



DLA PIPER GLOBAL WOMEN'S LEADERSHIP SUMMIT

SEPTEMBER 29-30, 2014 • FOUR SEASONS HOTEL • CHICAGO

DLA Piper Global Women's Leadership Summit September 30, 2014

Moderator:

- Jill A. Klein, Assistant Dean, Digital Initiatives, and Executive-in-Residence, Kogod School of Business, American University; and Trustee, Pitzer College

Panelists:

- Paula E. Boggs, Founder and Principal, Boggs Media, LLC; Audit Committee Member, School of Rock, LLC; Secretary of the Board of Directors, Executive Committee Member and Capital Campaign Co-Chair, KEXP; Trustee, Executive Committee Member, Student Life Committee Chair and Capital Campaign Executive Committee Member, Johns Hopkins University; Member, Peabody Institute National Advisory Board; and Member, President's Committee on the Arts and the Humanities
- Kelly McNamara Corley, Executive Vice President, General Counsel and Secretary, Discover Financial Services; Board of Visitors Member, George Mason University; Director, The HistoryMakers; Director, Midwest Young Artists; Trustee, Cristo Rey St. Martin College Prep; and currently nominated to the Board of Trustees, Rush University Medical Center
- Michele C. Mayes, Vice President, General Counsel and Secretary, The New York Public Library; Honorary Director, Legal Momentum (after 17 years of service as a Director); and former Board Member, National Association of Women Lawyers
- Dale Anne Reiss, Senior Managing Director, Artemis Advisors; Senior Managing Director, Brock Capital Group, LLC; Director, Audit Committee Chair and Investment Committee Member, iStar Financial, Inc.; Director, Tutor Perini Corporation; Director, Schottenstein Realty; Director, Educational Housing Services, Inc.; Board Member, The Guttmacher Institute; and Trustee, Police Pension Board, City of Sanibel, Florida

Panel Topic:

Winning the Board Game: Making the Best Moves Toward Board Service

I. COURSE OVERVIEW

One must be both accomplished and connected to win a corporate board seat. It is never too early to position yourself for board membership and, with the right qualifications and persistence, it can be a powerful way to accelerate your career. This panel will discuss effective strategies for influencing board composition and ensuring that qualified women are represented



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in the boardroom. Panelists will also address the legal issues that confront board candidates and board members and how best to tackle these issues.

II. COURSE DESCRIPTION

A. How to Become an Attractive Board Candidate

Obtaining a corporate board seat can often seem like a daunting task. Competition for corporate board seats is extremely fierce. Reductions in board size, low turnover and an increase in the length of board service contribute to this competition. In order to increase the chance of obtaining a corporate board seat, it is imperative that attorneys start thinking about board candidacy early in their careers. There are several steps attorneys can take to make themselves credible candidates for corporate board seats and increase their odds of being selected as board members.

Board candidates should think about types of companies, industries, and situations where their skills and experience will be relevant and their contributions will be valued. Companies seeking board members often appreciate prior experience in the board room. Serving on the board of a startup, advisory committee or nonprofit organization can be the stepping stone for corporate board service. This can provide great experience and confidence, while expanding a board candidates network and elevating her profile. Training programs by professional organizations and educational institutions can also provide valuable guidance and networking opportunities. The panel will discuss how and why they were chosen for board membership. The panel will also discuss how attorneys can differentiate themselves and become attractive corporate board candidates.

B. What a Board Candidate Needs to Know Before Accepting a Board Seat

Board candidacy and board membership is a highly regulated affair. It is critical that a board candidate engage in thorough due diligence prior to joining a board to ensure that it is mutually beneficial for both parties. It is important that a board candidate understands and is committed to the organization's mission. Recognizing issues that the organization and the board are likely to face and a willingness to solve such issues is helpful. Knowing what role the board expects a board candidate to play will help the board candidate assess whether she can properly fulfill the role. Additionally, a board candidate should confirm that the board has adequate levels of insurance, including, but not limited to, directors and officers liability insurance. The panel will discuss what due diligence a board candidate and a board should conduct and what factors a board candidate should consider before joining a board.



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III. CONCLUSION/COURSE SUMMARY

Serving on a corporate board can be an extremely rewarding experience, personally and professionally. It can allow individuals to advance a cause, provide intellectual challenges, offer meaningful work and enhance career development. For a board candidate looking to obtain a corporate board seat for the first time, finding the right board can undoubtedly be challenging. Finding a company or organization with a mission that one is passionate about is an excellent place to start. Additionally, focusing on the quality of the opportunity rather than the name or size of the company or organization will help a board candidate land an extremely rewarding and fulfilling position. An attorney's analytical training and experience make her an extremely qualified and valuable asset to a board. A board candidate should identify and leverage her strengths to obtain a corporate board seat.



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Jill A. Klein

Assistant Dean, Digital Initiatives
Executive-in-Residence, Kogod School of Business
American University

Jill Klein is a recovering Chief Information Officer with over 30 years of industry experience in banking and consulting. She transitioned to her Kogod academic career 13 years ago. This summer, Professor Klein was named Assistant Dean for Digital Initiatives at the Kogod School of Business, merging her academic and corporate career experiences to support opportunities in higher education that blend learning and information technology. She continues to engage students in the classroom and especially enjoys developing courses that provide students with "live client" projects and resources. She directs the Professional MBA program and co-chairs the Kogod Information Technology Executive Council, comprised of 20 corporate and government CIOs. Prior to joining Kogod, Professor Klein worked at JP Morgan, IBM, Riggs Bank and The Advisory Board and managed her own IT consulting firm. She serves on the Pitzer College Board of Trustees and the Cornell University President's Council of Cornell Women and Dean's Council for the College of Arts and Sciences. In addition, she co-chairs the 2020 Women on Boards DC Steering Committee and has served on other non-profit boards.

Beginning in 2010, Professor Klein collaborated with Women In Technology (WIT) www.womenintechology.org to analyze women serving on public corporation boards in Washington, DC and Virginia. The first report sparked WIT to action, funding the launch of The Leadership Foundry, which is used to identify, train and mentor executive women for board level positions. Four years later, the annual study, *Advancing Women to the Corporate Board Room* advocates for and inspires women to contemplate board service.

Professor Klein earned her bachelor's degree in Economics from Cornell University and an MBA in Finance from American University.

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Paula E. Boggs
Founder and Principal
Boggs Media, LLC

Paula Boggs is a lawyer, philanthropist, musician and voting member of the National Academy of Recording Arts and Sciences. She founded Boggs Media, LLC in 2013 and is a seasoned executive, board member and public speaker.

Ms. Boggs led the global law department of Starbucks Coffee Company for 10 years and was secretary of the Starbucks Foundation. Before Starbucks, she was an executive at Dell Corporation. In 2010, President Barack Obama named her to the White House Council for Community Solutions (focused on youth unemployment) and she currently sits on the President's Committee on the Arts and the Humanities.

For 16 years, she has served as a Johns Hopkins University Trustee and until its recent acquisition she sat on NASDAQ's Sterling Financial, Inc. board. Boggs sits on the boards of School of Rock LLC, Peabody Institute (Conservatory) and NPR-affiliate KEXP, where she is also secretary and capital campaign co-chair.

Ms. Boggs has held a variety of professional and community leadership roles over the past 30 years, including stints at the Pentagon, White House, as a federal prosecutor, adjunct law professor and big law firm partner. She has served in the American Bar Association's House of Delegates for 20 years and has received numerous professional awards, including those bestowed by the President of the United States, Department of Defense, American Bar Association, Johns Hopkins University, University of California at Berkeley School of Law and the WNBA Seattle Storm.

Ms. Boggs is a US Army Airborne veteran. The second album of the Paula Boggs Band, *Carnival of Miracles*, is due for release in early 2015.



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Kelly McNamara Corley

Executive Vice President, General Counsel and Secretary

Discover Financial Services

Kelly McNamara Corley has served as executive vice president, general counsel and secretary since 2008. Kelly previously served as senior vice president, general counsel and secretary since 1999. Prior to becoming general counsel, Kelly was managing director for Morgan Stanley's global government and regulatory relations. She holds a bachelor's degree in political science from the University of Southern California and a J.D. from George Mason University School of Law.



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Michele C. Mayes

Vice President, General Counsel and Secretary
The New York Public Library

Michele C. Mayes is Vice President, General Counsel and Secretary for the New York Public Library (NYPL). Ms. Mayes joined NYPL in August 2012 after serving as Executive Vice President and General Counsel for Allstate Insurance Company since 2007.

She served as a Senior Vice President and the General Counsel of Pitney Bowes Inc. from 2003 to 2007 and in several legal capacities at Colgate-Palmolive from 1992 to 2003.

In 1982, Ms. Mayes entered the corporate sector as managing attorney of Burroughs Corporation. After Burroughs and Sperry Corporation merged, creating Unisys Corporation, she was appointed Staff Vice President and Associate General Counsel for Worldwide Litigation. From 1976 through 1982, she served in the US Department of Justice as an Assistant United States Attorney in Detroit and Brooklyn, eventually assuming the role of Chief of the Civil Division in Detroit.

Ms. Mayes received a B.A. from the University of Michigan and a J.D. from the University of Michigan Law School.



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Dale Anne Reiss
Senior Managing Director
Artemis Advisors

Dale Anne Reiss was Ernst & Young's Global and Americas Director of Real Estate, Hospitality and Construction until her retirement in 2008 and continued to consult to the firm until 2011. With over 40 years of experience, she has advised public and private real estate and hospitality companies, corporations and financial institutions in all aspects of development, investment and finance.

As Managing Director of Artemis Advisors, LLC, her real estate restructuring and consulting firm, she also serves clients in the positions of Senior Managing Director of Brock Capital Group LLC, a boutique investment bank, and Chairman of its affiliate, Brock Real Estate LLC, which specializes in raising capital and mezzanine financing.

Ms. Reiss currently serves as a Director, Chair of the Audit Committee and Member of the Investment Committee of iStar Financial, Inc. (NYSE: SFI), a real estate finance and investment firm. She is a Trustee and Governor of the Urban Land Institute and its Foundation and a Board member of The Guttmacher Institute. She also serves on the Board of Educational Housing Services, Inc., a nonprofit student housing organization, and contributes to her local community as a Trustee of the Police Pension Board, City of Sanibel, FL.

She is a former Board member of Post Properties, Inc., (NYSE: PPS), and Pension Real Estate Association (PREA).

Ms. Reiss has held leadership positions in a wide range of real estate industry and nonprofit organizations, such as the American Institute of Certified Public Accountants, Financial Executives Institute, Institute of Management Consultants, National Association of Real Estate Investment Trusts, The Chicago Network and the New York Forum.

Ms. Reiss has a BS in economics and accounting from the Illinois Institute of Technology, an MBA in finance and statistics from the University of Chicago and is a certified public accountant.

She is a frequent speaker at real estate organizations and has written numerous articles.