



PCCE Directors' Academy

Inaugural Event – Mornings of September 21, 22, 28 and 29, 2021 (via Zoom)

Day One (Tues., 9/21)

9:30 am: Opening Remarks

Topic: Effective Use of Committees: Compensation, Audit, and Risk

- 9:45 am – 10:35 am: **Panel: Compensation and Nomination Committees**

Moderator: Marc Treviño (Sullivan & Cromwell)

Panelists:

- Jamie Gorelick (WilmerHale; Director and Chair, Nominating and Governance Committee, Amazon.com; Director, Verisign; former Vice Chair, Fannie Mae)
 - Eileen Murray (Chair, FINRA Board of Governors; Director, HSBC, Guardian Life Insurance Company, and Compass)
 - Nell Minow (Vice Chair, ValueEdge Advisors)
 - Garen Staglin (ONE MIND and Healthy Brains Global Initiative; Chair, Compensation Committee, Silicon Valley Bank; Chairman of the Board and Member (and former Chairman), Compensation Committee, EXL Services)
- 10:35 am – 10:45 am: Break
 - 10:45 am – 11:35 am: **Panel: Audit and Risk**

Moderator: Tom Baxter (PCCE)

Panelists:

- Barbara Byrne (Director and Chair, Audit Committee, ViacomCBS)
- George Simeone (Director, Deloitte)
- Bryan Osmar (Director, CLS Bank)
- Cynthia Patton (General Counsel, Verily Life Sciences)

- 11:35 am – 11:45 am: Break

Topic: Board Diversity and Composition

- 11:45 am – 12:35 pm: **Panel: Board Diversity and Composition**

Moderator: Lisa Fairfax (Presidential Professor; Co-Director, Institute for Law and Economics, University of Pennsylvania Carey Law School)

Panelists:

- Barry Lawson Williams (Former Director)
- James DeGraffenreidt (Director, Harbor Bankshares Corporation, Mass Mutual Financial Group, American Gas Association, Alliance to Save Energy; Chair of Board, American Gas Association)

- Lisa Shalett (Founder, Extraordinary Women on Boards; Director, AccuWeather, Bully Pulpit Interactive)
- Hillary Sale (Professor, Georgetown Law; Member, FINRA Board of Governors)

Day Two (Weds., 9/22)

Topic: Potential Liability for and Director Oversight Duties over Legal and Compliance Risk

- 9:00 am – 9:25 am: **Lecture by Jennifer Arlen: Director Oversight Duties over Legal and Compliance Risk**
- 9:25 am – 9:35 am: Break
- 9:35 am – 10:25 am: **Panel: Practical Perspectives on Board Governance of the Compliance Function**
Moderator: Jennifer Arlen (PCCE, NYU School of Law)
Panelists:
 - Daniel Kahn (Acting Deputy Assistant Attorney General for the Criminal Division, U.S. Department of Justice)
 - Bruce Yannett (Debevoise)
 - David Szuchman (Senior Vice President, Global Head of Financial Crimes and Customer Protection, PayPal)
 - David Greenberg (CEO, Acqua Recovery; Director and Chair, Governance and Risk Assessment Committees, International Seaways)
- 10:25 am – 10:35 am: Break

Topic: Governance of the At-Home Workforce

- 10:35 am – 11:25 am: **Panel: Governance of the At-Home Workforce**
Moderator: Kathryn Reimann (PCCE)
Panelists:
 - Bart Schwartz (Chairman, Guidepost Solutions)
 - Cheemin Bo-Linn (CEO, Peritus Partners; Director, BlackLine Safety)
 - Alexandra Samuel (Data Journalist; Co-Founder of Social Signal)
 - Beth Webster (Director and Member, Compensation, Risk & Compliance, and Strategy Committees, CURO Financial Technologies Corp.)

Breakout Session:

11:25 am – 11:50 am: **Breakout Session: You're a director at a food company and you've just had a listeria outbreak-- what do you do?**

Moderator: Sharon Cohen Levin (Sullivan & Cromwell)

- 11:50 am – 12:10 pm: Break

- 12:10 pm – 12:45 pm: **Keynote: Dan Schulman (CEO, PayPal)**
Moderator: Tensie Whelan (NYU Stern School of Business)

Day Three (**Tues., 9/28**)

Topic: Cybersecurity, Data Management, and Data Privacy

- 9:00 am – 9:25 am: **Fireside Chat on Governance of Cybersecurity with Ed Stroz (Founder, Stroz Friedberg) and Carl Young (Chief Information Officer and Chief Security Officer, The Julliard School)**
- 9:25 am – 9:35 am: Break
- 9:35 am – 10:25 am: **Panel: Governance of Cybersecurity and Data Management**
Moderator: Randy Milch (NYU School of Law)
Panelists:
 - Debora Plunkett (Director, BlueVoyant)
 - Avi Gesser (Debevoise)
 - Justin Shibayama Herring (Executive Deputy Superintendent, Cybersecurity Division, New York State Department of Financial Services)
- 10:25 am – 10:35 am: Break

Topic: U.S. Criminal and Civil Enforcement Policy

- 10:35 am – 11:00 am: **Lecture by Jennifer Arlen: Corporate Criminal Enforcement Policy: What Do Directors Need to Know About U.S. Criminal and Civil (SEC) Enforcement Policy**
- 11:00 am – 11:10 am: Break

Topic: Governance of Crisis Management

- 11:10 am – 12:00 pm: **Panel: Governance of Crisis Management**
Moderator: Steve Peikin (Sullivan & Cromwell)
Panelists:
 - Jane Sherburne (Director, Teledyne Technologies, Inc. and HSBC)
 - Brad Karp (Paul, Weiss)
 - Doug Lankler (General Counsel, Pfizer)
 - Karen Seymour (Sullivan & Cromwell)
- 12:00 pm – 12:10 pm: Break
- 12:10 pm – 12:45 pm: **Keynote: Jamie Hodari (CEO and Co-Founder, Industrious)**
Moderator: Alicyn Cooley (PCCE)

Breakout Session:

- 12:45 pm – 1:15 pm: **Breakout Session: Q&A with a Chief Compliance Officer on Achieving Compliance in a Challenging Business Environment**
Moderator: Jane Levine (Chief Compliance Officer, DailyPay)

Day Four (Weds., 9/29)

Topic: Dealing with Activist Shareholders

- 9:00 am – 9:25 am: **Lecture by Rob Jackson: Things We Have Learned Regarding Shareholder Activism and Proxy Fights, Including Regarding Confidentiality and Information Sharing**
- 9:25 am – 9:35 am: Break

Topic: ESG

- 9:35 am – 10:25 am: **Panel: ESG**
Moderator: Alison Taylor (Ethical Systems, NYU Stern School of Business)
Panelists:
 - Charles “Chad” Holliday (Chairman of Board, Royal Dutch Shell; Director, HCA and Deere)
 - Benjamin Wilson (Beveridge & Diamond; Director, Northwestern Mutual Insurance Company)
 - Nancy Mahon (Senior Vice President, Global Corporate Citizenship and Sustainability, Estee Lauder; Director, TPG Pace Beneficial Finance Corp.)
 - Michelle Edkins (Managing Director, BlackRock Investment Stewardship)
- 10:25 am – 10:35 am: Break

Topic: Advice from Experienced Directors

- 10:35 am – 11:25 am: **Panel: “Insights from the Inside”—Advice for New Directors from Experienced Directors**
Moderator: Maria Vullo (Vullo Advisory Services)
Panelists:
 - General Darren McDew (Retired General, U.S. Air Force; Director, USAA, Parsons Corporation, Rolls-Royce of North America, and Abbott Laboratories)
 - Tom Glocer (Executive Chairman, BlueVoyant LLC; Lead Director, Morgan Stanley)
 - Janet Foutty (Chair of Board, Deloitte)
 - Marty Lipton (Wachtell)
- 11:25 am – 11:35 am: Break
- 11:35 am – 12:10 pm: **Keynote: Anthony Welters (Executive Chairman, BlackIvy Group)**
Moderator: Ed Rock (NYU School of Law)
- 12:10 pm – 12:20 pm: Break

Breakout Session:

- 12:20 pm – 12:45 pm: **Breakout Session: How do you do onboarding effectively?**
Moderator: Tom Baxter (PCCE)