

WESBANCO INC  
Form DEF 14A  
March 16, 2007

## SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(A) of the**

**Securities Exchange Act of 1934**

**(Amendment No.    )**

Filed by the Registrant  Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

**Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to Rule 14a-12

**WESBANCO, INC.**

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(Name of Registrant as Specified in Its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

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.. Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

1) Title of each class of securities to which transaction applies:

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2) Aggregate number of securities to which transaction applies:

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3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (Set forth the amount on which the filing fee is calculated and state how it was determined):

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4) Proposed maximum aggregate value of transaction:

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5) Total fee paid:

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1) Amount Previously Paid:

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2) Form, Schedule or Registration Statement No.:

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3) Filing Party:

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4) Date Filed:



**WESBANCO, INC.**

**One Bank Plaza**

**Wheeling, West Virginia 26003**

**NOTICE OF ANNUAL MEETING OF STOCKHOLDERS**

**To Be Held**

**April 18, 2007**

**TO THE STOCKHOLDERS OF WESBANCO, INC.:**

The Annual Meeting of the Stockholders of Wesbanco, Inc. will be held in the Glessner Auditorium at Wilson Lodge, Oglebay Resort and Conference Center, Wheeling, West Virginia, 26003, on Wednesday, April 18, 2007, at 12:00 Noon E.D.T.

The purposes of the meeting are as follows:

- (1) To elect nine persons to the Board of Directors, seven to serve for a term of three years, one to serve an unexpired term of two years, and one to serve an unexpired term of one year.
- (2) To consider and vote upon the shareholder proposal described in the attached Proxy Statement.
- (3) To consider and act upon such other matters as may properly come before the meeting or any adjournment thereof.

**The Board of Directors recommends a vote in favor of the nominees and against the shareholder proposal listed as Item (2) in the Notice.** The holders of the common stock of Wesbanco as of the close of business on March 6, 2007 are entitled to vote at the meeting.

You are requested to sign and date the enclosed form of Proxy and return it in the enclosed postage-paid envelope at your earliest convenience. As indicated in the accompanying Proxy Statement, proxies may be revoked at any time prior to the voting thereof. Alternatively, if you hold shares of Wesbanco common stock directly in your name, you may vote over the Internet or by telephone by following the instructions set forth in the Proxy Card.

By order of the Board of Directors.

**LARRY G. JOHNSON**

**Secretary**

**Wheeling, West Virginia**

March 16, 2007

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**PROXY STATEMENT**

**OF**

**WESBANCO, INC.**

**One Bank Plaza**

**Wheeling, West Virginia 26003**

**ANNUAL MEETING OF STOCKHOLDERS**

**APRIL 18, 2007**

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This statement is furnished to the stockholders of Wesbanco, Inc. (the Corporation) in connection with the solicitation of proxies to be used in voting at the annual meeting of the stockholders of the Corporation (the Annual Meeting), which will be held in the Glessner Auditorium at Wilson Lodge, Oglebay Resort and Conference Center, Wheeling, West Virginia, 26003, at 12:00 Noon E.D.T. on Wednesday, April 18, 2007. This statement is first being mailed to the stockholders on or about March 16, 2007.

The Corporation is the parent company and the holder of all of the outstanding shares of the capital stock of Wesbanco Bank, Inc. (the Bank), Wheeling, West Virginia. The Corporation also maintains two other operating subsidiaries, namely, Wesbanco Securities, Inc., St. Clairsville, Ohio, and Wesbanco Insurance Services, Inc., Shinnston, West Virginia.

**Proxies**

The proxies are solicited by the Board of Directors of the Corporation, and the cost thereof is being borne by the Corporation. Employees and Directors of the Corporation and its subsidiaries may follow up on this written solicitation by telephone or other methods of communication.

Proxies may be revoked by the stockholders who execute them at any time prior to the exercise thereof by written notice to the Corporation, or by appearing in person at the Annual Meeting. Unless so revoked, the shares represented by all proxies will be voted, by the persons named in the proxies, at the Annual Meeting and all adjournments thereof, in accordance with the specifications set forth therein, or, absent such specifications, in accordance with the discretion of the holders of such proxies.

Alternatively, if shares of the Corporation's common stock are registered in a stockholder's name, such stockholder may vote over the Internet or by telephone by following the instructions set forth on the Proxy Card.

*Delivery of Proxy Materials to Households*

Annually, the Corporation mails to each registered stockholder at a shared address, not previously notified, a separate notice of its intention to household proxy materials. Beneficial stockholders (those who hold common shares through a financial institution, broker or other record holder) are notified of the householding process by the record holder. Those registered and beneficial stockholders who are eligible and have not opted-out (as defined below) of the householding process will receive one copy of the Corporation's Annual Report to Stockholders for the year 2006 and one copy of this Proxy Statement. A separate proxy card and a separate notice of the meeting of stockholders will continue to be included for each account at the shared address.

Registered stockholders who reside at a shared household and who would like to receive a separate Annual Report and/or a separate Proxy Statement (to opt-out), or have questions regarding the householding process, may contact the Corporation's transfer agent and registrar by calling (888) 294-8217 or forwarding a written request addressed to Computershare Investor Services LLC, P.O. Box 2388, Chicago, IL 60690. Promptly upon request, a separate Annual Report and/or separate Proxy Statement will be sent. By contacting the transfer agent, registered stockholders sharing an address can also request delivery of a single copy of annual reports or proxy statements if they are receiving multiple copies. Beneficial stockholders should contact their brokers, financial





institutions, or other record holder for specific information on the householding process as it applies to those accounts.

### **Stock Outstanding and Voting Rights**

The authorized capital stock of the Corporation consists of 50,000,000 shares of common stock with a par value of \$2.0833 per share, and 1,000,000 shares of preferred stock without par value. Of the 50,000,000 shares of authorized common stock, as of March 6, 2007, there were 21,149,064 shares issued and outstanding. There are no shares of preferred stock outstanding.

The authorized shares of preferred stock of the Corporation may be issued in one or more classes or series with such preferences and voting rights as the Board of Directors may fix in the resolution providing for the issuance of such shares. The issuance of shares of preferred stock could affect the relative rights of the common stock. Depending upon the exact terms, limitations and relative rights and preferences, if any, of the shares of preferred stock as determined by the Board of Directors of the Corporation at the time of issuance, the holders of preferred stock may be entitled to a higher dividend rate than that paid on the common stock, a prior claim on funds available for the payment of dividends, a fixed preferential payment in the event of liquidation and dissolution of the corporation, redemption rights, rights to convert their preferred stock into shares of common stock, and voting rights which would tend to dilute the voting control of the Corporation by the holders of the Corporation's common stock.

A quorum is required to conduct business at the Annual Meeting. A majority of the outstanding shares of the Corporation present in person or represented by proxy constitutes a quorum. Abstentions, votes withheld and shares represented by broker non-votes are counted in determining whether a quorum is present.

Stockholders of record as of the close of business on March 6, 2007, will be entitled to vote at the Annual Meeting. Each stockholder will be entitled to one vote for each share of common stock held as of the record date, as shown by the records of the transfer agent. Cumulative voting in the election of Directors is permitted by West Virginia statutory provisions, and the exercise of that right is not subject to any condition precedent. Each stockholder is entitled to as many votes as shall equal the number of his shares of common stock multiplied by the number of Directors to be elected within each class, and he may cast all of such votes for a single Director or he may distribute them among the number to be voted for as he may see fit. The nominees receiving the highest number of votes in each class, seven in the class of 2010, one in the class of 2009, and one in the class of 2008, will be elected as directors of the Corporation. Proxies marked as abstaining (including proxies containing broker non-votes) will not be counted as votes either for or against any matters coming before the Annual Meeting. Cumulative voting is not permitted with respect to the shareholder proposal, approval of which would require a majority vote of the votes cast at the meeting.

To the best of management's knowledge, Wesbanco Trust and Investment Services (the Trust Department) of the Bank, Bank Plaza, Wheeling, West Virginia, 26003, and Dimensional Fund Advisors, LP are the only holders or beneficial owners of more than 5% of the common stock of the Corporation. As of March 1, 2007, 1,804,453 shares of the common stock of the Corporation, representing 8.50% of the total shares outstanding, were held in various capacities in the Trust Department. Of these shares, the Bank does not have voting control of 982,708 shares, representing 4.63% of the shares outstanding, has shared voting control of 16,151 shares, representing 0.08% of the shares outstanding, and sole voting control of 805,594 shares, representing 3.79% of the shares outstanding.

Based solely on a Schedule 13G filed on February 9, 2007, Dimensional Fund Advisors, LP has indicated that it may be the beneficial owner of 7.56% of the shares outstanding of the Corporation's common stock in light of its furnishing investment advice to four investment companies and its serving as investment manager to certain other commingled group trusts and separate accounts which own the shares since it possesses investment and/or voting power over the shares. Dimensional Fund Advisors, LP, however, disclaimed beneficial ownership of the shares.

The following table lists each stockholder known to the Corporation to be the beneficial owner of more than 5% of the Corporation's common stock as of March 6, 2007, as more fully described above:

### Principal Holders

Title of Class	Name & Address of Beneficial Owner	Amount and Nature	
		Ownership	Percent of Class
Common	Wesbanco Trust and Investment Services  One Bank Plaza  Wheeling, WV 26003	1,804,453*	8.50%
Common	Dimensional Fund Advisors, LP  1299 Ocean Avenue  Santa Monica, CA 90401	1,627,814*	7.56%

\* Nature of beneficial ownership more fully described in text immediately preceding table.

### Ownership of Securities by Directors, Nominees and Officers

The following table sets forth the number of shares of the Corporation's common stock beneficially owned by each nominee, each continuing director and each officer of the Corporation named in the Summary Compensation Table, and all of its executive officers and directors as a group as of March 1, 2007. There is no other class of voting securities issued and outstanding.

Name of Beneficial Owner	Sole Voting and Investment Authority	Shared Voting and/or Investment Authority	Percent of Class
James E. Altmeyer (Nominee)	10,357		*
Ray A. Byrd	9,553(1)		*
R. Peterson Chalfant	51,785	46,489(2)	*
Christopher V. Criss (Nominee)	51,494(3)	115,370(3)	*
Robert M. D. Alessandri (Nominee)	1,249		*
James D. Entress	21,000(4)		*
Abigail M. Feinknopf	16,500	127,601(5)	*
John W. Fisher, II (Nominee)	1,637(6)		*
Ernest S. Fragale	63,712(7)		*
James C. Gardill (Nominee)	43,401(8)		*
Edward M. George	19,000(9)		*
Vaughn L. Kiger (Nominee)	10,163(10)	1,187(11)	*
Robert E. Kirkbride (Nominee)	4,229(12)		*
Paul M. Limbert (Director & Executive Officer)	75,794(13)		*
Jay T. McCamic	15,082(14)	127,601(14)	*
Kristine N. Molnar (Executive Officer)	7,871(15)	250(16)	*
F. Eric Nelson, Jr. (Nominee)	21,532(17)	1,045(18)	*
Dennis G. Powell (Executive Officer)	100		*
Jerome B. Schmitt (Executive Officer)	32,118(19)		*
Henry L. Schulhoff (Nominee)	102,797(20)	5,721(21)	*
Joan C. Stamp	19,825(22)		*
Reed J. Tanner	7,454(23)	2,622(24)	*

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Robert H. Young (Executive Officer)	18,422(25)		*
All Directors and Officers as a group (27 persons)	<b>749,464</b>	<b>427,886</b>	<b>5.57%</b>

\* Beneficial ownership does not exceed one percent (1%).

- (1) Includes 7,344 shares held for Mr. Byrd's benefit in a Rabbi Trust established under the Wesbanco, Inc. Deferred Compensation Plan.
- (2) Includes 23,000 shares held in the Clyde Chalfant GST Trust for the benefit of R. Peterson Chalfant and 23,489 shares held in the Mary Peterson Chalfant GST Trust for the benefit of R. Peterson Chalfant.
- (3) Includes 6,024 shares held for Mr. Criss's benefit in a Rabbi Trust established under the Wesbanco, Inc. Deferred Compensation Plan. Atlas Towing Company, in which Mr. Criss owns a substantial interest and serves as an officer and director, owns 115,370 shares.
- (4) Includes 21,000 shares held at Wesbanco Bank, Inc. as custodian for James D. Entress's IRA. Dr. Entress's wife, Dr. Cheryl Entress, is the owner of an additional 17,738 shares held in an IRA custodian account at Wesbanco Bank, Inc. for which Dr. Entress disclaims beneficial ownership.
- (5) Includes 127,601 shares held in trust for the benefit of Mrs. Feinknopf.
- (6) Includes 295 shares held by Mr. Fisher's wife, Susan V. Fisher.
- (7) Includes 3,089 shares held for Mr. Fragale's benefit in a Rabbi Trust established under the Wesbanco, Inc. Deferred Compensation Plan and 1,687 shares held in the Wesbanco KSOP.
- (8) Includes 15,402 shares held in an IRA account for Mr. Gardill. Also includes 12,957 shares held by Mr. Gardill's wife, Linda T. Gardill and 3,720 shares held in her IRA account.
- (9) Includes 5,328 shares held in an IRA account for Mr. George. Mr. George's wife, Sandra F. George, is the owner of an additional 600 shares for which Mr. George disclaims beneficial ownership.
- (10) Includes 2,323 shares held in an IRA account for Mr. Kiger.
- (11) Mr. Kiger's wife, Meredith Kiger, is the owner of an additional 1,367 shares for which Mr. Kiger disclaims beneficial ownership. Mr. Kiger also holds 1,187 shares as custodian for his children.
- (12) Includes 3,804 shares held for Mr. Kirkbride's benefit in a Rabbi Trust established under the Wesbanco, Inc. Deferred Compensation Plan.
- (13) Includes options to purchase 58,444 shares which are vested in the Wesbanco Key Executive Incentive Bonus & Option Plan and 5,498 shares held in the Wesbanco KSOP.
- (14) Includes 4,791 shares held in trust by Mr. McCamic's wife, Jimmie Ann McCamic and 127,601 shares held in trust for the benefit of Mr. McCamic.
- (15) Includes options to purchase 4,167 shares which are vested in the Wesbanco Key Incentive Bonus and Option Plan and 3,546 shares held in the Wesbanco KSOP.
- (16) Includes 250 shares held in a trust in which Mrs. Molnar has a beneficial ownership.
- (17) Includes 300 shares held by Mr. Nelson's children.
- (18) O & G, Inc., in which Mr. Nelson is a partner, owns 1,045 shares.
- (19) Includes options to purchase 23,833 shares which are vested in the Wesbanco Key Executive Incentive Bonus and Option Plan and 5,134 shares held in the Wesbanco KSOP.
- (20) Includes 8,991 shares held by Mr. Schulhoff's wife, Cathleen C. Schulhoff and 443 shares held for Mr. Schulhoff's benefit in a Rabbi Trust established under the Wesbanco, Inc. Deferred Compensation Plan. Also includes options to purchase 16,987 shares.
- (21) Schulhoff & Co., in which Mr. Schulhoff serves as an officer, owns 5,721 shares.
- (22) Includes 10,696 shares held in Mrs. Stamp's trust at Wesbanco Bank, Inc.
- (23) Includes 4,391 shares held for Mr. Tanner's benefit in a Rabbi Trust under the Wesbanco, Inc. Deferred Compensation Plan.
- (24) Includes 477 shares held in trust in which Mr. Tanner has a beneficial interest. He is also Co-Trustee of his brother's family trust which holds 2,145 shares for which Mr. Tanner disclaims beneficial ownership.
- (25) Includes options to purchase 16,667 shares which are vested in the Wesbanco Key Executive Incentive Bonus and Option Plan and 1,755 shares held in the Wesbanco KSOP.

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**Section 16(a) Beneficial Ownership Reporting Compliance**

Section 16(a) of the Securities Exchange Act of 1934 (the "Act") requires the Corporation's officers, directors, and persons who own more than 10% of a registered class of the Corporation's equity securities, to file reports of ownership and changes in ownership with the Securities & Exchange Commission (the "SEC"). Officers, directors and greater than 10% stockholders are required to furnish the Corporation with copies of all Section 16(a) reports they file.

Based solely on its review of the copies of Forms 3, 4 and 5 received by it, or written representations from certain reporting persons that no Forms 5 were required for those persons, the Corporation believes that, during the calendar year 2006, all filing requirements applicable to its officers, directors and greater than 10% beneficial owners were fulfilled except for:

(i) Shares purchased by PNC advisors as Trustee for the Deferred Compensation Plan for Ray A. Byrd (270.83); Ernest S. Fragale (247.16); Robert E. Kirkbride (403.33); Henry L. Schulhoff (143.398); and Reed J. Tanner (245.27).

(ii) 1,000 shares sold from the Wesbanco Dividend Reinvestment Plan by Christopher V. Criss.

The Corporation is required to report late filings.

**Transactions With Directors and Officers**

**Transactions with Related Persons**

The Corporation generally considers credit relationships with directors and/or their affiliates to be immaterial and as not impairing the director's independence so long as the terms of the credit relationship are similar to other comparable borrowers. The Corporation uses the following guidelines to determine the impact of a credit relationship on a director's independence. The Corporation presumes that extensions of credit which comply with Federal Reserve Regulation O to be consistent with director independence. In other words, the Corporation does not consider normal, arms-length credit relationships entered into in the ordinary course of business to negate a director's independence.

Regulation O requires such loans to be made on substantially the same terms, including interest rates and collateral, and following credit-underwriting procedures that are no less stringent than those prevailing at the time for comparable transactions by the Bank with other persons. Such loans also may not involve more than the normal risk of repayment or present other unfavorable features. Additionally, no event of default may have occurred (that is, such loans are not disclosed as non-accrual, past due, restructured, or potential problems). The Board of Directors must review any credit to a director or his or her related interests that has become criticized in order to determine the impact that such classification has on the director's independence. In addition, the Corporation does not consider independent any director who is also an executive officer of a company to which the Corporation has extended credit unless such credit meets the substantive requirements of Regulation O.

Vaughn L. Kiger, a director of the Corporation, leases two parcels of real estate to the banking subsidiary of the Corporation on which the Bank operates a drive-in facility. The leases predate Mr. Kiger's election to the Board and were executed by a predecessor bank acquired by the Corporation. The rental income payable on the two parcels combined is approximately \$33,800.

James C. Gardill, a nominee for director, is a member of Phillips, Gardill, Kaiser & Altmeyer, PLLC, which serves as the Corporation's primary outside legal counsel. Edward M. George, III is also a member of Phillips, Gardill, Kaiser & Altmeyer, PLLC. Mr. George is the son of Edward M. George, a Director and Chairman of the Corporation. Fees aggregating \$840,968.00 were paid to the law firm for legal services rendered to the Corporation and its affiliates during the year. From time to time, the firm of Schrader, Byrd & Companion, PLLC, of which Ray A. Byrd, a Director of the Corporation, is a member, performs services for the Corporation.

It is contemplated that these firms will be retained to perform legal services during the current year. The Corporation also retains the law firm of McCamic, Sacco, Pizzuti & McCoid, PLLC, pursuant to an agreement dated November 30, 2001, as modified by letter dated January 7, 2003. The agreement provides for a monthly retainer of \$6,000 and continues for a term of six years from March 1, 2002. Jay T. McCamic, a Director of the Corporation, is a member of such professional limited liability company.

Several directors have been appointed to the Board and subsequently nominated for election pursuant to acquisition and merger related agreements. Ms. Feinknopf was appointed to the Board pursuant to the merger agreement with American Bancorporation. Under the terms of that agreement, Mr. Jeremy C. McCamic served as a member of the Board until December 31, 2002, at which time he resigned and the Corporation appointed his son, Jay T. McCamic, to the Board. Also under the terms of the agreement, the Corporation has agreed to include Ms. Feinknopf and Mr. Jay T. McCamic as recommended nominees until each has served at least a full three year term. Mr. Schulhoff was appointed to the Board pursuant to the Merger Agreement with Winton Financial Corporation. Under the terms of the Winton agreement, the Corporation has agreed to include Mr. Schulhoff as a recommended nominee until he has served at least a full three year term.

#### **Policies and Procedures for Approval of Related Party Transactions**

The Corporation recognizes that related party transactions can present potential or actual conflicts of interest and create the appearance that corporate decisions are based on considerations other than the best interests of the Corporation and its shareholders. Therefore, the Board of Directors has adopted a formal, written policy with respect to related party transactions.

For the purpose of the policy, a related party transaction is a transaction in which the Corporation participates and in which any related party has a direct or indirect material interest, other than (i) transactions available to all employees or customers generally, (ii) transactions involving less than \$120,000 when aggregated with all similar transactions, or (iii) loans made by the Bank in the ordinary course of business, made on substantially the same terms, including interest rates and collateral, as those prevailing at the time for comparable loans with persons not related to the Bank, and not involving more than the normal risk of collectibility or presenting other unfavorable features.

Under the policy, any related party transaction must be reported to the Audit Committee and may be consummated or may continue only (i) if the Audit Committee, or Chairman thereof acting between meetings, approves or ratifies such transaction and if the transaction is on terms comparable to those that could be obtained in arm's length dealing with an unrelated third party, (ii) if the transaction involves compensation that has been approved by the Compensation Committee, or (iii) if the transaction has been approved by the disinterested members of the Board of Directors. The Audit Committee may approve or ratify the related party transaction only if the Committee determines that, under all of the circumstances, the transaction is in the best interests of the Corporation.

The current policy was formalized and adopted in February, 2007. All related party transactions since January 1, 2006, which were required to be reported in this Proxy Statement, were approved by either the Audit Committee or the Compensation Committee of the Board of Directors.

#### **Election of Directors**

The Board of Directors of the Corporation is divided into three classes, as nearly equal in number as the numerical membership of the Board will permit, the members of such classes to serve staggered terms of three years each. The Bylaws permit the Board to determine each year the number of Directors up to a maximum of thirty-five, and the Board of Directors has determined that the Board shall consist of nineteen members, and has fixed the number of Directors to be elected to the Board of Directors at the forthcoming meeting at nine persons, seven to serve for a term of three years which will expire at the annual stockholders meeting in 2010, one to serve an unexpired term of two years which will expire at the annual stockholders meeting in 2009, and one to serve an unexpired term of one year which will expire at the annual stockholders meeting in 2008.

The Corporation and its principal banking subsidiary, the Bank, currently each maintain separate boards of directors and hold separate meetings, with the Corporation board meeting every other month and the Bank board meeting monthly. These separate and distinct boards and meetings require significant management time and reporting and overlap to some extent in the oversight and monitoring responsibilities of the boards. After consultation with its bank regulatory agencies and a strategic review of this structure by the Boards of Directors of the Corporation and the Bank, the Board of Directors of the Corporation has determined to consolidate the two boards and is adding several directors to its Board as part of this consolidation and elimination of the separate Bank Board. At the regular reorganization meeting of the Corporation following the Annual Meeting of Shareholders, the Board of Directors of the Corporation will also be elected as the Board of Directors of the Bank.

There are no family relationships among the directors, nominees or executive officers of the Corporation, except that Abigail M. Feinknopf is the sister of Jay T. McCamic. A majority of the Corporation's directors are independent as defined in Nasdaq listing standards. The Board has determined that all of the directors and nominees are independent as that term is defined under the Nasdaq definition, except for Abigail M. Feinknopf, Jay T. McCamic, Paul M. Limbert, Edward M. George and James C. Gardill.

Accordingly, the following persons have been nominated for election to the Board:

**Nominees**

*A. Directors Whose Term of Office Will Expire at the Annual Stockholders Meeting in 2010*

<b>Name</b>	<b>Age</b>	<b>Principal Occupation (1)</b>	<b>Director Since</b>
James E. Altmeyer	68	President, Altmeyer Funeral Homes, Inc; Director, Consol Energy, Inc.; Director CNX Gas Corp.	10/16/87
Christopher V. Criss	50	President & Chief Executive Officer, Atlas Towing Co.	07/17/92
Robert M. D Alessandri, MD	61	Vice President for Health Services at West Virginia University and President of the Blanchette Rockefeller Neurosciences Institute. He served as Dean of the School of Medicine from 1989 to 2004	Nominee
Vaughn L. Kiger	62	President, Old Colony Company, Realtors; Former Chairman of the West Virginia University Board of Advisors and Board of Governors	02/19/04
Robert E. Kirkbride	67	President, Ohio Valley Land Co.; Former Vice President-Administration & Finance, Christy & Associates	02/19/04
Henry L. Schulhoff (2)	63	President of Schulhoff and Company, Inc.	01/03/05
James C. Gardill	60		