

AGENDA

Directors' Institute and 2023 Proxy Season Workshop

STINSON

NOON WELCOME

Jack Bowling (Stinson LLP)

12:05 P.M. TRENDS IN SHAREHOLDER ACTIVISM AND WHAT BOARDS SHOULD KNOW (PANEL)

Moderator: Abigail Gampher (Bloomberg Law)

Panel: Kevin Daniels (Bank of America Securities), Kevin Sullivan (Bank of America Securities), Bruce Goldfarb (Okapi Partners), Terri Vaughan (NACD), Jack Bowling (Stinson LLP) and Steve Quinlivan (Stinson LLP)

1:35 P.M. COMPENSATION COMMITTEE PANEL

Patrick Respeliens (Stinson LLP), Audrey Fenske (Stinson LLP) and Mike Grund (Willis Towers Watson)

2:15 P.M. BREAK

2:25 P.M. NOMINATION AND CORPORATE GOVERNANCE COMMITTEE PANEL

Tessa Trelz (Stinson LLP), David Jenson (Stinson LLP) and Ji Hyun (Jennifer) Kim (Stinson LLP)

2:55 P.M. AUDIT COMMITTEE PANEL

Scott Gootee (Stinson LLP), Peter Grandey (Stinson LLP) and Derek White (KPMG)

3:25 P.M. SHAREHOLDER PROPOSAL UPDATE

Chelsea Templeton (Stinson LLP) and Jared Ertle (Stinson LLP)

3:45 P.M. BREAK

3:55 P.M. COMMENT LETTER UPDATE

Kelly Stout (Stinson LLP) and Derek White (KPMG)

4:20 P.M. SECURITIES LITIGATION UPDATE

Steve Quinlivan (Stinson LLP) and Sean Colligan (Stinson LLP)

4:45 P.M. ESG UPDATE

Jennifer Cooke-Yin (Stinson LLP) and Derek Grutsch (Stinson LLP)