

LEAD Symposium on Board Adoption of Sustainability

March 29, 2011 – Atlanta, USA

Updated Agenda

(NOTE VENUE CHANGE: The Four Seasons Hotel – Atlanta)

8.00 – 9.00 Arrival and Registration - Ballroom I meeting room
A continental breakfast buffet will be served.

9.00 – 9.30 Welcome and Introduction

9.30 – 12.15 Session I: Panel on Role and Responsibilities of the Board

Five panelists will address the role of the Board in overseeing corporate sustainability. Professor Ruth Aguilera from the University of Illinois will provide us with a global and historical perspective on roles of boards of directors. Aron Cramer, CEO of BSR will discuss how “the new boardroom” addresses sustainability. Tomas Nagy from Novozymes and Konstantin Voytsekhovich from Sakhalin Energy (tbc) will give us a company perspective, and Professor Pascual Berrone from IESE Business School will talk about sustainability incentives for executive management. The panel will be followed by a question and answer session.

Roundtable Discussion

Participants will reflect on their own experiences and discuss the questions below. The discussion will then be opened to the plenary.

1. What specific roles and responsibilities of the board appear most important to driving corporate sustainability?
2. How can boards integrate sustainability criteria into incentive schemes for CEOs and executive teams, in order to sustain focus and commitment to corporate sustainability?
3. What challenges have you faced - or anticipate facing - relative to these board roles and how might they be overcome?

12.15 – 13.15 Lunch – Callaway meeting room

13.15 – 15.00 Session II: Board Structure and Composition – Ballroom I meeting room

In this session, David Martin from Royal Dutch Shell, Hang-Je Yoo from SK Telecom and Ursula Mathar from Bayer AG will share their experiences in addressing sustainability with different board structures and board compositions. Their presentations will be followed by a question and answer session.

Concurrent Roundtable Discussions on Board Structure and Board Composition

Half of the participants will then discuss how boards can be structured to better address corporate sustainability (e.g. through sub-committees), while the other half will address how board composition (e.g. board diversity on gender, ethnicity and non-shareholders) matters for the adoption and oversight of corporate sustainability. Roundtable discussions that capture and reflect the experiences and perspectives of the group will be followed by plenary readouts.

Those discussing board structure will focus on the following questions:

1. What do you see as the main pros and cons of a board committee dedicated to overseeing corporate sustainability?
2. What specific board structure(s) do you see as most supportive of corporate sustainability progress? (If structure is a “sustainability committee,” what should be the committee’s mandate, population, and relationship to the board?)
3. What do you see as the ideal integration between sustainability issues and other functions of the board, such as nomination, auditing and compensation?

The discussion on board composition will reflect on the following:

1. How, if at all, does board diversity benefit corporate sustainability progress?
2. What kind of stakeholder engagement by the board or stakeholder representation on the board do you see as most supportive of corporate sustainability progress?

3. What are the main challenges with respect to ensuring that stakeholder views and concerns are represented on the board and how can they be overcome?

15.00 – 15.15 Coffee Break

15.15 – 17.30 Session III: Role of Investors and Business Schools – Ballroom I and Callaway meeting rooms

In these concurrent sessions, LEAD companies will break into two groups to discuss with representatives of investors and business schools the role each type of institution plays in cementing the adoption of corporate sustainability by boards of directors. After the break-out, both groups will regroup and share perspectives in plenary.

Wolfgang Engshuber, chairman of UN-PRI and CAO of Munich Re America, together with Tom Rotherham from Hermes EOS will lead the second break-out group focused on how boards of directors can better work with investors to embrace corporate sustainability. After their overview of the investor community and of their experiences from previous engagement with corporate boards, the questions for discussion are the following:

1. What are the experiences - positive and negative - that your board has had with investors with respect to corporate sustainability?
2. What are the most important ways in which you as corporate sustainability leaders would like to see investors engage with corporate boards?
3. What are the information and disclosure needs and bottlenecks in relation to such engagement? What are likely to be the implications for the future of integrated reporting?
4. How can corporate boards best prepare for a future in which more investors are expected to give greater priority to ESG issues and engage more actively with boards?

Gregory Unruh, the Director of the Lincoln Center for Ethics in Global Management at the Thunderbird School of Management and Jonas Haertle, Secretariat Head of the Principles for Responsible Management Education (PRME), will discuss sustainability education / certification for boards of directors. Susanne Stormer from Novo Nordisk will talk about her experience with such types of programmes. This break-out group will explore the opportunities for LEAD companies to collaborate with business schools from PRME in shaping and rolling out such a programme. The following are questions for discussion for this breakout:

1. What are the most important current deficiencies in board understanding and knowledge of sustainability issues?
2. Would a board-level education program be an effective way to respond to any perceived deficiencies?
3. How should a program for education of board members be designed to bring most value to boards and their corporations (curricula, duration, location, certification, etc)?

17.30 – 18.00 Conclude and adjourn

(The World of Coca-Cola, Atlanta)

18.45 – 22.30 Reception, Dinner and Networking

The reception and dinner at the World of Coca-Cola will be an important opportunity for LEAD companies to interact and continue informal discussions. We thank Coca-Cola for hosting the reception.

Transportation will be provided to and from the hotel.