



CORPORATION SERVICE COMPANY*

Sponsor

Weinberg Center for Corporate Governance
 Department of Finance
 Lerner College of Business & Economics
 University of Delaware

AGENDA
 Annual Corporate Governance Conference
 November 4th, 2011

8:30 am	Continental Breakfast in Atrium
9:00 am	Welcoming Remarks—Roger Coffin, Weinberg Center for Corporate Governance, Patrick Harker, President, University of Delaware
9:15 am-10:45am	<p>Panel Discussion: Study Group on Corporate Boards discusses <i>Bridging Board Gaps</i></p> <p>A panel discussion on how boards of directors can be more effective stewards of shareholder and corporate interests. Results from the Study Group of the Rockefeller Foundation funded report co-sponsored by the Columbia Business School and the Weinberg Center</p> <p>Moderator: Charles Elson</p> <p>Panel:</p> <ol style="list-style-type: none"> 1. The Honorable Carolyn Berger, Justice, Supreme Court of Delaware 2. Ken Bertsch, President, Society of Corporate Secretaries and Governance Professionals 3. Ken Daly, CEO and President, National Association of Corporate Directors, Inc. 4. Richard Daly, President and CEO, Broadridge Financial Solutions Inc. 5. Glenn Hubbard, Dean Columbia Business School 6. Peter Langerman, Fund Advisor, Franklin Mutual Advisors 7. The Honorable Don Parsons, Vice Chancellor, Delaware Court of Chancery 8. Damon Silvers, Associate General Counsel, AFL-CIO 9. A. Gilchrist Sparks, Of Counsel, Morris, Nichols, Arsht & Tunnell LLP 10. Ralph Whitworth, Principal, Relational Investors Inc. 11. Frank Zarb, Managing Director, Hellman and Friedman, Former Chairman and CEO, NASDAQ, Smith Barney and Ford Administration “Energy Czar”
10:45am-11:15am	Break
11:15 am to 12:45pm	<p>Session 1: Empirical Studies of Governance, Boards and Shareholders</p> <p>Moderator: Jay Coughenour, Chair, Finance Department, Lerner College of Business and Economics</p> <p>John Bizjak, Robert & Maria Lowden Professor of Finance, Neeley School of Business, Texas Christian University</p> <p>Present: Why Do Insiders Hedge Their Ownership? An Empirical Examination</p> <p>Comment: Fei Xie, Assistant Professor of Finance, George Mason University School of Management</p> <p>Yaniv Grinstein, Associate Professor of Finance, Johnson Graduate School of Management, Cornell University</p> <p>Present: Good Monitoring, Bad Monitoring</p>



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	<p>Comment: Doron Levit, Assistant Professor, Wharton School of Business, University of Pennsylvania</p> <p>Fabrizio Ferri, Assistant Professor of Accounting, Columbia Business School</p> <p>Present: Does the Director Election System Matter? Evidence from Majority Voting (with Yonca Ertimur, Duke University)</p> <p>Comment: Tina Yang, Assistant Professor of Finance, Villanova School of Business</p>
12:45-2pm	<p>Lunch in the Atrium</p> <p>Speaker Introduction: Bruce Weber, Dean Lerner College of Business and Economics</p> <p>Keynote Remarks and Q&A with Ralph Whitworth, Relational Investors</p> <p>Join one of the nation's premier activist investors for perspectives on governance, building value, and shareholder relations</p>
2:00 pm	<p>Session 2: Transactions and Governance: The Effect of Litigation and Poison Pills and the Future of Delaware Law</p> <p>Moderator: Roger Coffin, Weinberg Center for Corporate Governance</p> <p>Robert B. Thompson, Peter P. Weidenbruch Jr. Professor of Business Law Georgetown University Law Center</p> <p>Present: "Litigation in Mergers and Acquisitions "</p> <p>Comment: Faith Stevelman, Professor of Law and Director, Center on Business Law and Policy, New York Law School</p> <p>Randall S. Thomas, John S. Beasley Professor of Law and Business Vanderbilt University Law School</p> <p>Present: "Selectia Resets the Trigger on the Poison Pill: Where Delaware Should Go Next"</p> <p>Comment: Greg Varallo, Partner, Richards Layton & Finger, Wilmington, DE (and counsel to Selectia)</p>
3:45 pm	<p>Adjournment</p> <p>Transportation to train station and airport</p>