

November 6 – 7, 2017 | Westin River North Chicago | Chicago, Illinois
AGENDA

Monday, November 6

5:30 p.m. – 6:30 p.m. **Cocktails and Hors d'oeuvres** (Westin River North)

6:30 p.m. – 8:30 p.m. **Dinner and Presentation of Board of the Year Awards** (Westin River North)

Tuesday, November 7

7:00 a.m. – 8:00 a.m. **Registration and Breakfast**

8:00 a.m. – 8:10 a.m. **Welcome: Steve Barth and Jessie Lochmann Allen**, Foley & Lardner LLP

8:10 a.m. – 9:00 a.m. **Featured Speaker – Key Governance Trends in 2017 and 2018**
Patrick McGurn, Director of Strategic Research, Institutional Shareholder Services

9:15 a.m. – 10:30 a.m. **Breakout Session I**

A. Private Company Corporate Governance Best Practices

Paul Broude, Partner, Foley & Lardner LLP | **Steve Gerenraich**, Partner, Foley & Lardner LLP | **Cindy Burrell**, President and Founder, Diversity in Boardrooms | **Wyatt Wachtel**, Managing Director, Solana Capital Management, LLC | **Ahna Severts**, Senior Vice President, General Counsel and Corporate Secretary, Wilton Brands LLC

B. Preparing Your Board to Deal with Activist Shareholders

Phillip Goldberg, Partner, Foley & Lardner LLP | **Benjamin F. Garmer III**, Partner, Foley & Lardner LLP | **Chris Hodges**, Founder and CEO, Alpha IR Group | **Rick Grubaugh**, Senior Vice President, D.F. King & Co. | **Greg Taxin**, Managing Director, Spotlight Advisors, LLC | **John Albright**, President and CEO, Consolidated-Tomoka Land Co. | **Eileen Kamerick**, Board Member, Chief Financial Officer and Trusted Advisor | **Angela Jilek**, Senior Vice President, General Counsel and Secretary, Pentair, Inc.

C. The Role of the Board of Directors in Non-Profit Governance

Jason Kohout, Partner, Foley & Lardner LLP | **Steven R. Sparks**, Senior Vice President and General Counsel, Hershey Trust Company | **Mike Ryan**, Vice President and General Counsel, Boeing Employees Credit Union | **Leslie Tector**, Vice President and General Counsel, Children's Hospital and Health System | **Bill O'Toole**, President and CEO, Catholic Financial Life

D. Collaborating and Making Money from your Data and IP – the Good, the Bad, and the Ugly

Beni Surpin, Partner, Foley & Lardner LLP | **Dr. Elvir Causevic**, Managing Director and Co-Head of Tech+IP Advisory practice, Houlihan Lokey | **Toni Hickey**, Deputy General Counsel and Chief IP Counsel, Cummins Inc. | **Henry Unger**, President, Pulsiam Inc.

E. Supply Chain Issues for Boards: Are You Effectively Managing Your Risks?

John Trentacosta, Partner, Foley & Lardner LLP | **Mike Stankard**, Managing Director, Industrial & Materials Industry Practice Leader, Aon plc | **Jonathan Eaton**, Principal, Advisory Services, Grant Thornton LLP | **Mary Brown**, Global Vice President Purchasing, Tower International

F. Navigating Environmental Compliance in an Era of Political Change

Linda Benfield, Partner, Foley & Lardner LLP | **Herschel Vinyard**, Of Counsel, Foley & Lardner LLP | **Leah Krider**, Senior Counsel, Environment, Health & Safety, The Boeing Company

G. Developments in the Equity Capital Markets for Mid and Small-Cap Public Companies

Curt Creely, Partner, Foley & Lardner LLP | **John Wolfel**, Partner, Foley & Lardner LLP | **Steve Calk**, Senior Managing Director, Alpha IR Group | **Kerry C. Dustin**, Founder and Chairman, Falls River Group | **Lee Canaan**, Managing Member, Braeburn Capital Partners, LLC

10:45 a.m. – 12:00 p.m. **Breakout Session II**

- A. Private Equity Portfolio Company Corporate Governance**
Todd Boudreau, Partner, Foley & Lardner LLP | **Daniel Weintraub**, General Counsel and Managing Director, Audax Group | **Peter Stone**, Chief Executive Officer, Capital Contractors, Inc. Group | **Timothy Casey**, General Counsel and Chief Compliance Officer, Numotion
- B. Evaluating Acquisitions in the Boardroom**
Steve Vazquez, Partner, Foley & Lardner LLP | **Jason Hille**, Partner, Foley & Lardner | **Dmitriy Litvak**, Partner, Corporate Finance/Valuation Services, Grant Thornton LLP | **Frank Jaehnert**, President and CEO, Brady Corporation (retired), Board Member | **Robert Winters**, Senior Managing Director and Co-General Manager, New York, Alpha IR Group | **Andrew Schiesl**, Vice President, General Counsel, Chief Compliance Officer and Corporate Secretary, Gardner Denver
- C. Best Practices and Trends in Board Evaluations**
Steve Barth, Partner, Foley & Lardner LLP | **Beth Boland**, Partner, Foley & Lardner LLP | **Sheila Ronning**, Founder and CEO, Women in the Boardroom | **Rand McNally**, Chief Board Strategist, Beal Associates | **Mark Zorko**, Principal, Brentwood Advisory Group
- D. Integrating Cybersecurity into Day-to-Day Operations**
James Kalyvas, Partner, Foley & Lardner LLP | **Jen Rathburn**, Partner, Foley & Lardner LLP | **Julian Cunningham-Day**, Partner, Linklaters | **Johnny Lee**, Principal and National Practice Leader, Forensic Technology Services, Grant Thornton LLP | **Thomas F. Kissinger**, Senior Executive Vice President, General Counsel and Secretary, The Marcus Corporation | **DeVona Wright Cottrell**, Director and Associate General Counsel, Robert W. Baird & Co. Incorporated
- E. Investment Fund Boardroom Fiduciary Duties**
Peter Fetzer, Partner, Foley & Lardner LLP | **Stuart Fross**, Partner, Foley & Lardner LLP | **Maria Gattuso**, Principal, Deloitte & Touche LLP | **William Woolverton**, Managing Director and General Counsel – U.S., DMS Governance Ltd.
- F. What Should General Counsels and Boards Expect, and Be Asking for, Regarding their IR Function?**
Patrick Quick, Partner, Foley & Lardner LLP | **John Wilson**, Partner, Foley & Lardner LLP | **Chris Hodges**, Founder and CEO, Alpha IR Group | **Josh De Rienzi**, Vice President, Assistant General Counsel and Corporate Secretary, The Williams Companies, Inc. Group | **Chris Kutsor**, Vice President, Investor Relations, Motorola Solutions, Inc.
- G. Anti-Corruption & International Trade: Board Leadership in Enterprise Risk Management**
Christopher Swift, Partner, Foley & Lardner LLP | **Rohan Virginkar**, Partner, Foley & Lardner LLP | **Tom Shropshire**, Partner and Global U.S. Practice Head, Linklaters | **Jason Stokes**, Vice President, Corporate Law and Compliance, Pentair plc | **Sara Corona**, Associate General Counsel, Crown Equipment Corporation
- H. Using Economic Development Incentives for Capital Investment, Site Expansion, and Site Selection**
Bruce Keyes, Of Counsel, Foley & Lardner LLP | **Mike Eickoff**, Managing Director, Grant Thornton LLP | **Jim Paetsch**, Vice President, Milwaukee 7 | **Vineet Sahgal**, Managing Director, Jones Lang LaSalle

12:00 p.m. – 1:00 p.m. **Lunch**

Guest Speaker: Crisis Preparedness - The Role of the Board
Professor Daniel Diermeier, Provost, The University of Chicago

1:15 – 3:00 p.m. **Focused Governance “Deep Dive” Work Shops**

- A. Public Company Executive Compensation Hot Topics**
Russ Ryba, Partner, Foley & Lardner LLP | **Megan Odronic**, Partner, Foley & Lardner LLP | **Eric Gonzaga**, Partner and Practice Leader, Human Capital Services, Grant Thornton LLP | **Deborah Farrington**, Co-Founder and Managing Partner, StarVest Partners, LP

B. Audit Committee Hot Topics

Mark Plichta, Partner, Foley & Lardner LLP | **Beth Boland**, Partner, Foley & Lardner LLP | **Janet Malzone**, Audit Partner and Midwest and Chicago Audit Practice Leader, Grant Thornton LLP | **Ellen Richstone**, Current Independent Board Director; Former CEO and Former CFO | **James A. Simms**, Chief Financial Officer, Treasurer and Secretary, Vicor Corporation

C. Public Company Corporate Governance Hot Topics

Jessie Lochmann Allen, Partner, Foley & Lardner LLP | **Michael Kirwan**, Partner, Foley & Lardner LLP | **Daniel B. Kim**, Vice President, Associate General Counsel, Fortive Corporation | **Patrick McGurn**, Director of Strategic Research, Institutional Shareholder Services | **Michael Cummings**, Executive Vice President and General Manager, Alpha IR Group

D. Government Relations on the First Anniversary of Trump's Election

Mike Crossen, Partner, Foley & Lardner | **Jared Rifis**, Senior Public Affairs Advisor, Foley & Lardner LLP

E. Cross-Border M&A Transactions

Susan Greenspon, Partner, Foley & Lardner LLP | **Paul McNicholl**, Partner, Co-Head of Consumer Sector, Linklaters | **Scott Sonnenblick**, Partner, Linklaters | **Matt Heinz**, Managing Director and National Practice Leader – Transactional Liability, Aon Transaction Solutions | **Kerry C. Dustin**, Founder and Chairman, Falls River Group | **Frank Jaehnert**, President and CEO, Brady Corporation (retired), Board Member

3:00 p.m. **Closing Remarks Steve Barth** and **Jessie Lochmann Allen**, Foley & Lardner LLP