

## Corporate Directors Enterprise Conference:

### Effective Corporate Governance by the Haas School of Business

#### Dates

2010 dates forthcoming

#### Fees\*

Conference Fee \$2000

\*Speakers and fees are subject to change.

#### Location

UC Berkeley Center for Executive Education  
 Walter A. Haas School of Business  
 University of California, Berkeley  
 2220 Piedmont Ave. Berkeley, CA

#### Who Should Attend:

- Directors of public companies and non-profits
- Executives seeking to become qualified Directors
- Members of private boards considering an IPO process
- Members of foreign boards considering listing on a US stock exchange

#### For Information and Registration

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#### Or visit us at:

<http://executive.berkeley.edu/programs/cde/>

#### Program Description

The UC Berkeley Corporate Directors Enterprise is a valuable resource for Directors and potential Directors of public, private and non-profit boards offering the opportunity to update their skills and knowledge. In a post-Sarbanes-Oxley environment, where increased visibility and shareholder activism prevail, it is vital that those who serve on boards reflect “best practices” knowledge to maximize their organization’s performance and to protect themselves and their organization from liabilities and lawsuits.

Our ISS accredited comprehensive program brings together an outstanding faculty from both the academic and corporate communities. Finance and accounting faculty from the Haas School of Business, prominent Directors and Chief Executives of major corporations address important corporate governance issues facing Directors.

This multi-day conference will empower you to reflect on your increasingly visible role as a Board Director and assures you, upon successful completion of the program, **ISS Certification**. Such certification distinguishes current and potential Directors and may qualify them for discounted D&O insurance.

#### ISS Certification

ISS Certification will be available to conference participants. Networking opportunities for those seeking Board positions will be facilitated during our hosted conference breaks. Resumes of conference participants who wish to seek additional Director opportunities will be made available through the Corporate Directors Enterprise. This conference will empower you to reflect on your increasingly visible role as a Board Director and assures you, upon successful completion of the program, ISS Certification.

#### Program Benefits

You will:

- Comprehend the Board’s role in the development of corporate strategy.
- Understand the fiduciary responsibilities of Corporate Boards—Audit Committee effectiveness and prevention of fraud.
- Learn the key principles of executive development, compensation and CEO succession.
- Manage Director liability exposure, assess litigation risk, and evaluate D&O insurance.
- Examine the Board’s role in mergers and acquisitions, joint ventures, and private equity.
- Identify effective Board strategies for enterprise risk and crisis management issues.
- Examine the trends of shareholder activism, Board leadership and effective Board communication.
- Develop a strong network with other executives and Directors to enhance best Boardroom practices.



**RiskMetrics Group**

ISS Governance Services  
 Accredited Director Education Program

## Corporate Directors Enterprise Conference:

### Effective Corporate Governance by the Haas School of Business

#### Faculty Director and Speaker

Dr. Kathleen Connell is a Professor of International Finance and Corporate Governance at the UC Berkeley Haas School of Business. She is currently President of the Connell Group, an investment advisory firm located in Washington, D.C.

Dr. Connell served as California State Controller from 1995–2003. Previously, she was a Director at a New York investment banking firm and Founder and Chair of the Center for Finance and Real Estate at the UCLA Anderson School of Business.

Dr. Connell is the author of *Moving Up To Millions: The LifeCalculator Guide To Wealth* and creator of LifeCalculator, a online financial planning tool available at: [www.LifeCalculator.net](http://www.LifeCalculator.net). She writes a weekly financial column for the Christian Science Monitor. She has served as a Director on numerous public and private Boards and holds five securities licenses. Dr. Connell has a Ph.D from UCLA.

#### Program Schedule and Topics\*

##### Day One

- Duties of Directors and Effective Board Leadership
- Sarbanes-Oxley and Corporate Governance Rules
- Luncheon: Effective Crisis Management
- Director and Executive Recruiting and Board Composition
- Litigation and Director Liability Issues
- Networking Reception and Dinner hosted by Center for Executive Education

##### Day Two

- Audit Committee
- Compensation Committee
- Luncheon: Corporate Social Responsibility and Shareholder Activism
- Enterprise Risk Management: The Board's First Priority
- Succession Planning

#### Methodology

Through a series of highly interactive sessions, conference participants will enhance the skills needed to serve actively on Corporate Boards, gaining exposure to state-of-the-art practices on auditing, compensation, risk-management, and succession planning and developing their abilities to fulfill fiduciary responsibilities. Conference participants will have frequent opportunities to engage in collegial discussions with seasoned Directors, experienced executives, and distinguished faculty.

