Curriculum & Schedule

Day 1

Bootcamp Basics – Introduction to Corporate Governance
Wednesday, September 23, from 11:00 AM to 3:00 PM ET (with breaks)

11:00 AM  Introductions
Edward Rock, Martin Lipton Professor of Law and director, Institute for Corporate Governance & Finance, NYU Law
David Katz, partner, Wachtell Lipton Rosen & Katz
Amy Borrus, executive director, CII

11:15 AM-12:15 PM  Corporate Governance
Edward Rock, NYU Law

12:15 PM-12:45 PM  Break

12:45 PM-1:45 PM  Securities Regulation
Robert Bartlett, professor of law, University of California-Berkeley Law

1:45 PM-2:00 PM  Break

2:00 PM-3:00 PM  Executive Compensation
Ryan Bubb, professor of law, NYU Law

Program for Governance Professionals with Some Experience (beginners welcome, too)
Wednesday, September 23, from 3:30 PM to 6 PM ET (with breaks and breakout sessions)

3:30 PM – 3:45PM  Introduction to Part II

3:45 PM-4:45 PM  Introductions & Shareholder Engagement with Companies
Tom Elliott, assistant VP, Governance and proxy, Capital Group
Margaret Foran, chief governance officer, SVP and corporate secretary, Prudential Financial
Tanya Levy-Odom, director, investment stewardship, BlackRock
Moderator: Valerie Haertel, SVP, investor relations, CVS Health

4:45 PM – 5:00 PM  Break

5:00 PM-6:00 PM  For Whom is the Corporation Governed?
Faculty: Ken Bertsch, former executive director, CII
Scott Kupor, managing partner, Andreesen Horowitz
Larry Sonsini, partner, Wilson Sonsini Goodrich & Rosati
Gabrielle Sulzberger, board member, Mastercard, Ford Foundation
Moderator: Edward Rock, NYU Law

Day 2
Program for Governance Professionals with Some Experience (beginners welcome, too)
Thursday, September 24, from 10:15 AM to 6 PM ET (with breaks and breakout sessions)

10:15 AM-10:30 AM  Breakout groups and introductions

10:30 AM-12:00 PM  How to Critically Read a Financial Statement, includes a breakout session
April Klein, professor of accounting, NYU Stern School of Business
Breakout sessions 11:15-11:50 AM

12:00-12:30 PM  Break

12:30 PM-2:00 PM  Integrating ESG Considerations
Moderator: Amy Borrus, CII

Human Capital Management (12:30-1:00 PM)
Keir Gumbs, associate general counsel, Uber

Engaging on Lobbying & Political Disclosure: A Real-World Example at Chevron
(1-1:20 PM)
Mary Francis, corporate secretary & chief governance officer, Chevron
Lisa Epifani, manager, ESG policy & engagement, Chevron

Breakout sessions - engaging on lobbying disclosure (1:20-1:40 PM)

How Chevron Handled the Engagement (1:40-2:00 PM)
Mary Francis and Lisa Epifani, Chevron
2:00-2:15 PM Break

2:15 PM-3:15 PM How the Proxy System Works
Bruce Goldfarb, founder, president & CEO, Okapi Partners
Scott Winter, managing director, Innisfree M&A

3:15 PM-3:45 PM Break

3:45 PM-4:30 PM Director Refreshment
Cristiano Guerra, head of special situations research, ISS
Brandon Boze, president, ValueAct Capital
Moderator: Robert Jackson, Jr., professor of law, co-director, Institute for Corporate Governance & Finance, NYU Law

4:30-4:45 PM Break

4:45-6:00 PM Executive Compensation: How to Analyze Say-on-Pay Resolutions
Moderator: Christina Maguire, BNY Mellon

Trends in Pay Plans & Say-on-Pay Votes (4:45 PM-5:10 PM)
Marc Hodak, Farient Advisors
David Chun, Equilar

Breakout sessions on analyzing a proxy statement to recommend a real-world SOP vote (5:10-5:40 PM)

What Glass Lewis recommended and how BNY Mellon voted (5:40-6:00 PM)
Aaron Bertinetti, independent consultant and former head of research & engagement, Glass Lewis
Christina Maguire, VP, governance & operations, BNY Mellon

Day 3
Program for Governance Professionals with Some Experience (beginners welcome, too)
Friday, September 25, from 11:00 AM to 4 PM ET (with breaks and breakout sessions)

How is Silicon Valley Different?
Faculty lead: David Berger, partner, Wilson Sonsini Goodrich & Rosati

11 AM -11:50 AM Governance in Smaller Valley Companies
Bruce Dunlevie, founding general partner, Benchmark Capital
Penny Herscher, chair, Lumentum; director, multiple companies
Drew Hambly, head of global stewardship, Morgan Stanley Investment Management
Thomas Kamei, investor, global growth team, Morgan Stanley Investment Management
Moderator: Lisa Stimmel, partner, Wilson Sonsini Goodrich & Rosati

11:50 AM-12:20 PM  Break

12:20 PM-1:10 PM  Governance in Larger Valley Companies
Donna Anderson, vice president, corporate governance, T. Rowe Price
John Donovan, director, Palo Alto Networks
Ken Goldman, president, Hillspire; former CFO Yahoo!, Siebel Systems
Moderator: Jeffrey Saper, partner, Wilson Sonsini Goodrich & Rosati

1:10 PM-1:30 PM  Break

1:30 PM-2:30 PM  Shareholder Activism in Silicon Valley

Elliott Management’s Record on Activism
Edward Rock, NYU Law (1:30-1:45 PM)

Fireside Chat with Jesse Cohn, equity partner, head of U.S. equity activism, Elliott Management (1:45 PM-2:30 PM)
Moderator: David Berger

2:30 PM-3:00 PM  Break

3:00 PM-4:00 PM  Shareholder Litigation
David Berger, Wilson Sonsini Goodrich & Rosati
Randall Baron, Robbins Geller Rudman & Dowd

Breakout sessions 3:10-3:30 PM

Reconvene 3:30-4:00 PM

4:00-4:05 PM  Wrap-up