



# CII-NYU Corporate Governance Bootcamp

November 16–18, 2022 | New York City

PRESENTED BY



Institute for  
**Corporate  
Governance  
& Finance**  
NYU School of Law

NYU School of Law - Furman Hall  
245 Sullivan Street  
New York, NY 10012

## Wednesday, November 16

### Foundations of Corporate Governance – An Introductory Course

Furman Hall, 9<sup>th</sup> Floor- Lester Pollack Colloquium Room

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|--------------------------|--|
| <b>9:00-9:15 AM</b>      | <b>Welcome &amp; Introductions</b><br>Edward Rock, Martin Lipton Professor of Law & Director, Institute for Corporate Governance & Finance, NYU School of Law<br>David Katz, Partner, Wachtell, Lipton, Rosen & Katz<br>Amy Borrus, Executive Director, Council of Institutional Investors (CII) |
| <b>9:15 AM-10:15 PM</b>  | <b>Corporate Governance</b><br>Edward Rock, NYU School of Law  |
| <b>10:15 AM-10:30 AM</b> | <b>Break</b>   |
| <b>10:30 AM-11:30 AM</b> | <b>How to Read a Financial Statement</b><br>April Klein, Professor, NYU Stern School of Business   |
| <b>11:30 AM-12:30 PM</b> | <b>Securities Regulation</b><br>Stephen Choi, Professor, NYU School of Law   |
| <b>12:30 PM-1:30 PM</b>  | <b>Lunch – Lipton Hall, <i>located inside D’Agostino Hall</i></b>  |
| <b>1:30 PM-2:30 PM</b>   | <b>Executive Compensation</b><br>Ryan Bubb, Professor, NYU School of Law   |

*\*\*End of Foundations of Corporate Governance\*\**

## **Advanced Topics in Stewardship – For Governance Professionals with Some Experience**

Lester Pollack Colloquium Room

- 3:00 PM-4:00 PM**      **“Do’s and Don’ts” of Engagement** (*panel discussion*)  
Donna Anderson, Vice President & Head of Corporate Governance, T. Rowe Price  
Theresa Molloy, Vice President, Governance & Shareholder Services, Prudential  
Yumi Narita, Executive Director of Corporate Governance, Office of the NYC  
Comptroller  
Moderator: Amy Borrus, Executive Director, CII
- 4:00 PM – 4:45 PM**      **Fireside Chat with Engaged Investor Ed Garden, CIO, Triam Fund Management**  
Moderator: Edward Rock, NYU School of Law
- 4:45 PM-5:45 PM**      **Happy Hour**

### **Thursday, November 17**

#### **Advanced Topics in Stewardship (continued)**

Furman Hall, 9<sup>th</sup> Floor- Lester Pollack Colloquium Room

- 9:00 AM-9:45 AM**      **Proxy Plumbing and Shareholder Communications** (*panel discussion*)  
Cathy Conlon, Vice President of Strategy & Business Development, Broadridge Financial  
Solutions  
Mark Harnett, Senior Managing Director, Okapi Partners  
Scott Winter, Managing Director, Innisfree M&A  
Moderator: Edward Rock, NYU School of Law
- 9:45 AM-10:30 AM**      **New Topics in Voting** (*panel discussion*)  
Jessica Burt, Global COO Fixed Income & Sustainable ETFs, BlackRock  
Jill Whitney, Vice President, Service Delivery BBDI, Broadridge Financial Solutions  
Moderator: Tracy Stewart, Director of Research, CII
- 10:30 AM-10:45 AM**      **Break**
- 10:45 AM-11:45 AM**      **Analyzing Say-on-Pay Proposals** (*panel discussion*)  
Kristin Drake, Head of Investment Stewardship & Vice President, Dimensional Fund  
Advisors  
Anthony Mark Garcia, Senior Director- Investment Stewardship | ESG/Responsible  
Investing, Nuveen  
Michael McCauley, Senior Officer, Florida State Board of Administration  
Moderator: Glenn Davis, Deputy Director, CII
- 11:45 AM-12:45 PM**      **Lunch – Greenberg Lounge, Vanderbilt Hall**
- 12:45 PM—1:30 PM**      **Developing Voting Guidelines on New Proxy Proposals** (*panel discussion*)  
Sarah Relich, Director, Investment Stewardship, Vanguard  
Kellie Huennekens, ESG Stewardship Manager, Capital Group  
Moderator: Glenn Davis, Deputy Director, CII

- 1:30 PM-2:15 PM**      **Factoring in Climate Disclosure & Net Zero Pledges** (*panel discussion*)  
 Benjamin Colton, Global Head of Asset Stewardship, State Street Global Advisors  
 Drew Hambly, Investment Director & Head of Corporate Governance, Global Equity,  
 California Public Employees' Retirement System Investment Office  
 Catherine Winner, Global Head of Stewardship Goldman Sachs  
 Moderator: Amy Borrus, Executive Director, CII
- 2:15 PM-2:30 PM**      **Break**
- 2:30 PM-3:15 PM**      **ESG and Performance**  
 Shivaram Rajgopal, Kester & Byrnes Professor of Accounting & Auditing, Columbia  
 University
- 3:15 PM-4:00 PM**      **Musk@Twitter: Legal Experts Weigh In** (*panel discussion*)  
 Scott Luftglass, Partner, Fried Frank  
 Laura Turano, Partner, Paul Weiss  
 Melissa Sawyer, Global Head of Mergers & Acquisitions, co-head of Corporate  
 Governance, Sullivan & Cromwell  
 Moderator: Emiliano Catan, Professor of Law, NYU
- 4:00 PM – 5:00 PM**      **Happy Hour**

## **Friday, November 18**

### **Advanced Topics in Stewardship (continued)**

**Furman Hall, 9<sup>th</sup> Floor -Lester Pollack Colloquium Room**

- 9:00 AM -10:00 AM**      **Officer Exculpation Under DGCL 102(b)(7)** (*panel discussion*)  
 Amy Borrus, Executive Director, CII  
 David Katz, Partner, Wachtell, Lipton, Rosen & Katz  
 Mark Lebovitch, Partner, Bernstein Litowitz Berger & Grossman LLP  
 Scott Luftglass, Partner, Fried Frank  
 Moderator: Edward Rock, NYU School of Law
- 10:00 AM-10:15 AM**      **Break**
- 10:15 AM-11:00 AM**      **Washington Outlook**  
 Robert J. Jackson Jr., Co-Director & Pierrepont Family Professor of Law, Institute for  
 Corporate Governance & Finance, NYU School of Law; Former Commissioner,  
 Securities & Exchange Commission  
 Allison Herren Lee, Senior Research Fellow, Institute for Corporate Governance &  
 Finance, NYU School of Law; Former Acting Chair/Commissioner, Securities &  
 Exchange Commission  
 Moderator: Edward Rock, NYU School of Law
- 11:00 AM – 12:00 PM**      **Inside the Boardroom with Leslie A. Brun, Lead Independent Director, Broadridge  
 Financial Solutions; Chair, CDK Global; Director, Corning and Merck**  
 Moderator: Edward Rock, NYU School of Law

*\*\*End of Advanced Topics in Stewardship\*\**