rules to proactively pinpoint control violations and business exceptions. Valuable risk analysis ranks the impact of potential violations for improved prioritization. With **BizRights**, companies can resolve issues faster, prevent new control conflicts and create complete audit trails for change management.

Approva has partnered with some of the strongest venture firms in the country, including New Enterprise Associates (\$6 billion under management), Columbia Capital (\$1.5 billion under management), Sierra Ventures (\$1.1 billion under management) and Novak Biddle Associates (\$350 million under management). In addition, Hyperion Solutions Corporation, a global leader in Business Performance Management software, with revenue in excess of \$600M, is a strategic investor in Approva.

Global brands such as Colgate-Palmolive, Wrigley, Pratt & Whitney and others are reducing the cost of compliance, minimizing business risk and increasing operational efficiency with Approva solutions. For more information visit us at www.approva.net.



GE Commercial Finance Corporate Lending offers financing to clients from middle-market companies to large corporations. Products and services include asset-based financing, cash flow lending and corporate restructuring. Corporate Lending is a leading global provider of financing solutions for investment and non-investment grade companies - committed to supporting clients at all stages of the business cycle. For more information on the businesses and products of GE Commercial Finance Corporate Lending, please visit www.gelending.com or contact Gene Van Vort at 617-378-4777 or by email at gene.vanvort@ge.com

GE Commercial Finance, which offers businesses around the globe an array of financial products and services, has assets of over \$230 billion and is headquartered in Stamford, Connecticut. GE (NYSE:GE) is Imagination at Work -- a diversified technology, media and financial services company focused on solving some of the world's toughest problems. With products and services ranging from aircraft engines, power generation, water processing and security technology to medical imaging, business and consumer financing, media content and advanced materials, GE serves customers in more than 100 countries and employs more than 300,000 people worldwide. For more information, visit the company's website at www.ge.com.

Next month the spotlight will be on Sullivan & Worcester LLP and Mintz Levin Cohn Ferris Glovsky and Popeo PC