January 24, 2024



Keeping companies and their boards a step ahead

Behind the Scenes of Nasdaq's New Governance Pulse Forum

A Discussion with Nasdaq Head of Board Advisory (Americas)



Visit Across the Board, the new corporate governance blog at acrosstheboard.mayerbrown.com







Up-to-the-minute information and commentary regarding securities law developments at *freewritings.law*

mayerbrown.com



Subscribe to our mailing lists and receive timely legal updates and invitations to our events directly to your inbox.





Behind the Scenes of Nasdaq's New Governance Pulse Forum

A Discussion with Nasdaq Head of Board Advisory (Americas)

January 24, 2024





Behind the Scenes of Nasdaq's New Governance Pulse Forum



ANNA PINEDO

Partner Mayer Brown LLP Moderator



KALEY CHILDS KARAFFA

Nasdaq Head of Board Advisory (Americas) Nasdaq



LARRY CUNNINGHAM Special Counsel

Mayer Brown LLP



Materials and Resources

- Nasdaq 2023 Governance Pulse Report
- <u>2024 U.S. Proxy Season: Recent Proxy and Annual Report</u> <u>Developments</u>
- <u>2024 U.S. Proxy Season: Proxy Voting, Governance, and ES</u> <u>Matters</u>
- <u>The Rise and Stall of ESG: A Brief History and A (Hopeful)</u> <u>Look Ahead</u>



Visit Across the Board, the new corporate governance blog at acrosstheboard.mayerbrown.com



- <u>Corporate Governance and Risk Management Experience</u>
- Amid Heightened Uncertainty, Directors Should Expect To Be Second Guessed



REF WRITINGS +

Up-to-the-minute information and commentary regarding securities law developments at *freewritings.law*



About Mayer Brown's Public Companies & Corporate Governance Practice

- Our Public Companies & Corporate Governance practice brings together experienced lawyers from the firm's Capital Markets, M&A, Securities Litigation & Enforcement, Employment & Benefits, Labor, and Public Policy, Regulatory & Political Law practices.
- As part of our Public Companies & Corporate Governance practice, we provide guidance on the allocation of responsibilities among directors, board committees and senior management and develop appropriate governance documents, policies and procedures reflecting stock exchange requirements and evolving investor concerns.

RANKED BY *THE LEGAL 500 US* FOR CORPORATE GOVERNANCE

- We advise on voting and other governance rights of shareholders, as well as best practices relating to other matters, including, but not limited to, climate change, diversity, equity and inclusion, human capital management and other ESG matters; required disclosures; stock repurchases; trading plans; stock ownership reporting requirements; recapitalization and restructuring transactions; dividend policies; liability management activities; executive compensation and stock-based compensation plans; and financing activities.
- Learn more <u>here</u>.

RANKED BY US NEWS & WORLD REPORT/BEST LAWYERS' LIST OF "BEST LAW FIRMS" FOR SECURITIES REGULATION, CORPORATE GOVERNANCE & CORPORATE LAW



Thank you for joining us.

Americas Asia Europe Middle East

mayerbrown.com

Mayer Brown is a global services provider comprising associated legal practices that are separate entities, including Mayer Brown LLP (Illinois, USA), Mayer Brown International LLP (England), Mayer Brown (a Hong Kong partnership) and Tauil & Chequer Advogados (a Brazilian law partnership) (collectively the "Mayer Brown Practices") and non-legal service providers, which provide consultancy services (the "Mayer Brown Consultancies"). The Mayer Brown Practices and Mayer Brown Consultancies".