

Corporate Issuer & Institutional Investor Forum
Co-Hosted by Broadridge & The University of Miami - Herbert School of Business
March 31, 2022 – April 1, 2022

AGENDA

March 31, 2022 * Fiola - 1500 San Ignacio Ave, Coral Gables, Miami		
6:30 PM – 9:00 PM	Pre-Forum Dinner Reception & Fireside Chat <ul style="list-style-type: none"> ▫ Paul Washington, Executive Director, The Conference Board, ESG Center ▫ Stuart Levine, Chairman & CEO, Stuart Levine & Associates & Former Global CEO, Dale Carnegie & Associates 	Materials HERE
April 1, 2022 * Miami Herbert Business School - Aresty Building, 3rd Floor, 5250 University Drive, Coral Gables, Miami		
8:00 AM – 9:00 AM	Registration & Networking (Continental Breakfast served)	
9:00 AM – 9:15 AM	Welcome and Introductions <ul style="list-style-type: none"> ▫ Professor John Quelch, Vice Provost of Executive Education & Dean of the Miami Herbert Business School, University of Miami ▫ Marvellen Andersen, Corporate Governance Officer, Vice President of Corporate and Institutional Investor Relations, Broadridge Financial Solutions ▫ 	Materials N/A
9:15 AM – 10:15 AM	Proxy Season Preview 2022: Updates, Trends & Hot Button Issues <ul style="list-style-type: none"> ▫ Regulatory Updates, Guidance & Proposed Rules ▫ Proxy Advisory Updates & Guidelines ▫ Shareholder Proposals & Engagement ▫ ESG Trends & Developments ▫ Proxy System & Process Developments ▫ Hot Button Topics: Human Capital, Trojan Proposals, Greenwashing & DEI <p>Moderator: Dorothy Flynn, President, Corporate Issuer Solutions, Broadridge</p> <p>Panelists:</p> <ul style="list-style-type: none"> ▫ Tracy Stewart, Director of Research, Council of Institutional Investors ▫ Bob Lamm, Chair, Securities and Corporate Governance Practice, Gunster; Independent Senior Advisor, Deloitte Center for Board Effectiveness 	Materials HERE
10:15 AM – 10:30 AM	<i>Coffee Break</i>	
10:30 AM – 11:30 AM	A Discussion on Proxy Voting, Pass-Thru Voting, Voting Choice	Materials

	<ul style="list-style-type: none"> ▫ BlackRock’s Voting Choice enabling 40% of shareholders (@ \$4.8 trillion) to vote their own shares. ▫ Market Updates & Impact: e.g. disclosure, passive vs. active, lending, implementation costs and timing, issuer concerns re: engagement or identifying shareholders, managing omnibus positions, etc. ▫ Process specifics: e.g. will clients be informed of how Blackrock will vote, will apply to all votes, etc.? ▫ Other markets developments: index proxy polling; retail voting choice, end-to-end vote confirmation <p>Discussants:</p> <ul style="list-style-type: none"> ▫ Bob McCormick, Advisor Council, PJT Camberview ▫ Ray Cameron, Head of Corporate Client Strategy, The Americas, Blackrock 	HERE
11:30 AM– 12:30 PM	<p>Building a High Performing Board to Meet Today’s Challenges</p> <ul style="list-style-type: none"> ▫ What boards are doing to ensure they have the right skills to meet these challenges ▫ Companies are facing increasing challenges from ESG, DEI, technology transformations, supply chain issues, etc. ▫ The Evolution of the “skills matrix” and the skills boards are seeking ▫ Discussion on best practices and inclusivity in the boardroom to ensure everyone’s voice is heard <p>Moderator: Lauren Smith, Managing Director, Diversified Search; Chair of Governance & Former President of NACD FL</p> <p>Panelists:</p> <ul style="list-style-type: none"> ▫ Jocelyn Carter-Miller, President of TechEdVentures & SoulTranSync ▫ Evelyn D’An, Independent Board Director – Summer Infant and Backblaze ▫ Jerome Peribere, President and CEO, Sealed Air Corporation 	<p>Materials</p> <p>HERE</p>
12:30 PM – 2:30 PM	<p>Lunch Session: Venture Miami</p> <p>Moderator: Prof. Henrik Cronqvist, Vice-Dean, Lifelong Learning & Bank of America Scholar</p> <p>Panelists:</p> <ul style="list-style-type: none"> ▫ David Goldberg, General Partner, Alpaca VC ▫ Laura Gaviria Halaby, Member, Fintech / Crypto Action Board - City of Miami; SoftBank Latin America Operating Group; Angel Investor; Mentor for Early Stage Startups; and Board - Banco Sol in Bolivia 	<p>Materials</p> <p>HERE</p>

2:30 PM – 3:45 PM	<p>ESG Disclosure 2022: Trends, Opportunities & Risks</p> <p>Research Spotlight: Daniele Macciocchi, Assistant Professor, University of Miami ❖ Overview of research on portfolio selection, voting, engagement and real effects of SRI</p> <p>Topics May Include:</p> <ul style="list-style-type: none"> ▫ Trends and Regulatory & Disclosure Updates (US & EU) ▫ Board Oversight of ESG (Reporting, Committee Structure) & Board Diversity ▫ Risks & Blindspots: Greenwashing, Organizational Culture, DEI (e.g. EEO1C/DEI in Comp Plans; Small Cap; Shareholder Derivative Lawsuits; AI & Tools in Detecting) ▫ Stakeholder Governance & Corporate Purpose ▫ Metrics & Ratings Updates (Frameworks, Aggregators & Standardization) <p>Moderator: Chad Spitler, Founder & CEO, Third Economy</p> <p>Panelists:</p> <ul style="list-style-type: none"> ▫ Granville Martin, Head of Americas Policy and Outreach, Value Reporting Foundation (<i>formerly SASB</i>) ▫ Paul Washington, Executive Director, The Conference Board, ESG Center 	<p>Materials</p> <p>HERE</p>
3:45 PM – 4:45 PM	<p>Market Outlook 2022: SPACs, M&A, Trends and ... SPAC-tivism?</p> <ul style="list-style-type: none"> ▫ Current M&A & IPO Trends and Environment (FL & generally) ▫ SPAC Activity & Expectations for 2022 (Acquisitions, Private Equity, de-SPACing, etc.) ▫ Rules, Risks & Litigation (e.g. Rules 144 and 145; requirements on resales of securities; contractual issues; deSPACing; dilution costs, company disclosure and readiness; Delaware litigation on standards for assessing board/special committee actions re: sale of a company, SPAC stockholder approval and redemption process. <p>Moderator: Lyndon Park, Head of Governance/ESG Solutions, ICR</p> <p>Panelists:</p> <p>Jonathan Kim, Founder & Principal, Joannathan Kim Legal & Strategic Advisory Services Faquiry Diaz Cala, Chief Operating Officer, Lionheart Capital</p>	<p>Materials</p> <p>HERE</p>
4:45 – 5:00 PM	<p>Key Takeaways Summary & Wrap-Up</p>	
5:00 PM – 6:30 PM	<p>Networking Reception at Miami Herbert Business School</p>	