



FINANCIAL
TIMES

FT-ODX

Outstanding Directors Exchange

Exclusively
FOR DIRECTORS

October 28-29, 2015

The Metropolitan Club, New York

live.ft.com/odx2015

Board members who attend FT-ODX tell us it is the gold standard for director education. Completely off-the-record, this two-day event is limited to sitting public company directors who will gather to discuss critical boardroom concerns. Topics include board tenure under the microscope, mounting risk oversight pressures, an update on proxy access, and the new generation of activist investors.

WHY ATTEND?

- Topics and speakers provide timely input on today's top boardroom challenges
- The intimate directors-only setting encourages candid discussion among peers
- The expertise and global reach of the Financial Times is built into the programming
- Multiple opportunities to network with other sitting corporate directors from across Corporate America



Wednesday, October 28

11:30am Registration and Lunch Buffet

12:15pm Welcome

12:30pm Interview with Rakhi Kumar, Head of Corporate Governance, State Street Global Advisors

Director tenure, board succession, ESG risk management, and executive compensation are among the issues that active owners like SSgA look at with great care. Hear how the firm wants to engage with directors and ask questions that matter most to your boards.

1:30pm What Boards Should Be Asking About Big Data and Analytics

Most companies that have made large capital investments in big data and analytics confess to only hit-or-miss success. It's time to move beyond what is possible into specific big data aspirations for the business and the full cost to properly integrate data and implement analytic tools. This panel discussion will help directors ensure focus on clear priorities and ROI expectations of big data.

2:40pm Networking Break

3:00pm Ensuring Long-term Value Creation: A Board Imperative

Corporate America has developed the collective bad habit of living from quarter to quarter, threatening the long-term value and viability of public enterprises. Explore how boards are combating short-termism with the development and communication of plans for innovation and growth.

4:00pm Champagne Roundtables

5:15pm Cocktail Reception

6:00pm Outstanding Directors Awards Dinner

8:30pm End of Day One

Thursday, October 29

7:30am Buffet Breakfast

8:00am Welcome

8:10am Strengthening the Board - CEO Partnership

Unclear and conflicting expectations between CEOs and their boards can have business impacts that are just as damaging as badly designed pay packages or poorly executed succession plans. This panel will share ideas for establishing and refreshing rules of engagement, including roles, responsibilities, and communication.

9:30am Networking Break**9:50am Beyond the Skills Matrix: Traits of High Performing Boards**

Is your board one of the company's strategic weapons? Does every board meeting have genuine "take home value" for management? Discuss ways to unleash the power of diverse skills and backgrounds around the table so that your board is truly helping to solve problems, develop key initiatives, and sustain growth.

11:00am Concurrent Breakout Sessions**1. Maximizing ROI in Risk, Compliance and Audit**

Even companies with massive budgets to throw at oversight functions don't always get satisfactory results. Hear about ways companies are enhancing the effectiveness of their ERM, corporate compliance, and internal audit programs while rationalizing costs.

2. Goals that Drive Long-term Performance

Hear how comp committees are setting minimum thresholds, maximum goals and conducting pressure tests that ensure target goals result in target payouts.

3. The Dreaded Data Breach

What ever director should know about leading cyber security practices, data breach response, cyber crime investigations, digital forensics, and electronic discovery processing.

12:15pm Luncheon Session: The Latest on Proxy Access

In the absence of SEC guidance, some 100 shareholder proposals on the topic have been submitted to US companies this proxy season. This discussion will cover proxy voting results, new insights from regulators, and key elements of proxy access bylaws such as ownership and holding periods, aggregation rules and allowable number of nominees.

1:30pm Beyond Underperformance: How Activists Pick Their Targets

The board and its reaction when approached are increasingly at the center of an activist hedge fund's decision to target a company. Discover how your shareholders might be convinced that an activist investor's business case is stronger than that of the sitting board.

2:30pm Closing Remarks and Conference Close

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Rakhi Kumar
Head of Corporate Governance,
State Street Global Advisors



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WHO ATTENDS FT-ODX?

- 82% of Fortune 100 companies have sent at least one Director to FT-ODX
- 34% of the attendees represent companies doing at least \$10B in sales
- Directors representing over 150 public boards such as Boeing, Time Warner Cable, PNC Financial, PSEG, E*Trade, Darden, and Office Depot

PRICE

Standard rate: **\$6,500**

Group discounts available for two or more directors from the same board.

VENUE

The Metropolitan Club

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