

Hot Topics in Corporate Governance – FWA’s Signature Director’s Reception March 24, 2016

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The atmosphere in the room crackled with anticipation as corporate governance gurus Margaret (Peggy) Foran, Debra Perry, and Laurie Shahon stepped up to the dais. Hosted by Sidley and masterfully moderated by Sidley partner Susan Merrill, the panelists discussed the issues corporate boards are grappling with in the 2016 governance environment.

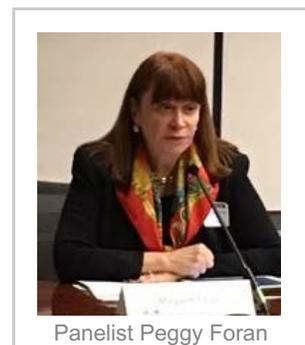
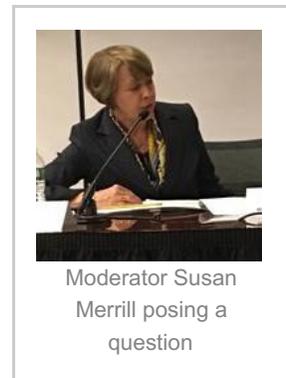


Featuring:

- **Margaret Foran**, Chief Governance Officer, Prudential Financial; director, Occidental Petroleum and Governance and Social Responsibility Committee Chair
- **Debra Perry**, director and Audit Committee Chair of Partner Re and Korn Ferry, respectively; director and Governance Committee Chair of Sanford C. Bernstein Fund
- **Laurie Shahon**, director of KCG (Knight Capital), Ramco Gershenson Properties Trust, Life Insurance Company of Boston and New York, and Augmented Reality Concepts

Proxy access – public pensions are clamoring for the right for shareholders to put binding resolutions in front of shareholders. Who will actually use it? Board refreshment – practicalities on the difficulty of getting board members to step down to make room for new ones. Shareholder engagement – no longer can board members delegate shareholder communication to the investor relations department, even in the absence of activists. Activists — had their influence peaked in light of poor returns? Growth – how can companies generate revenue growth in this extended period of slack demand?

But Peggy Foran was seeing “green shoots” of progress toward investors favoring board accountability for diversity and sustainability. FWA’s own Laurie Shahon noted that smaller companies have no choice but to attract the best board members they can afford. Debra



Perry cited collaborative efforts like the Shareholders-Directors Exchange to generate public-spirited conversations between investors and corporate directors. The evening concluded with optimism for continuing movement towards more progressive corporate governance and management.

seeing "green shoots" of progress on diversity

Sincere thanks to host Sidley Austin, via Partner Holly Gregory and Client Service Officer Janet Zagorin, for their generous sponsorship.



Engaged audience gathering pearls of wisdom