

## **Director Education Programs**

(Updated December 2021)

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| <b>Program Title:</b> <b>Directors' Consortium</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>Sponsored by:</b> Stanford                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>Link to Program/Sponsor:</b> <a href="https://www.gsb.stanford.edu/exec-ed/programs/directors-consortium">https://www.gsb.stanford.edu/exec-ed/programs/directors-consortium</a>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| <b>Dates/Locations:</b> TBD 2022                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| <p><b>Program description:</b> This in-person program is a unique academic partnership between Stanford GSB and Stanford Law School. Experience world-class faculty, cutting-edge research, innovative ideas, and an interactive approach to learning — all optimized for a virtual environment. Engage directly with faculty through real-time lectures, Q&amp;A, and office hours. Immediately apply new learnings in the context of your work. And, connect and collaborate with other board members through group projects.</p> <p>Big data, shareholder activism, cybersecurity, financial literacy, liability risk: The list of issues and responsibilities for board members is ever-increasing and ever-changing. Drawing on cutting-edge research, current governance issues, emerging topics, and practical knowledge, Directors' Consortium live online goes beyond compliance to explore how directors can best represent shareholders and other stakeholders.</p> <p>You'll learn about financial reporting, compensation, fiduciary duties, CEO succession, and more. You'll develop a greater understanding of a board's oversight and advisory roles. And you'll examine real-world scenarios and formulate action plans with a set of people who confront similar problems.</p> <p><b>Program content</b> includes these <a href="#">highlights</a>:</p> <ul style="list-style-type: none"> <li>• Board Oversight &amp; Management: Failure Avoidance</li> <li>• CEO Succession Planning</li> <li>• Cybersecurity and the Board</li> <li>• Director Duties</li> <li>• Director Liability Risk</li> <li>• Executive Compensation &amp; Incentives</li> <li>• Finance</li> <li>• Recent Developments in Financial Reporting</li> <li>• Shareholder Activism</li> </ul> <p><b>Learning objectives:</b></p> <p>You'll learn about financial reporting, compensation, fiduciary duties, CEO succession, and more. You'll develop a greater understanding of a board's oversight and advisory roles. And you'll examine real-world scenarios and formulate action plans with a set of people who confront similar problems.</p> <p>Understand your fiduciary, legal, and ethical oversight responsibilities, and develop strategies to best represent shareholders and stakeholders.</p> <ul style="list-style-type: none"> <li>• Benchmark against best practices in corporate governance</li> <li>• Evaluate the role of the board in strategy development, evaluation, and evolution</li> <li>• Develop frameworks for prudent legal strategies that help boards navigate in litigious environments</li> <li>• Formulate strategies for managing CEO succession and evaluating executive compensation.</li> </ul> |
| <b>Cost:</b> \$14,000                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |

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| <b>Program Title:</b> <b>Boards that Lead: Corporate Governance that Builds Value</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| <b>Sponsored by:</b> Wharton University of Pennsylvania                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| <b>Link to Program/Sponsor:</b> See <a href="#">here</a> and <b>program content</b> below                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
| <b>Dates/Locations:</b> February 1 -2, 2022 Philadelphia, PA                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| <p><b>Program description:</b> Chief executives today face a number of challenges in the boardroom, among them: increased regulation, pressure from activist shareholders, and corporate governance reforms. <i>Boards That Lead: Corporate Governance That Builds Value</i> provides practical steps that directors and executives of publicly traded companies can take to make their corporate performance most effective through collaborative leadership.</p> <p>The program provides intriguing insights into corporate governance, giving directors and C-suite executives the knowledge they need to be high-performing board members that adds significant value to the company. Executives who attend this program gain a new perspective on corporate board governance and what constitutes a strong board while acquiring the skills to more easily collaborate, lead, and motivate each other and management.</p> <p><b>Program <a href="#">content</a>:</b></p> <p>Session topics include:</p> <ul style="list-style-type: none"> <li>• The New Role of the Board</li> <li>• CEO and Director Selection</li> <li>• Designing Effective Boards</li> <li>• How to Succeed in the Boardroom</li> <li>• Board Principles</li> </ul> <p><b>Learning objectives:</b></p> <p>In <i>Boards That Lead</i>, you will:</p> <ul style="list-style-type: none"> <li>• Understand how the role of a board of directors has changed in today's increasingly regulated business environment</li> <li>• Gain an insider's view of some of the world's most dynamic boardrooms from the executives who lead them</li> <li>• Acquire the proven road map for designing and leading an effective board</li> <li>• Uncover the best methods to recruit and select the most qualified directors</li> <li>• Collaborate more effectively as a board director, chairperson, or chief executive</li> </ul> <p>Specifically, you will learn:</p> <ul style="list-style-type: none"> <li>• What a company should look for when recruiting new directors</li> <li>• How a board can effectively engage and motivate corporate management</li> <li>• How a board determines suitability when hiring a new CEO</li> <li>• How an institutional investor or private equity or hedge fund should evaluate a board before investing in a company</li> </ul> |
| <b>Cost:</b> \$5,700                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |

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| <b>Program Title:</b> Corporate Governance: Essentials for a New Business Era                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>Sponsored by:</b> Wharton University of Pennsylvania                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| <b>Link to Program/Sponsor:</b> <a href="https://executiveeducation.wharton.upenn.edu/for-individuals/all-programs/corporate-governance-essentials-for-a-new-business-era/?utm_source=db&amp;utm_medium=email&amp;utm_content=oe&amp;utm_campaign=db21sr&amp;dclid=CPv80ZuUtvECFUm57AodY4cBXQ">https://executiveeducation.wharton.upenn.edu/for-individuals/all-programs/corporate-governance-essentials-for-a-new-business-era/?utm_source=db&amp;utm_medium=email&amp;utm_content=oe&amp;utm_campaign=db21sr&amp;dclid=CPv80ZuUtvECFUm57AodY4cBXQ</a>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| <b>Dates/Locations:</b> Live online: April 6 – 14, 2022                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| <p><b>Program description:</b> Today's corporate boards face historic and unprecedented challenges, including the global pandemic and its economic fallout, civil unrest, cybersecurity threats, the #MeToo movement, and more. Boards of directors must navigate these sources of unexpected enterprise risk while capably monitoring their firms' financial performance. For those responsible for filling board seats, the push toward making boards more diverse and inclusive adds complexity. Meanwhile, new opportunities are emerging for those seeking board service.</p> <p><i>Corporate Governance: Essentials for a New Business Era</i> provides critical tools for aspiring, newly appointed, and veteran board members, and for executives working with their board or other boards. Participants will gain insight into the duties and nuances of board service and learn to forge partnerships with company officers to strengthen financial return, enterprise risk management, and governance diversity.</p>                                                                                                                                                                                                                                                                                                                                   |
| <p><b>Program content</b></p> <p><b>Highlights and Key Outcomes</b></p> <p>In <i>Corporate Governance: Essentials for a New Business Era</i>, you will:</p> <ul style="list-style-type: none"> <li>• Explore board opportunities for C-suite officers in areas including technology, human resources, and sustainability</li> <li>• Grasp how a director's role is changing in today's social, legal, and business environment</li> <li>• Learn to present yourself as an attractive candidate for boards</li> <li>• Look inside the process for nominating, selecting, and onboarding directors</li> </ul> <p><b>Session topics include:</b></p> <ul style="list-style-type: none"> <li>• Enterprise challenges and risks including climate change, job displacement, global trade, disease epidemics, and social responsibility</li> <li>• Creating opportunities for those who have been underrepresented in the boardroom</li> <li>• Characteristics of successful board leaders</li> <li>• Overseeing management</li> <li>• Building diversity, equity, and inclusion in the boardroom</li> <li>• Leading boards through legal issues and other crises</li> <li>• Succession planning</li> <li>• Bringing environmental and social issues into the boardroom</li> <li>• Designing political and social strategies</li> <li>• Shareholder activism</li> </ul> |
| <b>Cost:</b> \$7,800                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
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| <b>Program Title:</b> Shareholder Activism and Corporate Governance                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |

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| <b>Sponsored by:</b> Wharton University of Pennsylvania                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| <b>Link to Program/Sponsor:</b> <a href="https://executiveeducation.wharton.upenn.edu/for-individuals/all-programs/shareholder-activism-and-corporate-governance/?utm_source=db&amp;utm_medium=email&amp;utm_content=oe&amp;utm_campaign=db21sr&amp;dclid=">https://executiveeducation.wharton.upenn.edu/for-individuals/all-programs/shareholder-activism-and-corporate-governance/?utm_source=db&amp;utm_medium=email&amp;utm_content=oe&amp;utm_campaign=db21sr&amp;dclid=</a>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| <b>Dates/Locations:</b> Live online: April 25 – 29, 2022 Philadelphia, PA                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| <b>Program description:</b> This unique, real-world program will help you to understand how and why activist shareholders select their target companies and how companies in turn prepare for, and deal with, an activist campaign. <i>Shareholder Activism and Corporate Governance</i> will shed an objective light onto the features of a company, including its governance structure and strategic and management approaches, which make it an attractive activist target. While distinguishing good from bad corporate governance is an art form, we will discuss the typical identifiers that are associated with value destruction and that attract activist attention. We will consider the steps and processes utilized by the activists in a campaign and identify those areas critical to unlocking, or potentially destroying, value.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| <p><b>Program content</b></p> <p><b>Highlights and Key Outcomes</b></p> <p>In <i>Shareholder Activism and Corporate Governance</i>, you will:</p> <ul style="list-style-type: none"> <li>• Acquire a powerful conceptual foundation for what it means to create value</li> <li>• Develop the fundamentals for both value investing and value-based management</li> <li>• Discover the frameworks and tactics used by shareholder activists to identify and move on target companies</li> <li>• Recognize where and why shareholder activism may create or destroy value, and be better able to distinguish which is more likely in a given case</li> <li>• Learn how corporate boards and leadership prepare for activist campaigns directed at their company, and effective solutions for managing the process when it occurs</li> <li>• Become more knowledgeable about the roles of the various parties in shareholder activism beyond the activists, including proxy advisory firms, public relations firms, lawyers, and investment bankers.</li> </ul> <p><b>Session topics include:</b></p> <ul style="list-style-type: none"> <li>• Value Investing and Shareholder Activism — Benjamin Graham set the stage and launched both value investing and shareholder activism</li> <li>• Current Trends and Market Conditions</li> <li>• Measuring the Value: Assessing the Potential for Value Creation</li> <li>• Tactics for Campaigning and Engaging: The Activist Pathway and the Target Defense</li> <li>• Applying the Activist Toolkit: Creating the Value</li> <li>• Fireside Chat/Guest Speaker: Investment Banks' Perspective</li> <li>• Activism Outside the USA: Case Studies in Canada and Japan</li> <li>• Activism Campaign Exercise</li> </ul> |
| <b>Cost:</b> \$7,800                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
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| <b>Program Title:</b> <b>Corporate Governance Program: Developing Exceptional Board Leaders</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>Sponsored by:</b> Columbia Business School                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| <b>Link to Program/Sponsor:</b> <a href="https://www8.gsb.columbia.edu/execed/program-pages/details/2548/CGP?utm_source=bp-">https://www8.gsb.columbia.edu/execed/program-pages/details/2548/CGP?utm_source=bp-</a>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |

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| <b>Dates/Locations:</b> March 1–3, 2022 (in-person)   May 16–20, 2022 (live online)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| View the agendas: <a href="#">in-person</a>   <a href="#">live online</a>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <p><b>Program description:</b></p> <p>The program features a combination of lectures and interactive expert panels.</p> <p>The academic lectures feature interactive exercises and case studies involving real-world scenarios. Sample session titles include:</p> <ul style="list-style-type: none"> <li>• Setting Management Compensation</li> <li>• How The Stewardship Function of the Board</li> <li>• Understanding the Oversight Function of the Board</li> <li>• Getting the Best From Your Investment Banker</li> </ul> <p>The panelist discussions feature experienced directors focusing on emerging issues in the field of corporate governance. Sample panelist discussion titles include:</p> <ul style="list-style-type: none"> <li>• Shareholder Activism</li> <li>• Inclusive Capitalism</li> <li>• Disruptive Technologies</li> <li>• Getting on Boards</li> <li>• Private and Early-Stage Boards</li> </ul> |
| <p><b>Learning Objectives:</b></p> <p><i>Leveraging the Numbers</i> - Harness finance to realize your organization's strategy and appreciate value creation via financial statements.</p> <p><i>Minimizing Threats and Risks</i> - Marginalize the threat of litigation for you and your company and limit financial reporting risks as a member of the audit committee.</p> <p><i>Exerting Influence</i> - Incentivize the CEO to create long-term sustainable value as a member of the compensation committee.</p> <p><i>Anticipating Emerging Issues</i> - Join panel discussions that address current topics such as shareholder activism, the disruptive impact of technology and cyber risk, and the topic of diversity and inclusion.</p>                                                                                                                                                                               |
| <b>Cost:</b> \$7,350 (in-person)   \$6,550 (live online)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
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| <b>Program Title:</b> <b>Director Professionalism</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| <b>Sponsored by:</b> National Association of Corporate Directors                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| <b>Link to Program/Sponsor:</b> <a href="https://www.nacdonline.org/events/series.cfm?itemnumber=51683">https://www.nacdonline.org/events/series.cfm?itemnumber=51683</a>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Dates/Locations:</b> online / virtual (on-demand)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| <p><b>Program description:</b> Exclusive to NACD members, this course will benefit directors beginning their first term on a public company board as well as any director looking to expand—or refresh—their knowledge of the fundamentals of boardroom effectiveness. This course covers critical topics, including expanding committee responsibilities, the board's role in strategy and risk oversight, fiduciary duties, and effective management/C-suite communications.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| <p><b>Learning objectives:</b> (FAQs <a href="#">here</a>)</p> <ul style="list-style-type: none"> <li>• Roles and Responsibilities of the Board Members</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |

- The Board's Operating Model
- Fiduciary Duties of Corporate Boards
- Introduction to Finance and Accounting
- The Nominating and Governance Committee
- Compensation Committee Roles and Responsibilities
- The Audit Committee
- Strategy From a Board Perspective
- Risk Oversight
- Corporate Transformations
- Talent Oversight
- Board-Shareholder Engagement
- Futurecasting Disruption
- Cyber-Risk Oversight
- Habits of Highly Effective Directors: Tying it All Together

**Cost:** \$3,500 NACD members

**Program Title:** **Master Class**

**Sponsored by:** National Association of Corporate Directors

**Link to Program/Sponsor:** <https://www.nacdonline.org/events/series.cfm?itemnumber=51687>

**Dates/Location:** March 8-9, 2022: Laguna Beach, CA | December 14-15, 2022, Scottsdale, Arizona

**Program description:** Exclusive to NACD members, this course will benefit board leaders and public company directors possessing a high level of boardroom acumen, and is designed to help them keep up with the next topics, outside pressures, and disruptive forces affecting business strategy and long-term value creation. The course aims to offers an unparalleled forum for candid, peer-to-peer discussion, exclusive fireside chats with prominent CEOs, interactive simulations, and thought-provoking analysis of rapidly emerging disruptions. Pressure test your board's strategies and create "next practices" to lead your board through periods of rapid change and opportunity for innovation.

**Learning objectives:**

This advanced thought-leadership forum offers a unique opportunity to share your experiential insights, gain actionable tools, and create "next practices" to reinvigorate board leadership strategies and lead your board through periods of rapid change and unprecedented opportunity for innovation.

- Understand the board's critical role in staying vigilant of disruptive forces in today's dynamic, fast-paced, and tumultuous environment
- Master the latest tools, metrics, and strategies needed to create a strategic asset board and optimize boardroom efficiency
- Learn techniques that encourage respectful dissent and a free flow of ideas in the boardroom
- Use real-world research to discover how you can leverage increasing shareowner activism, rapidly evolving technology, and the changing global environment for long-term sustainability
- Learn to evaluate emerging risks and how to prioritize each in the context of your corporate strategy to ensure that your board calendar and processes align for effective risk oversight

**Cost:** \$5,495 NACD Members

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| <b>Program Title:</b> <b>Corporate Governance: Effectiveness and Accountability in the Boardroom</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| <b>Sponsored by:</b> Kellogg School of Management - Northwestern University                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>Link to Program/Sponsor:</b> <a href="https://www.kellogg.northwestern.edu/executive-education/individual-programs/executive-programs/director.aspx">https://www.kellogg.northwestern.edu/executive-education/individual-programs/executive-programs/director.aspx</a>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>Dates/Locations:</b> June 20- 23, 2022 in-person at Evanston Campus   Live virtual program October 10–21, 2022                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <p><b>Program description:</b> This highly interactive and engaging program will prepare you to claim your seat on the board with confidence and to deal effectively with those difficult, often unpredictable situations that all directors inevitably must face. You'll be guided by top Kellogg faculty in collaboration with recognized corporate governance experts, to deepen your understanding of your responsibilities as a board member, develop the essential skills and strategic insight needed serve effectively and learn how to apply them in practice. You'll orient yourself to the shareholders' perspective, gain an understanding of the interests of multiple constituencies and learn frameworks that can move the board beyond ensuring compliance to identifying opportunities for long-term value creation.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <p><b>Program content:</b></p> <p><b>Understanding the Role of the Board</b></p> <ul style="list-style-type: none"> <li>• Different models of governance</li> <li>• Board and committee responsibilities</li> <li>• The board's role in a crisis</li> </ul> <p><b>Understanding the Role of the Committees</b></p> <ul style="list-style-type: none"> <li>• Executive compensation issues and trends</li> <li>• Audit committee issues</li> <li>• Recruiting new board members</li> </ul> <p><b>Current Issues</b></p> <ul style="list-style-type: none"> <li>• Legal issues in the boardroom</li> <li>• Activist investors</li> <li>• Cyber security</li> </ul> <p><b>Learning objectives:</b></p> <ul style="list-style-type: none"> <li>• Develop a deeper understanding of board governance models</li> <li>• Analyze the role of the board vis-à-vis management, internal and external auditors, and other outside advisors</li> <li>• Understand how to navigate boardroom conflicts</li> <li>• Engage in a "board in crisis" case simulation</li> <li>• Study the legal and ethical challenges faced by today's boards in areas such as executive compensation</li> <li>• Become conversant in current boardroom topics such as cybersecurity and activist investors</li> </ul> |
| <b>Cost:</b> In-person at Evanston Campus \$10,950   Live virtual program \$7,950                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Program Title:</b> <b>Women's Director Development Program</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Sponsored by:</b> Kellogg School of Management - Northwestern University                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| <b>Link to Program/Sponsor:</b> <a href="https://www.kellogg.northwestern.edu/executive-education/individual-programs/executive-programs/women.aspx">https://www.kellogg.northwestern.edu/executive-education/individual-programs/executive-programs/women.aspx</a>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| <b>Dates/Locations:</b> April 27 – 29, 2022 Evanston, IL campus   November 2 – 4, 2022 Evanston, IL campus                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| <p><b>Program Description:</b> This highly customized program from the Kellogg Center for Executive Women provides a rigorous approach to corporate director training. You'll gain the skills you need to be an effective board member and practical tools for landing a seat at the table. In a collaborative atmosphere, you'll learn alongside other rising executive women.</p> <p>Through one-on-one interactions with experienced directors, board advisors, senior Kellogg professors, and alums of this program currently sitting on corporate boards, you will discover how to make the leap onto</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |

nominating committees' radar screens, gain insight into choosing the right board opportunities for you and understand how to contribute meaningfully as a director.

## **Program Content**

### **Characteristics of the Most Effective Boards and Board Members**

- Explore critical roles of directors in strategy and change
- Examine emerging governance challenges and trends

### **Your Value Proposition**

- Develop a compelling board profile highlighting governance competencies
- Hone a concise value proposition to use within your network and with other influencers
- Practice delivering your value proposition to people in your network, search firm executives, your CEO, and directors

### **Board Interview**

- Prepare yourself for an interview that is unlike other interviews; get ready to answer questions about your role in governance
- Practice in a setting with experienced directors so you are prepared for the interviews to come

### **Earning the Nomination**

- Build credibility, evaluate board opportunities, and conduct the due diligence to select the right boards to join

### **Be an Effective Director**

- Gather and analyze information to maximize your contributions in meetings and ask the right questions
- Identify red flags in financial statements with a careful analysis of balance sheets, income statements, and cash flow

### **Key Benefits:**

- Broaden your understanding of the role of the board
- Hone your skills crafting and delivering your value proposition for a board seat
- Increase your visibility with executive search firms and nominating committees
- Analyze opportunities to harness your network to identify and create board opportunities
- Learn to detect red flags and read between the lines in financial statements

As a participant in this program, you can create an individual profile in the Kellogg Center for Executive Women's Database of Women Directors, an extensive repository of information on exceptionally well-qualified female board candidates. The Kellogg Center for Executive Women uses this database to provide information on qualified directors to search firms, nominating committees and CEOs free of charge. The Kellogg Center for Executive Women also proactively reaches out to companies to encourage them to consider qualified women for their boards.

**Cost:** April 27 – 29, 2022: \$11,250 | November 2 – 4, 2022: \$11,550

Fee includes lodging and most meals

**Program Title:** **Become a Guiding Force on Your Board**

**Sponsored by:** UCLA Anderson School of Management

**Link to Program/Sponsor:** <https://www.anderson.ucla.edu/executive-education/open-enrollment/corporate-governance>

**Dates/Locations:** April 26-28, 2022 UCLA Campus, Los Angeles

**Program description:** Gain what you need to guide and support your executive leadership team around the crucial issues of strategy, structure and succession. A combination of foundational topics and advanced insight on timely and pressing issues facing boards today is offered by UCLA Anderson faculty and distinguished speakers representing some of the nation's most prestigious organizations. Whether a seasoned director or new to the responsibility, participants will emerge from this 5-day online experience with greater powers to provide active, informed and independent guidance to their senior leadership team.

**Program content:**

**Boardroom Essentials**

- Hot Topics & Fundamentals of Governance
- Regulatory Changes Impacting the Boardroom
- Strategic Management and the Board
- Corporate Responsibility to Pay Taxes?
- The Board and Accounting Issues

**Expanding Your Impact**

- Digging Deeper into Your Firm's Financial Statements
- Managing Mergers, Acquisitions, Joint Ventures and Alliances
- Ensuring Effective Committees: Audit and Compensation
- The Board and Activist Shareholders
- Cyber Risk and Security for Boards

**Cost:** \$8,500

**Program Title:** **Making Corporate Boards More Effective**

**Sponsored by:** Harvard Business School

**Link to Program/Sponsor:** <https://www.exed.hbs.edu/programs/mcb/Pages/default.aspx>

**Date/Location:** July 13-16, 2022 and November 9-12, 2022 Harvard Business School campus

**Program Description:** You will gain a deeper understanding of the board's responsibilities in areas such as financial resilience, strategic direction, executive compensation, and regulatory compliance. At the same time, you will learn how to work more effectively with fellow directors and company management to strengthen governance, manage unexpected crises, and make decisions that drive long-term corporate success.

This program is based on the premise that there is no "one best way" for boards to operate; rather, each board must consider and develop practices that recognize the unique needs of its company and management. As you examine the latest thinking on the internal function of corporate boards, interaction with management, and overall board relations, you will discover how to enhance and focus your own board's efforts.

**Program content:**

Through faculty presentations, case studies, and small group discussions, you will explore the most important strategic and organizational issues facing corporate boards today—and how the most successful boards address their challenges.

Topics include:

- Understanding the board's role in relation to management
- Working with management to oversee company strategy
- Grooming the next generation of top management
- Designing the most effective structure, composition, and processes for your board
- Identifying the personal qualities and characteristics needed in the boardroom
- Providing constructive feedback to one another and to the board's leaders

- Ensuring that your company complies with relevant regulations and laws
- Preparing for unexpected events and crises, such as activist takeovers, accounting fraud, environmental disasters, and cybersecurity threats

This program will help you:

- Strengthen the impact of your corporate board
- Develop practices that suit the unique needs of your company and management
- Achieve trust through more positive relationships within the board and with the management team
- Create more efficient governance processes
- Make the most of each board member's time, knowledge, and experience
- Contribute more meaningfully to corporate oversight activities
- Expand your personal and professional network

**Cost:** \$10,250 (fees cover tuition, books, case materials, accommodations and most meals)

**Program Title:** **Audit Committees in a New Era of Governance**

**Sponsored by:** Harvard Business School

**Link to Program/Sponsor:** <http://www.exed.hbs.edu/programs/ac/Pages/default.aspx>

**Date/Location:** July 20-22, 2022 and November 16-18, 2022 Harvard Business School Campus

**Program description:** As the focus on corporate governance and oversight has grown, so has the complexity of regulatory challenges facing audit committees. This corporate governance strategy program explores the best practices that your audit committee can use to fulfill its mandate and increase its strategic contribution. You will acquire the frameworks to align corporate strategy with financial reporting—and help your company operate more effectively in today's rigorous market and regulatory environment.

This audit committee training program prepares you to manage the creative tension between the compliance and strategic roles of the audit committee. While improving your ability to ensure compliance, transparency, and accountability, you will learn how to move your company beyond a compliance mentality toward strategic financial reporting and effective risk management.

**Program content:** The decision-oriented curriculum for audit committee training engages board members and chief financial officers in exploring four critical areas of relevance to audit committees:

#### Strategy and Financial Reporting

- What are the drivers of success and risk in the company, and how are these reflected in its financial reporting?
- How should audit committees provide oversight of financial reporting and risk management?
- How can the company best manage its key financial reporting risks?

#### Transparency and Investor Communication

- How can audit committees ensure that the company is meeting investor expectations for improved transparency in financial reporting and disclosure?
- What role, if any, should audit committees play in the investor relations process?
- How should you assess the costs and benefits of providing non-GAAP disclosures and what form should the non-GAAP disclosures take?
- How should the financial reporting strategy balance short-term performance pressure versus achieving long-term objectives?

#### Risk Management

- How can audit committees create an appropriate risk management infrastructure in the company?
- What are the risk culture and the tone at the top of the company, and how do they affect corporate performance?
- How should companies manage their cybersecurity risk and how should boards monitor this?
- How can companies use strong internal controls to promote rather than hamper growth?

- How can audit committees measure performance in the areas of ethics and compliance?

#### Audit Committee Processes

- How can audit committees better manage their relationships with corporate management and internal and external auditors?
- What can audit committee do to help improve audit quality?
- How can audit committees ensure effective talent management and succession planning in the finance, accounting, and risk management function?
- How can audit committees be designed to manage increasing demands?

**Learning objectives:** Participants will emerge better prepared to:

- Manage the creative tension between the compliance and strategic roles of the audit committee
- Align financial reporting, compliance, and risk management functions with the company's growth and profit objectives
- Develop better tools to manage risks
- Enhance oversight of the finance, accounting, and risk management functions, and oversee legal and regulatory compliance more effectively
- Improve transparency and the quality of audit and financial reporting and ensure the integrity of financial information
- Strengthen collaboration with corporate management and auditors
- Improve communication with investors on financial reporting and disclosure
- Expand your personal and professional network

**Cost:** \$6,800 (fees cover tuition, books, case materials, accommodations and most meals)

**Program Title:** **Compensation Committees: New Challenges, New Solutions**

**Sponsored by:** Harvard Business School

**Link to Program/Sponsor:** <http://www.exed.hbs.edu/programs/cc/Pages/default.aspx>

**Date/Location:** July 17-19, 2022 and November 13-15, 2022 Harvard Business School campus

**Program description:** Executive compensation has become a flashpoint issue for board members, institutional investors, regulators, and the media. Examining critical market and regulatory issues, this board leadership program enables compensation committee chairs and members to design more effective compensation programs. You will explore best practices for aligning executive pay to business strategy and company goals and for meeting shareholder expectations as the regulatory climate evolves.

This executive compensation training program will enable you and your committee to contribute more effectively to long-term performance, corporate profitability, and employee satisfaction.

**Program content:** The intensive, decision-oriented curriculum uses a blend of current case studies, small group discussions, and interactive faculty lectures on best practices. This rigorous format allows participants to learn how best to excel in the core responsibilities of compensation committees and be alert to new and emerging regulatory and market issues. Focused on developing actionable frameworks that are relevant to compensation committees, the program explores key questions in the following critical areas:

#### Designing executive compensation with a strategic view

- How can you structure your compensation plan to support your company's long-term strategic objectives?
- What factors motivate senior executives—and what role does compensation play in this motivation?
- What characteristics define compensation plans that are both motivating to executives and acceptable to shareholders?

- How can you get succession planning right and hire the right CEO?

#### Developing an effective compensation plan

- What elements of compensation plans will be most effective in achieving your company's strategic objectives?
- How do you choose between alternative incentive programs?
- How should compensation committees assess the value created by the CEO and management team—and how much of that value should be shared with the CEO and management as compensation?
- How should compensation plans relate to performance evaluation practices for the CEO and other top executives?
- What are the risks being created by your compensation program?
- How is your compensation scheme affecting corporate culture—and what kind of compensation scheme will promote the culture you wish to create?
- How do you create the right peer group to benchmark CEO performance?
- How do you determine the pay for directors?

#### Creating and implementing compensation committee processes

- What role should the compensation committee play in determining CEO compensation, designing compensation plans for other senior managers, and approving performance targets and levels of compensation?
- What does an effective process for committee activities look like—and how should compensation consultants, the CEO or his or her representative, and the senior human resources officer be involved in the process? How should the committee relate to each of these players?
- How should the compensation committee address new SEC requirements of compensation disclosure?
- How can compensation committees ensure an effective compensation discussion and analysis (CD&A) report?

**Learning objectives:** This program will help you:

- Change the way your company approaches executive compensation
- Make decisions with deeper knowledge of the relationships among compensation plans, employee motivation, and long-term value creation
- Balance competing imperatives to attract and retain key executives, adhere to new governmental rules, and navigate public sentiment
- Ensure that the compensation structure promotes the desired corporate culture
- Design better incentive systems and know the risks that certain incentive structures can create
- Understand and anticipate hot-button issues and trends in executive compensation
- Gain investor buy-in on compensation plans
- Effectively utilize performance measurement systems
- Expand your personal and professional network

**Cost:** \$6,800 (fees cover tuition, books, case materials, accommodations and most meals)

**Program Title:** **Governing for Nonprofit Excellence**

**Sponsored by:** Harvard Business School

**Link to Program/Sponsor:** <http://www.exed.hbs.edu/programs/gne/Pages/default.aspx>

**Dates/Locations:** TBD Harvard Business School campus

**Program description:** To fulfill their mission, nonprofit organizations depend on their board for strong, innovative leadership. Governing for Nonprofit Excellence prepares you to excel in your role as a board member and to contribute at a higher level. As you gain insight into four essential competencies of nonprofit governance—board leadership, strategic stewardship, performance measurement, and financial oversight—you will learn how to drive the strategic and organizational transformation that enables your nonprofit organization to thrive.

This nonprofit governance program delves into the critical issues facing nonprofit board leaders. You will examine the latest governance frameworks, performance and measurement systems, oversight models for ensuring accountability and compliance, and the dynamics between boards and CEOs. With a deeper understanding of board roles and responsibilities, you will emerge a stronger leader and a more strategic steward for your organization.

**Program content:** The curriculum is developed around four core governance competencies: board leadership, strategic stewardship, performance measurement, and financial oversight. In-depth case studies showcase the real-life struggles of boards in their various leadership efforts.

**Board Leadership:**

- Creating innovative leadership models
- Focusing on defining the organization's mission for greatest impact
- Clarifying board roles and responsibilities
- Planning for CEO succession

**Strategic Stewardship:**

- Assessment of strategic options such as downsizing, mergers, and new revenue streams
- New types of governance frameworks
- Novel fundraising strategies

**Performance Measurement:**

- Establishment of meaningful metrics to assess organizational performance
- Role of the board in driving measurement activities
- Performance measurement systems

**Financial Oversight:**

- New versus traditional oversight models
- Impact of media attention on nonprofit finances
- Processes for ongoing accountability and regulatory compliance

**Learning objectives:** Through faculty presentations, case studies, and group discussions, you will explore strategies that enable boards to maintain mission clarity, forge productive relationships with CEOs, structure and manage important alliances, drive organizational performance, and achieve financial sustainability.

**Topics include:**

- Creating innovative leadership models
- Defining the organization's mission for greatest impact
- Clarifying board roles and responsibilities
- Planning for CEO succession
- Assessing strategic options such as downsizing, mergers, and new revenue streams
- Analyzing new types of governance frameworks and fundraising strategies
- Understanding the board's role in driving measurement activities and establishing appropriate metrics and systems to assess performance

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| <ul style="list-style-type: none"> <li>• Comparing new and traditional models of financial oversight</li> <li>• Recognizing how media attention affects nonprofit finances</li> <li>• Implementing processes for ongoing accountability and regulatory compliance</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| <b>Cost:</b> TBD (covers tuition, e-books, and online case materials)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| <b>Program Title:</b> <b>Women on Boards: Succeeding as a Corporate Director</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>Sponsored by:</b> Harvard Business School                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| <b>Link to Program/Sponsor:</b> <a href="https://www.exed.hbs.edu/programs/wob/Pages/default.aspx">https://www.exed.hbs.edu/programs/wob/Pages/default.aspx</a>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>Dates/Locations:</b> November 28 – December 2, 2022 / Boston, MA (Harvard Business School campus)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |
| <p><b>Program Description:</b> Traditionally, the majority of board appointments are made through informal networks that are especially hard for women to break into. Designed specifically for top women executives, this program provides insight into navigating the board selection process and maximizing your success as a corporate director. Focused on the critical issues facing boards today, you will learn how to approach board selection strategically, raise your profile—and find your best match.</p> <p>Preparing to take your place on a corporate board means building the knowledge, skills, and attitudes that boards are seeking. This program unpacks the process of board selection to help you understand the explicit and implicit ways that boards function. You will learn how to advance your candidacy by making connections with directors, founders, funders, and elite search firms—and excel in your new role by contributing to corporate governance at the highest level.</p> <p><b>Program content:</b> The program curriculum centers on four primary areas:</p> <p>Understanding how boards work</p> <ul style="list-style-type: none"> <li>• Legal and regulatory environments affecting boards</li> <li>• Roles and responsibilities of board members</li> <li>• Formal and informal board dynamics</li> <li>• The "gender" lens—how women are perceived in the boardroom</li> <li>• Working with and evaluating the CEO</li> </ul> <p>Developing board-critical skills</p> <ul style="list-style-type: none"> <li>• Reading between the lines of financial statements</li> <li>• Leading through risk and other oversight challenges</li> <li>• Making strategic and timely decisions</li> <li>• Communicating effectively with diverse stakeholders</li> <li>• Managing yourself in high-stakes situations</li> </ul> <p>Navigating the selection process</p> <ul style="list-style-type: none"> <li>• How executive firms match candidates with opportunities</li> <li>• Disrupting the established lines of succession</li> <li>• Developing your wish list</li> <li>• Becoming the winning candidate</li> </ul> <p>Raising your profile</p> <ul style="list-style-type: none"> <li>• Networking strategically within your organization</li> <li>• Establishing connections with elite search firms</li> <li>• Interacting with CEOs to benefit from their experience and perspectives</li> </ul> <p><b>Learning objectives:</b></p> <p>Acquiring a deeper understanding of corporate governance and the explicit and implicit ways boards function, you'll prepare to:</p> <ul style="list-style-type: none"> <li>• Approach board selection strategically</li> </ul> |

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| <ul style="list-style-type: none"> <li>• Raise your profile and advance your candidacy by making connections with directors, founders, funders, and elite search firms</li> <li>• Match your skills and talents to the board's specific needs</li> <li>• Understand and fulfill the roles and responsibilities of board members and committees</li> <li>• Navigate the politics and avoid the pitfalls of corporate networks</li> <li>• Implement best practices of today's high-functioning boards</li> <li>• Expand your personal and professional network</li> </ul>                                                                                                                                                                                                                                                                                               |
| <b>Cost:</b> \$13,000 (covers tuition, books, case materials, accommodations and most meals)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
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| <b>Program Title:</b> Directors' College                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>Sponsored by:</b> Stanford Law School                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>Link to Program/Sponsor:</b> <a href="https://conferences.law.stanford.edu/directorscollege/">https://conferences.law.stanford.edu/directorscollege/</a>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| <b>Dates/Locations:</b> June 19-21, 2022                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| <b>Program description:</b> At Directors' College, you will engage with leading CEOs, directors, regulators, jurists, and scholars on a rigorous and balanced examination of a broad range of issues that confront modern boards, including crisis anticipation and management, shareholder engagement, compensation strategy, board evaluation and refreshment, and emerging challenges including artificial intelligence and the politicization of the corporation.                                                                                                                                                                                                                                                                                                                                                                                                 |
| <b>Program Content</b><br><br><b>Topics for 2022 not yet published. Topics for 2021 were:</b> <ul style="list-style-type: none"> <li>• Accounting Fundamentals for Directors</li> <li>• Board Refreshment, Boardroom Culture, and Director Independence</li> <li>• The Board's Role in Addressing Diversity, Equity &amp; Inclusion and Systemic Racism</li> <li>• CEO Succession</li> <li>• Corporate Culture, Human Capital Management, and Employee Activism</li> <li>• Crisis Management</li> <li>• Current Issues in Executive Compensation</li> <li>• Cybersecurity and the Board</li> <li>• Hot Topics for Boards</li> <li>• Mergers &amp; Acquisitions</li> <li>• The Political Economy and Corporate Strategy</li> <li>• The Purpose of the Corporation</li> <li>• Shareholder Activism</li> <li>• Successful Board Meetings: Tricks of the Trade</li> </ul> |
| <b>Cost:</b> \$8,450 Discounted Price (12/1/21 – 3/1/22) \$8,950 Full Price (after 3/1/22). If necessary to switch to virtual-only, the tuition will be adjusted to a discounted price of \$5,950 (12/1/21-3/1/22) and a full price of \$6,450 after 3/1/22.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
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| <b>Sponsored by:</b> American College of Corporate Directors                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| The American College of Corporate Directors is an organization for directors of public companies. Its mission is to provide members with the highest standard of board of director education in the important and timely issues facing public companies and their directors today. In addition, the CDG/American College of Corporate Directors Certification is an excellent tool for members interested in getting additional board seats.                                                                                                                                                                                                                                                                                                                                                                                                                          |
| <b>Link to Program/Sponsor:</b> <a href="https://boardmemberinstitute.com/accdforum/">https://boardmemberinstitute.com/accdforum/</a>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| <b>Dates/Locations:</b> March 29-30, 2022 Ponte Vedra, Florida                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |

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| <p><b>Program description:</b> Harvard Business School professor, Guhan Subramanian, will lead attendees through three separate boardroom crises, analyzing the problem in each scenario and helping to identify the missteps made by each of these boards. Case studies to be reviewed include:</p> <ul style="list-style-type: none"> <li>• The Boeing board's alleged failure to monitor design flaws on the 737 Max</li> <li>• The Tesla/Solar City acquisition, and Elon Musk's conflicts of interest in that deal (and what could have been done differently)</li> <li>• The corporate governance failures at Theranos</li> </ul>                                                                                                                                                                                                                                                                                                                                                                                                 |
| <p><b>Cost:</b> \$2,495 until December 31, 2021   \$2,995 standard rate until March 29, 2022</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
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| <p><b>Program Title:</b> <b>Directors Forum</b></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| <p><b>Sponsored by:</b> University of San Diego</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| <p><b>Program Description:</b> "Directors Forum" - the premier conference, uniquely providing open, off-the-record dialogue and global perspectives from directors, investors and management on today's key governance issues.</p> <p>Participants will share their experiences and provide frameworks for dealing with the most relevant governance topics, ranging from economic and global risks, to cyber and technology impacts.</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| <p><b>Link to Program/Sponsor:</b> <a href="https://directors-forum-conference.directorsforum.com/">https://directors-forum-conference.directorsforum.com/</a></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <p><b>Dates/Locations:</b> March 16-18, 2022</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| <p><b>Program description:</b> Directors Forum 2022</p> <p>In light of our constantly changing reality, and with increasingly stringent requirements, directors, management and investors must now lead their organizations through uncharted territory. Our 17th annual conference held in partnership with University of California Berkeley Center for Law and Business will provide an open forum for global business leaders to interact and discuss today's most pressing governance issues.</p> <p>Recognizing the importance of all stakeholders, participants will share their experiences and provide frameworks for dealing with the most relevant governance topics, ranging from pandemic response, diversity, and ESG, to financial engineering and risk management.</p> <p>Join us and be a part of the conversation! Hear from and communicate directly with all stakeholders Bring your fellow directors and management teams for a collaborative learning experience. Discuss the issues that matter most to you.</p> |
| <p><b>Cost:</b> \$1,950 in-person   \$950 livestream for individual applicant. See additional options in Event Details</p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
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### **Tailored Programs for Directors**

NACD In-Boardroom Custom Programs (<https://www.nacdonline.org/services/content.cfm?ItemNumber=53239>) NACD provides confidential, customized, in-boardroom programs and consultations for directors and C-suite executives. Sessions cover a variety of topics that are facilitated by sitting directors and subject-matter experts, who bring real-world experience directly to your board. Each unique program takes into account your board's challenges and inner workings to advance positive outcomes in the boardroom.

### **Other Programs**

| Name                                                                                                                                                                                                                                                                                                                                                                                      | Description                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
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| Executive Education, Duke University<br><a href="https://www.fuqua.duke.edu/programs/executive-education/calendar-bymonth">https://www.fuqua.duke.edu/programs/executive-education/calendar-bymonth</a>                                                                                                                                                                                   | Duke's Executive Education Programs focus on leadership development generally via its Leadership Programs, as well as in specific areas such as business negotiation, communications, and management. Drawing from academic insights and informed by practice, these programs develop executives to lead in context.                                                                                                                                                                                                                                                                                                                                                           |
| Olin Business School Directors' Program, Washington University in St. Louis<br><a href="https://olin.wustl.edu/EN-US/academic-programs/Pages/default.aspx">https://olin.wustl.edu/EN-US/academic-programs/Pages/default.aspx</a>                                                                                                                                                          | Olin delivers focused, results-driven executive education and development in the U.S. and abroad. Olin's programs range from the Executive MBA degree to topic-focused seminars and platforms to customized corporate learning experiences that help organizations cultivate high-potential employees and manage cultural change.                                                                                                                                                                                                                                                                                                                                              |
| PwC Center for Board Governance<br><a href="https://www.pwc.com/us/en/services/governance-insights-center/director-investor-education.html">https://www.pwc.com/us/en/services/governance-insights-center/director-investor-education.html</a>                                                                                                                                            | PwC hosts programs that cover critical issues that board and audit committee members face. These events provide insights on a range of topics including significant governance developments and leading practices, key regulatory, accounting and auditing developments, emerging shareholder issues, among many other matters.                                                                                                                                                                                                                                                                                                                                                |
| Wharton University of Pennsylvania Executive Education<br><a href="https://info.chicagobooth.edu/exec-ed-live-online.html?gclid=CjwKCAjwoNuGBhA8EiwAFxomA5CPAWqiAhtH_475C6P-tFUJpKbj-kY7JeBrNCYUTYCEy-kA0IL1AxoC6mYQAvD_BwE">https://info.chicagobooth.edu/exec-ed-live-online.html?gclid=CjwKCAjwoNuGBhA8EiwAFxomA5CPAWqiAhtH_475C6P-tFUJpKbj-kY7JeBrNCYUTYCEy-kA0IL1AxoC6mYQAvD_BwE</a> | Comprehensive executive programs including executive development, advanced and general management, and advanced finance                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| Corporate Governance Institute, San Diego State University<br><a href="https://business.sdsu.edu/students/cgi">https://business.sdsu.edu/students/cgi</a>                                                                                                                                                                                                                                 | The Corporate Governance Institute (CGI) is a research and education center dedicated to the study and application of responsible corporate governance principles worldwide. The mission of the CGI is to enhance the skills of corporate directors, investors, and senior executives through research and curriculum development. CGI programs focus on identifying and promoting responsible practices worldwide in all aspects of corporate governance. Further, the CGI seeks to support the College of Business Administration, San Diego State University, and members of the local, national, and international communities in matters related to corporate governance. |