

24<sup>th</sup>  
ANNUAL

STANFORD  
DIRECTORS'  
COLLEGE

June 24 - 26, 2018 | Stanford Law School

## CONFIRMED KEYNOTES



**Safra Catz**  
CEO, Oracle; Director, Disney



**Reed Hastings**  
Founder, CEO and Chairman, Netflix;  
Director, Facebook



**Carlos Rodriguez**  
President & CEO, ADP



**Patricia Russo**  
Chairman, Hewlett Packard  
Enterprise; Director, General Motors,  
Merck & Co., and ALCOA, Inc.



**Darren Walker**  
President, Ford Foundation;  
Director, PepsiCo



**Mary Jo White**  
Partner, Debevoise & Plimpton;  
Former Chair, U.S. Securities and  
Exchange Commission

**DIRECTORS' COLLEGE** is the nation's premier executive education program for directors and senior executives of publicly traded firms. The program addresses a broad range of issues that confront modern boards, including crisis anticipation and management, CEO succession, techniques for controlling legal liability, activist investors, board refreshment, and contemporary challenges including sustainability, the state of the global economy, cybersecurity threats, disruption, and the impact of artificial intelligence.

**NOW IN ITS TWENTY-FOURTH YEAR**, Directors' College brings together leading CEOs, directors, regulators, jurists, and scholars for a rigorous and balanced examination of corporate governance, strategy, and compliance.

## Plenary Sessions:

### Hot Topics for Boards in 2018

The controversies facing corporate boards are becoming increasingly difficult and fractious. In addition to traditional concerns over shareholder activism, board diversity, cybersecurity, CEO succession, and shareholder engagement, boards today face a gamut of newly evolving challenges. What role should boards play in responding to #MeToo? Corporations are pressured to take positions on social policy and political matters such as immigration, gun control, and a range of other concerns. How should boards respond? Major shareholders want corporations to reflect greater social responsibility. What does that, as a practical matter, mean for governance practices? The Federal Reserve's enforcement action against Wells Fargo raises profound concerns about a modern board's ability effectively to manage and respond to information flows within complex organizations. Are the Fed's concerns understood with sufficient precision in corporate America? This panel addresses a portfolio of the most contentious issues confronting contemporary boards and discusses emerging best practices for responding to these evolving pressures.

### Recovering from a Corporate Crisis

Every board has to be ready to deal with an existential crisis, but many boards have revealed themselves unprepared when facing the challenge. Whether the crisis is similar to the ones faced by the boards at Wells Fargo, Wynn Resorts, General Electric, or Uber—or involves matters that are entirely different—boards have to be prepared to rise to challenge quickly and effectively. This session reviews best practices for identifying crisis-level risk exposures and for implementing effective, practical responses. The panel will focus in particular on patterns common to board-level crisis situations, communications and the delegation of responsibility, the potential value of table top exercises as a means of preparation, and the need to balance legal concerns with the required responses to public, consumer, and regulatory demands for information.

### Listening to your Shareholders

Major shareholders increasingly insist that boards of directors be attentive to shareholder preferences, including as to matters of social policy. Investors are pressuring boards to address social and economic challenges such as the lack of diversity in corporate leadership, workforce automation, and income inequality. One of the world's largest asset managers recently demanded that CEOs show how their companies' performance "makes a positive contribution to society." Investment vehicles targeting ESG objectives are being launched, and several organizations propose to rank publicly traded firms according to various ESG scores. Two major investors sent an open letter to Apple demanding that the company mitigate the potentially harmful effects of iPhone overuse on children. How can boards best understand the issues most pressing to shareholders and develop strategies for anticipating and responding to these demands? Should boards engage directly with shareholders? If so, how should these interactions be structured?

### The Global Economy and Corporate Strategy

The global economy is in an extraordinary state of flux. Newly enacted tax legislation may provide fiscal stimulus while adding to the long-term national debt. The Federal Reserve appears ready to respond with a series of rate hikes. The Trump Administration threatens to raise tariffs and to upend a range of traditional trade relationships. Meanwhile, critical aspects of Brexit remain to be negotiated, and China's influence on the global economy continues to grow. These macroeconomic trends have significant implications for corporate strategy across a wide range of industries. This panel will review the state of the global economy and connect macroeconomic trends and causes to practical, bottom-line issues that arise in corporate boardrooms as directors face the challenge of assessing corporate strategy in a highly uncertain economic environment.



## And other sessions, including:

**Accounting Fundamentals for Directors**

**Board Composition and Performance**

**Climate Change, Climate Risk, and the Board**

**Culture, Enterprise Risk, and the Board**

**Dealing with Proxy Advisors**

**Defend your Company, Defend Yourself**

**Future of Retail**

**Gender and Harassment Issues**

**Get Smart: Cybersecurity and the Board**

**Mergers & Acquisitions**

**Responding to Government Investigations**

**Rethinking Executive Compensation Strategy**

**Shareholder Activism**

**Succession Planning: Navigating the Market for CEO Talent**

**The Board's Role in Patent and IP Strategy**

**The Impact of Corporate Tax Reform**

**The New World of Politics and the Corporation**

## DATES AND LOCATION

**June 24-26, 2018**

Stanford Law School  
559 Nathan Abbott Way  
Stanford, CA 94305

## AGENDA OVERVIEW

**Sunday, June 24**  
6:00 pm - 9:00 pm

**Monday, June 25**  
7:00 am - 8:30 pm

**Tuesday, June 26**  
7:00 am - 5:00 pm

## PROGRAM FEE

**\$8,950** Full Price  
**\$9,450** Full Price with  
Sunday Session

## WHAT PAST SPEAKERS AND ATTENDEES ARE SAYING:

*"What a fabulous event!... What a wide range of topics, and clearly great speakers."*

*"I learned in every interaction and session and I am already making an implementation plan for my board."*



*"Very sophisticated and engaged audience."*

*"The balance of men and women speakers was nothing short of phenomenal."*

*"One of the most useful 2 days in the last 5 decades for me."*

## CONTACT INFORMATION

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**SUNDAY SESSION**

The Optional Sunday afternoon session will feature a panel discussion on Artificial Intelligence for boards, and a wine pairing luncheon.

**Session rate: \$500**  
*Space is limited, so register early!*



**For more information and to register visit: [www.directorscollege.com](http://www.directorscollege.com)**

