



VIRTUAL NACD **SUMMIT 2020**

OCTOBER 12-NOVEMBER 12, 2020

Mainstage Programming
OCTOBER 12-13

Continuing Programming
OCTOBER 15-NOVEMBER 12

SUMMIT.NACDONLINE.ORG

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ABOUT

NACD's Summit, the largest and most influential director forum in the world, is going virtual in 2020. This reimagined experience will be unlike any previous Summit. For the first time, registration is complimentary to members and open to nonmembers for a fee.

Attendees can expect the same inspiring content delivered online, in the comfort and safety of home, spanning five weeks of programming. Plan ahead to attend Mainstage programming October 12-13, and then return throughout October and mid-November for Expert Insights discussions and optional, member-exclusive Board Committee Forums and Leadership Symposiums. We won't miss a beat with online networking opportunities; engage with your peers in online chat rooms in the virtual Exhibit Hall and in the virtual Member Lounge.

PRICING & ACCESS

Visit SUMMIT.NACDONLINE.ORG
to reserve your seat today.

	NACD NON-MEMBERS \$1,295	NACD MEMBERS FREE
<p>MAINSTAGE OCTOBER 12-13</p> <p>AMBASSADOR SUSAN E. RICE GENERAL COLIN L. POWELL, USA (RET.) AND MORE</p> <p>CREDITS: 3 SKILL & 3 COLLABORATIVE</p>		
<p>EXPERT INSIGHTS OCTOBER 15-NOVEMBER 12</p> <p>ENVIRONMENTAL RISK OVERSIGHT CEO SUCCESSION PLANNING DIVERSITY, INCLUSION, AND EQUITY DATA PRIVACY AND CYBERSECURITY AND MORE</p> <p>CREDITS: 1 SKILL</p>		
<p>BOARD COMMITTEE FORUMS OCTOBER 15-NOVEMBER 12</p> <p>AUDIT COMMITTEE COMPENSATION COMMITTEE STRATEGY AND RISK COMMITTEE NOMINATING AND GOVERNANCE COMMITTEE</p> <p>CREDITS: 2 SKILL & 1 COLLABORATIVE</p>		\$555 per session*
<p>LEADERSHIP SYMPOSIUMS OCTOBER 15-NOVEMBER 12</p> <p>CYBERSECURITY LEAD DIRECTOR AND CHAIR PRIVATE COMPANY SMALL-CAP COMPANY</p> <p>CREDITS: 2 SKILL & 1 COLLABORATIVE</p>		\$555 per session*

*Certified directors, NACD Chapter board members, NACD *Fellows*, and NACD Full-Board Members receive 10 percent off the price of Board Committee Forums and Leadership Symposiums.

OCTOBER 2020 CALENDAR

MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY
			1	2
5	6	7	8	9
12 Mainstage Content 1:00 p.m.-4:30 p.m. EDT	13 Mainstage Content 1:00 p.m.-4:15 p.m. EDT New-Member Networking Reception 4:30 p.m.-5:45 p.m. EDT	14	15 Audit BCF 11:00 a.m.-2:00 p.m. EDT Expert Insights: Environmental Risk Oversight 3:00 p.m.-4:15 p.m. EDT	16
19	20 Private Company LS 11:00 a.m.-2:00 p.m. EDT Expert Insights: CEO Succession Planning 3:00 p.m.-4:15 p.m. EDT	21 Strategy and Risk BCF 11:00 a.m.-2:00 p.m. EDT Expert Insights: Diversity, Inclusion, and Equity 3:00 p.m.-4:15 p.m. EDT	22	23 Fellows and Certified Directors Only: Fostering an Entrepreneurial Mindset in the Boardroom 1:00 p.m.-2:00 p.m. EDT Voices at the Table: The Changing Role of the Board 3:00 p.m.-4:00 p.m. EDT Small Group Networking 4:05 p.m.-4:45 p.m. EDT
26	27	28 Small-Cap LS 11:00 a.m.-2:00 p.m. EDT Expert Insights: Business Transformation and Restructurings 3:00 p.m.-4:15 p.m. EDT	29 Compensation BCF 11:00 a.m.-2:00 p.m. EDT Expert Insights: Data Privacy and Cybersecurity 3:00 p.m.-4:15 p.m. EDT	30

Mainstage (complimentary with registration)

Expert Insights (complimentary with registration)

Leadership Symposiums (LS) (member-only, \$555/session)

Board Committee Forums (BCF) (member-only, \$555/session)

Agenda subject to change. Visit Summit.NACDOnline.org/Agenda for the most recent session details and new speaker announcements as we continue to craft the Virtual NACD Summit 2020.

NOVEMBER 2020 CALENDAR

MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY
<p>2</p> <p>Lead Director and Chair LS 11:00 a.m.–2:00 p.m. EST</p> <p>Expert Insights: Understanding the Board’s Role in the S of ESG 3:00 p.m.–4:15 p.m. EST</p>	<p>3</p>	<p>4</p> <p>Expert Insights: Nonprofit Governance 11:00 a.m.–12:15 p.m. EST</p> <p>Expert Insights: Public Policy and Regulatory Risk 1:00 p.m.–2:15 p.m. EST</p> <p>Expert Insights: Shareholder Activism 3:00 p.m.–4:15 p.m. EST</p>	<p>5</p>	<p>6</p>
<p>9</p> <p>Nominating and Governance BCF 11:00 a.m.–2:00 p.m. EST</p> <p>Expert Insights: Human Capital and Talent Oversight 3:00 p.m.–4:15 p.m. EST</p>	<p>10</p> <p>Expert Insights: M&A 11:00 a.m.–12:15 p.m. EST</p> <p>Expert Insights: Compensation Hot Topics 1:00 p.m.–2:15 p.m. EST</p> <p>Expert Insights: Technology and Innovation 3:00 p.m.–4:15 p.m. EST</p>	<p>11</p>	<p>12</p> <p>Cybersecurity LS 11:00 a.m.–2:00 p.m. EST</p> <p>Expert Insights: Geopolitical Risk 3:00 p.m.–4:15 p.m. EST</p>	<p>13</p>
<p>16</p>	<p>17</p>	<p>18</p>	<p>19</p>	<p>20</p>
<p>23</p>	<p>24</p>	<p>25</p>	<p>26</p>	<p>27</p>

Mainstage (complimentary with registration)

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Board Committee Forums (BCF) (member-only, \$555/session)

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MAINSTAGE AGENDA

TIME	SESSION TOPIC	CONFIRMED SPEAKER(S)
MONDAY, OCTOBER 12		
1:00 p.m.–1:15 p.m.	CEO/Chair Welcome	
1:15 p.m.–2:15 p.m.	Prosperity and Purpose: Capitalism, Philanthropy, and the American Dream	Anand Giridharadas R. Glenn Hubbard Moderator: Gillian Tett
2:15 p.m.–2:25 p.m.	NACD Directorship 100® Spotlight	
2:25 p.m.–2:35 p.m.	Break	
2:35 p.m.–3:20 p.m.	“Now What?”—Thoughts on Foreign Policy and Leadership With Amb. Susan E. Rice	Ambassador Susan E. Rice Moderator: Peter Gleason
3:20 p.m.–3:30 p.m.	Break	
3:30 p.m.–3:45 p.m.	In Conversation With Governor Lawrence J. Hogan Jr.	Gov. Larry Hogan Moderator: Dan Gallagher
3:45 p.m.–4:30 p.m.	The Intersection of the Arcs: Social Justice Movements and Corporate Oversight	Lauren Araiza Dr. Tony Coles Sarah Kate Ellis Moderator: Tina Tchen
TUESDAY, OCTOBER 13		
1:00 p.m.–1:45 p.m.	Make It Better: Sustainability and Profit	Chip Bergh Beth Ford Moderator: Marisol Angelini
1:45 p.m.–1:55 p.m.	NACD NXT™ Awards Spotlight	
1:55 p.m.–2:05 p.m.	Break	
2:05 p.m.–2:20 p.m.	Short Take: The Future of Privacy, Surveillance, and Consumer Autonomy	Jennifer Golbeck
2:20 p.m.–3:10 p.m.	Health and Safety in the New Normal: In Conversation With Dr. Sanjay Gupta	Dr. Sanjay Gupta Moderator: Alexis Glick
3:10 p.m.–3:20 p.m.	Break	
3:20 p.m.–4:15 p.m.	Facing Frictions: A Conversation With Gen. Colin L. Powell, USA (Ret.)	Gen. Colin Powell Moderator: Mellody Hobson
4:15 p.m.	Wrap-up	

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PROGRAMMING

DESCRIPTIONS

MAINSTAGE

Prosperity and Purpose: Capitalism, Philanthropy, and the American Dream

October 12 | 1:15 p.m.–2:15 p.m. EDT

“We’re all in this together” has become an oft-repeated trope symbolic of the commiseration we are all feeling during this time of social isolation, economic distress, and fear for our health and livelihoods. But is it true? The systems we’ve built around ourselves support and ensure an uneven distribution of wealth and inequitable access to resources and opportunities. These inequalities, which have always existed, are more visible and tangible in a time of widespread crisis. How can we use this time to reflect, reevaluate, and rebuild? What role, if any, do corporations play in solving the world’s problems? Hear from two experts as they discuss the pros and cons of “philanthrocapitalism” and “conscious capitalism,” and debate whether an altered version of capitalism would be beneficial, or even possible, for the United States to implement.

NACD Directorship 100® Spotlight

October 12 | 2:15 p.m.–2:25 p.m. EDT

The annual NACD Directorship 100 Awards includes the presentation of six distinct honors: the B. Kenneth West Lifetime Achievement Award, Public Company Director of the Year, Private Company Director of the Year, Nonprofit Director of the Year, and the Directorship 100 (Directors and Governance Professionals categories). Join us for a video retrospective celebrating this year’s distinguished honorees.

“Now What?”—Thoughts on Foreign Policy and Leadership With Amb. Susan E. Rice

October 12 | 2:35 p.m.–3:20 p.m. EDT

The first year of the new decade has proven explosive, to say the least, and it has left our nation wondering what the future holds. How might a shifting world order, upended by the pandemic, impact America’s security, prosperity, and global standing, and what are the implications for the public and pri-

vate sectors? Ambassador Susan E. Rice brings nearly 25 years of experience that includes national security policymaking alongside two US presidents, complex diplomacy and high-stakes negotiation as ambassador to the United Nations, and a range of board experience that includes a current seat on the board of Netflix to this candid interview led by NACD CEO Peter Gleason. Drawing from her *New York Times* Best Seller, *Tough Love: My Story of the Things Worth Fighting For* (2019), Ambassador Rice openly shares her personal story and the lessons she has learned on the keys to successful leadership of teams and complex organizations, the challenges faced by women and minorities in professional leadership positions, and the importance of diversity to American society.

In Conversation With Governor Lawrence J. Hogan Jr.

October 12 | 3:30 p.m.–3:45 p.m. EDT

NACD board member and former SEC Commissioner Dan Gallagher interviews Maryland’s 62nd Governor Lawrence J. Hogan Jr. in this intimate discussion on leadership in extraordinary times.

The Intersection of the Arcs: Social Justice Movements and Corporate Oversight

October 12 | 3:45 p.m.–4:30 p.m. EDT

While the inclination of the arc of justice over the past five decades or so has indeed bent toward justice, equity, and inclusion for all, some of the social movements that have emerged or advanced in the past 10 years show just how much more work there is to do. Our panel will discuss the intersecting and diverging paths of movements like Black Lives Matter and #MeToo, and the slow progress toward de jure protections for LGBTQ people in the workplace and in society, focusing on what these movements mean for business, for workplace culture, and for your work in the boardroom.

Make It Better: Sustainability and Profit

October 13 | 1:00 p.m.–1:45 p.m. EDT

Climate-caused disasters such as floods, droughts, wildfires, and heatwaves threaten business operations, supply chains, and property sites around the world, and investors have taken notice. Based on the massive increase that investing in ESG funds has seen in 2019, experts estimate that there will be more than \$20 trillion of asset growth in funds that address climate risk over the next 20 years. The push for climate-conscious business practices affects not only the public sector, as consumer behavior echoes the sentiments of environmentally conscious investors across sectors. But what does impact

investing really mean and look like? Is it here to stay, or is it a flash in the pan? And how can companies that operate in high-environmental impact industries adjust to this demand? In this honest discussion, hear from impactful CEOs who have faced this challenge head-on, and gain an understanding of what companies need to do to disclose and decrease their carbon footprint, ensure sustainability of their supply chains and customer base, and avoid getting left behind in the push for impact investing.

NACD NXT™ Awards Spotlight

October 13 | 1:45 p.m.-1:55 p.m. EDT

The annual NACD NXT Recognition Awards applaud boards for their excellence in board diversity and inclusion to help build long-term value for their companies. This year's nominees represent a wide array of industries, company types, and sizes. Join us in celebrating 2020's top three winners in this video spotlighting their accomplishments. NACD NXT, in collaboration with Deloitte, and supported by CACI and USAA, is a multi-year initiative to help directors and boards understand how to leverage the power of diversity and inclusion.

Short Take: The Future of Privacy, Surveillance, and Consumer Autonomy

October 13 | 2:05 p.m.-2:20 p.m. EDT

Advances in artificial intelligence that can facilitate profiling, personalization technology, mobile connectedness, privacy violations, and Cold War-era intelligence techniques all came together in an explosive way in the 2016 election. As we approach the 2020 election, little has changed to prevent the suspicious behavior we last saw four years ago, but technology has continued to advance, expanding the threats and opportunities. At the same time, governments and health-care institutions are now collecting consumer data to track the spread of the COVID-19 virus. But can data collected from phones, apps, computers, and credit cards be used during this time of crisis without deploying mass surveillance into much-less-critical spaces in the future? What will be the parameters for data gathering, surveillance, and personalization in the future? Data expert Jennifer Golbeck discusses how companies and institutions can avoid privacy infringement and unconstitutional influence operations without sacrificing crisis preparedness.

Health and Safety in the New Normal: In Conversation With Dr. Sanjay Gupta

October 13 | 2:20 p.m.-3:10 p.m. EDT

Dr. Sanjay Gupta is no stranger to crises. He has performed life-saving brain surgery in desert operating rooms in war-torn Baghdad and has reported from post-9/11 New York City, the 2004 tsunami in Southeast Asia, and the 2010 Haiti earthquake. In 2020, the largest-scale crisis of our time (COVID-19) has plunged the world into a chasm of uncertainty. Now, more than ever before, true experts are invaluable assets and allies to the public in navigating and understanding a new normal. Gupta is uniquely well equipped—as both a physician and a reporter—to examine this infectious disease outbreak and lend insight to its trajectory, the role that media plays, and the path forward for business leaders and individuals. This engaging conversation will be moderated by journalist and CEO Alexis Glick.

Facing Frictions: A Conversation With Gen. Colin L. Powell, USA (Ret.)

October 13 | 3:20 p.m.-4:15 p.m. EDT

As the nation approaches the road to the 2020 presidential and congressional election, its people are ideologically divided, straining to stay safe amid piecemeal responses to the COVID-19 pandemic and facing the stark social realities of racism and economic inequalities laid bare by the pandemic. Right now, our world needs the wisdom of experienced leaders. Few are as well equipped to navigate the challenges facing corporations and society as Gen. Colin L. Powell, USA (Ret.). Powell will address the audience in a keynote, and will then, in a candid conversation led by Mellody Hobson, discuss the challenges facing our nation, illustrating what needs to come next based on his firsthand experiences as a celebrated secretary of state, public company board member, and coalition builder.

New Member Networking Reception

October 13 | 4:30 p.m.-5:45 p.m. EDT

Virtually meet and mingle with fellow directors, NACD chapter leaders, and NACD board advisors at this Zoom networking reception, presented in partnership with Broadridge, specially designed for NACD members who have joined within the last year. Be ready to turn on your camera and participate in small group networking. We can't wait to see you!

By invitation only. Registration closes 48 hours prior to session start.

EXPERT INSIGHTS

Complimentary with registration

Expert Insights: Environmental Risk Oversight

October 15 | 3:00 p.m.–4:15 p.m. EDT

COVID-19 has impacted all facets of business, including how investors are thinking about ESG. This has been a landmark year for investment in ESG funds: there have been more than \$15 billion in investments in ESG funds during the first half of 2020. As companies move into the “new normal,” investors are looking at how environmental risks are being incorporated into a company’s overall strategy, and in particular the board’s role in oversight. Join this session to learn how fellow directors are navigating the E in ESG oversight, from identifying material environmental risks and utilizing metrics to evaluating management’s reporting and addressing investor expectations about board oversight.

Expert Insights: CEO Succession Planning

October 20 | 3:00 p.m.–4:15 p.m. EDT

One of the board’s most important functions is to ensure a rigorous and thoughtful CEO succession process. Operating under the utmost scrutiny from shareholders, directors must deliver exceptional CEO candidates that align with the firm’s long-term strategy and ensure effective onboarding of the new CEO. In addition, the board must engage in continual assessments of those in line for succession. CEO turnover reached an all-time high in 2019, and this trend is expected to continue into 2021. What are the key competencies that the board should look for when building a candidate list? What can the board do to ensure a seamless and effective CEO transition? Join our panel of distinguished experts as they uncover the best practices and talk about what to avoid during the process.

Expert Insights: Diversity, Equity, and Inclusion

October 21 | 3:00 p.m.–4:15 p.m. EDT

The data overwhelmingly show that including diverse voices in decision making yields better results. While the first step to achieve these desirable outcomes is having diverse voices present, the second step is ensuring effective inclusion of those voices. The third step is equity, or ensuring that each of these voices is given an equal opportunity to be heard. Inequity, especially, has risen to the forefront in the United States in recent months. The advent of COVID-19 has exposed the vast

disparity in security and resources available to US citizens, and the murders of George Floyd and others have sparked widespread protests and a national call to action to address ongoing systemic racial injustices in our economic and judicial systems. In this panel, directors and subject-matter experts work through the most effective ways in which you can confront the challenges of ensuring diversity, inclusion, and equity for the companies you serve so that your board can capitalize on the proven advantages of an empowered, diverse workforce.

Fostering an Entrepreneurial Mindset in the Boardroom

October 23 | 1:00 p.m.–2:00 p.m. EDT

This is a time that has been defined by the accelerating pace of digital transformation, disruption, and growing uncertainty—all trends that now seem more like norms. In the current business environment, the entrepreneurial skills of agility, resilience, and ingenuity are talents to which many organizations aspire. In this session, directors will have an opportunity to engage in conversation with Amy Wilkinson, one of the nation’s premier thought leaders on entrepreneurial leadership, about how directors can, and should, adapt to encourage agility, resilience, and ingenuity within themselves, their boards, and their organizations.

This session is exclusive to members who are NACD Directorship Certified® or NACD *Fellows*. An email invitation will be sent out when registration for this session becomes available.

Voices at the Table: The Changing Role of the Board

October 23 | 3:00 p.m.–4:00 p.m. EDT

Arguably, serving as a director has never been more demanding or complex. The pandemic has both magnified the importance and accelerated the consequences of governance issues ranging from ESG to human capital and digital transformation. The current business environment has required boards to place more of their focus on these areas of oversight while continuing to provide effective oversight of the short- and long-term effects of the pandemic and related economic crisis. At the same time, an increased focus on race and social justice in society—long overdue, to be sure—creates new conversations and brings new people, dynamics, and areas of focus to the boardroom, forcing directors to confront unconscious and often systemic biases and assumptions. As NACD *Fellows* and NACD Certified Professional Directors™, you have demonstrated a commitment to excellence as board leaders, and you can be catalysts for change in this pivotal and historic moment.

Join us as we reflect on the past year and begin planning for 2021, and beyond, during this insightful panel discussion with three NACD Directorship Certified individuals, presented in partnership with KPMG.

This session is exclusive to members who are NACD Directorship Certified or NACD *Fellows*. An email invitation will be sent out when registration for this session becomes available.

Small Group Networking

October 23 | 4:05 p.m.–4:45 p.m. EDT

Join us for an interactive networking experience presented in partnership with KPMG. Engage in peer-to-peer dialogue with NACD Certified Professional Directors and NACD *Fellows* in small group discussions (hosted in Zoom).

This session is exclusive to members who are NACD Directorship Certified or NACD *Fellows*. An email invitation will be sent out when registration for this session becomes available.

Expert Insights: Business Transformation and Restructurings

October 28 | 3:00 p.m.–4:15 p.m. EDT

A key part of board responsibility is overseeing strategy and risk. Perhaps nowhere are these two responsibilities more intertwined than in corporate transformation and restructurings. Boards may need to consider the possibility of growth through acquisition, whether the company should engage in a joint venture, and even the sale of the enterprise. Moreover, businesses constantly have to reinvent themselves digitally; there may be a need for restructuring and transformation of business platforms as a whole, rather than just implementing new digital processes. In this session, participants will discuss the role of the board in business transformation and restructurings, and discover the best ways to evaluate various strategies at different points in the company's life cycle.

Expert Insights: Data Privacy and Cybersecurity

October 29 | 3:00 p.m.–4:15 p.m. EDT

Should board members look at data privacy and cybersecurity oversight through the same lens, or are they best viewed separately? What challenges can companies expect to see in 2021 as they wade through the risks posed by a virtual workforce? Join a panel of experts for a lively discussion about these questions and others.

Expert Insights: Understanding the Board's Role in the S of ESG

November 2 | 3:00 p.m.–4:15 p.m. EST

While many think of the *E* (for *environmental* topics) when hearing the term ESG, 2020's myriad of crises have thrust the *S* (for *social* issues) into the spotlight due to a current focus on employee health and safety. As companies move into the new operating environment, S factors that might not previously have risen to the level of the boardroom agenda should now have the board's attention—among them, the human rights practices of new suppliers and manufacturers, pay equity and transparency across the workforce, corporate political contributions, and lobbying. Investors and stakeholders expect to be able to understand how companies are identifying and tackling these risks, despite how notoriously hard these risks are to measure. Join this session to discover ways to quantify social metrics, uncover investors' expectations for the board, and understand the board's roles and responsibilities in overseeing the S factors.

Expert Insights: Nonprofit Governance

November 4 | 11:00 a.m.–12:15 p.m. EST

Nonprofit organizations face governance challenges that are very similar to those of their corporate counterparts: establishing the right boardroom composition and culture, keeping the channels for information flow between the C-suite and the board open, and mitigating an ever-changing array of risks. Nonprofit boards, however, have unique structures and resources, and, in an increasingly volatile environment, face different challenges. The advent of COVID-19 and an ensuing economic downturn have led to declines in donations and pressures to operate effectively in a digital environment for many nonprofits, making it difficult for them to fulfill their organizations' missions. Join seasoned nonprofit board leaders for a candid discussion about how you as a director can best navigate your organization through adversity and steer the nonprofits you serve toward resiliency.

Expert Insights: Public Policy and Regulatory Risk

November 4 | 1:00 p.m.–2:15 p.m. EST

The election year brings with it the specter of shifting attitudes about regulation and policy in the United States. While many companies do not like being heavily regulated, the time line in which to comply with a set of regulations can last about as long as an election cycle—and regulations can be upended just as soon as a new party takes power. What

changes have been made during the past year to policies that affect your businesses, and what might your board expect to see change in the year to come? Our panel of experts reads the policy and regulatory tea leaves and provides practical guidance on what to watch out for in 2021.

Expert Insights: Shareholder Activism

November 4 | 3:00 p.m.–4:15 p.m. EST

Year-round shareholder activism has become the new norm in the American boardroom, especially during these unprecedented times. Directors must be prepared for and ready to respond to possible unsolicited offers and challenges. During this session, NACD speakers will talk about the board's role in preparing for and responding to a challenge and discuss the trends in activist campaigns that have emerged over the last year, including volume, value, and sectors targeted. In order to equip directors with the knowledge and tools they need to address such occurrences, participants will learn how to ask key questions during an M&A process, how to make sure the right team is in place, and how to follow up during integration in ways that will ensure overall success. The 2021 business landscape will also be discussed, including how to prepare for next year's proxy season.

Expert Insights: Human Capital and Talent Oversight

November 9 | 3:00 p.m.–4:15 p.m. EST

Human capital differs from any other kind of capital—you won't find it on a balance sheet, yet it arguably is the best indicator of a company's value. We truly are "people who need people," and talent attraction, retention, and utilization are perhaps the most important keys to any enterprise's success. This area of oversight has become significantly more challenging in the pandemic environment, as salary reductions and layoffs have become necessary evils for many companies. Concurrently, the push for racial justice and diversity advancement, which has gained momentum in recent months, cannot be ignored or pushed to a back burner. How can your board effectively oversee the company's strategy for talent development amid rapid transformation and unforeseen challenges? Join this diverse panel of experts and directors as they reveal the best practices for the new normal.

Expert Insights: M&A

November 10 | 11:00 a.m.–12:15 p.m. EST

Many companies attempt to create additional shareholder value by means of significant mergers or acquisitions. Historically, however, these transactions have a low success

rate, with more than two-thirds failing to increase the company's stock value. What opportunities exist for companies that have the cash to make moves right now? How might struggling companies make the best of the situation by seeking to be a target? Using recent high-profile transactions as discussion starters, this session will consider both the strategic and financial arguments for mergers and acquisitions, and will provide board members with a step-by-step process for thinking through such mega transactions. Participants will learn how to ask the right questions, how to make sure the right team is in place, and how to follow up during integration in ways that will ensure overall success.

Expert Insights: Compensation Hot Topics

November 10 | 1:00 p.m.–2:15 p.m. EST

In this session, participants will look at evolving issues of executive and director compensation that include current challenges and trends; how a committee should develop its principles for making executive-compensation decisions; considerations when determining CEO pay, including pay for performance; and how the stock market is informing pay (when business performance might differ). This discussion will also explore incentives and risk-taking initiatives (especially given the current economic environment) to help a board determine if the company's incentive structure could inadvertently create or exacerbate risks.

Expert Insights: Technology and Innovation

November 10 | 3:00 p.m.–4:15 p.m. EST

For many decades, the date 2020 has evoked an image of a far-off time filled with buzzing gadgets and exotic technologies that have ended up revolutionizing society. The reality is that while 2020 has been peppered with neat and useful innovations, this year will be remembered most for the speed with which businesses have adopted technology in order to survive and thrive amid the pandemic. What have the unique experiences of this year taught our companies about technology and innovation initiatives? What can boards learn from the successes and failures of the past year that they can carry into the future? Join us to learn what's around the corner for technology and innovation at your companies.

Expert Insights: Geopolitical Risk

November 12 | 3:00 p.m.–4:15 p.m. EST

On this panel, mere days after the 2020 US general election, experts discuss how the paradigm shifts happening across the world will impact the oversight of business risks at your

company. While our experts are likely to focus time and attention on how the US presidential and congressional election results may roil markets, attendees can also expect a broader focus on the interconnectivity of the globe's economies and the trends that will affect all of your companies in the quarters and years ahead.

LEADERSHIP SYMPOSIUMS

NACD member-exclusive programming, offered at \$555/session

Private Company Leadership Symposium

October 20 | 11:00 a.m.-2:00 p.m. EDT

Last year, directors at private companies ranked growing business-model disruption as the top trend most likely to impact their organizations this year. Such disruptions have only intensified across 2020. Private boards face unique challenges as they try to help their organizations navigate the implications of the COVID-19 pandemic and the racial justice movement. In this symposium, presented in partnership with EY, learn from seasoned private company board directors as they discuss challenges specific to directors on private company boards. Session topics include:

- how to effectively position private companies for future growth in an uncertain business climate with changing and unpredictable customer preferences; and
- board oversight of human capital such as equity in the workplace, minority representation in the organization, and oversight of safely returning to work.

[See full agenda](#) with session descriptions.

Small-Cap Leadership Symposium

October 28 | 11:00 a.m.-2:00 p.m. EDT

The myriad issues facing directors of smaller-cap boards have been accentuated by events in 2020. This symposium, presented in partnership with BDO, joins subject-matter experts and experienced directors in a three-part discussion. Attendees will receive valuable insights they can use to help solve the unique challenges that face small-cap company boards. Session topics include:

- how small-cap directors can reflect on strategy by embracing knowledge gained via crisis risk management;

- how to pivot the board's oversight focus in real time, around unfolding events, opportunities, and challenges amid resource demands; and
- how to leverage board members in critical areas and anticipate the future as small-cap businesses and their workplaces are reimagined and redefined.

[See full agenda](#) with session descriptions.

Lead Director and Chair Leadership Symposium

November 2 | 11:00 a.m.-2:00 p.m. EST

The role of the nonexecutive chair or the lead director—who is tasked with leading the work of independent directors—is perhaps more vital now than ever before. In these tumultuous times, leadership is paramount, and demands on the board are at an all-time high. So who's leading the leaders? Join this deep dive into board leadership from the chair or lead director's seat, presented in partnership with KPMG, which will address the unique challenges facing this director cohort and uncover ways to maximize your effectiveness as a lead director. Session topics include:

- how lead directors and chairs should work with management to rethink strategy in a post-COVID-19 world, from managing remote workforces and accelerating digital transformation to building more resilient supply chains;
- the role of the lead director/chair in overseeing the company's response to demands for more transparent and higher quality ESG reporting and disclosures; and
- an interactive and intimate peer exchange where attendees can network virtually and dialogue candidly on unique challenges that face lead directors and chairs.

[See full agenda](#) with session descriptions.

Cybersecurity Leadership Symposium

November 12 | 11:00 a.m.-2:00 p.m. EST

Offered this year for the first time, the Cybersecurity Leadership Symposium, presented in partnership with Accenture and Visible Risk, will help you review the concepts and practices board directors need to oversee cyber risk effectively. Join us on November 12 for three hours of expert-led commentary, practical tips that you can take back to your own boardroom, and a sense of what it will take in the coming business cycles to ensure that the enterprise is secured but not stifled. Session topics include:

- what it takes to lead in cyber-risk resiliency and embed cyber-resilient approaches into your company's strategy;

- how to decide which metrics to use to assess and monitor cyber risk; and
- the risks and benefits of establishing a cyber-risk oversight committee on your board.

[See full agenda](#) with session descriptions.

BOARD COMMITTEE FORUMS

NACD member-exclusive programming, offered at \$555/session

Audit Committee Forum

October 15 | 11:00 a.m.-2:00 p.m. EDT

NACD's annual surveys confirm that for many boards, audit committees are responsible for a wide range of topics, including compliance and enterprise risk and cybersecurity. This year has seen changes in both the topics on audit committee agendas and the ways that the committee meets and determines its agenda. In this forum, presented in partnership with KPMG, explore the key issues for audit committees today—from virtual meetings and remote audits to audit committee effectiveness in this rapidly changing operating environment. Session topics include:

- how the audit committee's role has changed, and what continued changes audit committee members and chairs should expect;
- a fireside chat from a prominent CFO about where the world, and audit oversight, may be headed in the months to come; and
- interactive small group discussions on how audit committees are playing a role in ESG oversight.

[See full agenda](#) with session descriptions.

Strategy and Risk Committee Forum

October 21 | 11:00 a.m.-2:00 p.m. EDT

This forum, presented in partnership with Marsh & McLennan Cos., will be valuable to both strategy committee and risk committee members. This session is designed to provide insights and tools to help overcome the challenges these committees may face in an increasingly complex environment. Strategy committee members will be equipped with tools to strengthen strategy development, and risk committee members will

receive tools they can use to mitigate the risks facing their organization. Both strategy development and risk mitigation are complex, challenging topics; this forum will discuss a number of the leading practices in this space to help directors cut through some of that complexity. Session topics include:

- the future of the workforce and how accelerating trends impact talent oversight and require renewed oversight in the boardroom;
- evolving D&O liability and the board's role in overseeing climate-related risks; and
- how boards can apply lessons learned from 2020 to better govern through overlapping crises and improve decision making.

[See full agenda](#) with session descriptions.

Compensation Committee Forum

October 29 | 11:00 a.m.-2:00 p.m. EDT

This forum, presented in partnership with Pearl Meyer, addresses new challenges facing the compensation committee, including the impacts of the current global disruption and civil unrest through the end of 2020 and beyond. Almost 30 percent of employee and director respondents reported that their companies have reduced or frozen base salaries for executives thus far through the COVID-19 pandemic, according to a Pearl Meyer survey conducted in late May. This forum will touch on the points where diversity, equity, and inclusion initiatives may fit into compensation plans, as well as examine the effects of the novel coronavirus on compensation trends, to ensure the compensation committee's continued effectiveness through turbulent times. Session topics include:

- the current and future state of executive compensation, such as the use of discretion and goal setting for 2021;
- the broadening mandate of the compensation committee and how boards are contending with scope creep; and
- interactive small group discussions between fellow compensation committee members.

[See full agenda](#) with session descriptions.

Nominating and Governance Committee Forum

November 9 | 11:00 a.m.-2:00 p.m. EST

How should the nominating and governance committee go about recruiting and onboarding the company's next chief executive in a virtual environment? In light of COVID-19—and the possibility of leaders getting sick, retiring early, or leaving the organization for other reasons—what are the best practices you

should consider instituting to plan for CEO and board member succession? What can and should the committee do when certain board members or the CEO show themselves to be unfit for their roles? How can the committee better support diversity of leadership, equity, and practices that encourage inclusion across the organization? With these questions and more swirling in the minds of nominating and governance committee members, this forum, presented in partnership with Heidrick & Struggles, will help directors proactively meet evolving board responsibilities with new governance insights that strengthen the board and the company. Session topics include:

- how directors can best work with the CEO and the C-suite to carry companies through crises;
- new best practices in CEO succession planning; and
- the role of the nom/gov committee in creating trust within the boardroom.

[See full agenda](#) with session descriptions.