

BOARD LEADERS

ISS APPROVED DIRECTOR SEMINAR



Babson College Executive Conference Center Thursday, May 21, 2009

Board Leaders invites you to a unique one-day seminar focusing on the important issues our members have identified as confronting directors in 2009.

The Day

Subjects will be presented in an interactive panel format including several case studies. The presenters are members of Board Leaders, as well as directors of public companies. Instead of a lecture format, the program emphasis is audience participation and Q&A.

The one-day seminar is highly efficient, with no significant travel or overnight stay required.

Registration
information
on back.

Who Should Attend

- Directors of public companies.
- CEOs.
- Non-profit leaders.
- Individuals committed to excellence in corporate governance.

The Cost

The \$1200 fee includes all sessions, breakfast, lunch and a networking cocktail event. Payments after April 15th will be \$1500. Three or more directors from the same company receive a 10% discount.

ISS Certification

This concentrated one-day seminar is recognized as an ISS certified director training event fully credited towards ISS CGQ (Corporate Governance Quotient) rating.



RiskMetrics Group

ISS Governance Services
Accredited Director Education Program

Previous ISS Seminar Participants Provided the Following Comments.

"I was amazed at how many critical areas we were able to discuss at the seminar. Also, the expertise and sharing of views in the room, not only on the panels, were unparalleled." – Ralph Verni; Director Eaton Vance Funds, former CEO State Street Research

"The seminar provides both technical expertise and practical experience on today's principal issues. The format of formal presentations and extensive attendee interaction makes for an extremely effective tutorial." – Dick Reilly; Director AARP Funds

"Board Leaders has been my best source for the things I really need to know as a director. All of their programs have been content rich with practical advice and always just ahead of when I seem to need the information." – Willow Shire; Chair Governance Committee TJX Co.



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Seminar Panel Topics

Proxy Proposals: The panel and ISS debate important proxy issues: executive compensation, director nominations, "Say on Pay" and board composition.

International Accounting Standards (IFRS): From a corporate, auditor and board standpoint, we discuss status, potential impact, implementation and planning timeline.

Enterprise Risk Management: A broad-based discussion including financial risk; as well as competitive, environmental and geopolitical considerations. We will examine appropriate risk assignment and responsibility.

Executive and Director Compensation:

Compensation professionals and board members will discuss the changes in compensation policy based on economic, political and shareholder considerations.

Preparing for a Deposition: Declines in stock prices and overall poor company performance can lead to director lawsuits. A video presentation and panel discussion will instruct directors "what to do and what not to do."

Case Sessions with Full Audience Participation:

One will deal with a financing crisis and another will focus on the challenges and pitfalls of designing executive compensation.

Registration Information to Submit

By Phone: (781)-455-0097

By Fax: (781)-455-0077

**By Mail: Board Leaders Inc.
Attn: Sharon Dagnello
P.O. Box 920706
Needham, MA 02492**

By Web: www.boardleaders.net



AUDIT ■ TAX ■ ADVISORY

Thanks to our 2009 Sponsor!

Board Member Information

Name: _____

Company/Board: _____

Title: _____

Contact Address: _____

ADDRESS LINE 1

ADDRESS LINE 2

CITY

STATE

ZIP

E-Mail Address: _____

Telephone: (_____) _____