

Directors to watch 2011

Enlightened boards are expanding their collective pools of leadership wisdom by drawing upon the richly diverse portfolio of talents and experiences that accomplished individuals like these are bringing to the boardroom. **EDITED BY SCOTT CHASE**

THE IMPORTANCE and the positive impact of diversity in the boardroom no longer is a compelling premise for real debate. The experts have weighed in, actions have been taken, and the resulting trends and statistics can't be argued — diversity wins!

In fact, the case for gender and ethnic diversity is so strong that some nations, such as Norway back in 2006, have legislated that corporate boards reflect in no small way the prevailing population and demographic trends of the nation itself. France, Spain, Belgium, the Netherlands, and Italy are readying similar mandates.

Enlightened boards have expanded their collective pools of wisdom and experience by engaging talented directors who bring more than a desired gender or ethnic background. Today those attributes, when and where appropriate, are being complemented by expertise in information technology, social media, global outlook, M&A, and other competencies.

GovernanceMetrics International's 2011 Women on Boards Report shows a modest increase in women on boards over the

three years and roughly 4,200 global companies encompassed by its ongoing statistical research. Meanwhile, our own yardstick, the DIRECTORS & BOARDS quarterly Directors Roster, sponsored by Heidrick & Struggles, shows continued progress as well. Over the past year the minimum number of new appointments going to women stood at 26%, with the maximum being 38%, both figures well above the traditional norms.

WomenCorporateDirectors (WCD) has just issued a "Call to Action" to industry leaders proposing 10 steps to bring more women onto boards across corporate North America. This action plan — which includes such steps as building the pipeline through advocacy and mentorship, assuring that every director slate includes at least one woman, and declaring board diversity a necessary component of good governance — provides a roadmap to better management, better results, and a more comprehensive worldview.

We believe that our 2011 class of Directors to Watch is and will remain at the forefront of this positive and lasting change for directors and boards.

Yasmin T. Bates-Brown

Executive Vice President, Harris Bank

YASMIN BATES-BROWN has applied her leadership skills with both corporate and nonprofit organizations in the Chicago area for 34 years. She has created, grown and managed large profitable financial business units for Harris Bank, a multibillion-dollar financial institution. She has led Harris through new business start-ups, organizational restructurings, acquisition integrations, and rapid growth in challenging communities.

As executive vice president of community affairs and economic development, Bates-Brown managed all of Harris' corporate giving of \$18 million for three years. Additionally, she created a "best in class" team that successfully leveraged relationships to generate new business for the bank. As executive vice president of Harris Bank's Chicagoland South Division, she dramatically grew the division by increasing revenue significantly during her tenure. She played a major role in the expansion of the bank's footprint by adding over 50 locations through start-ups and bank acquisitions. She managed a team of 1700 employees and over \$10 million in assets. As president of Harris Chicago Community Bank, she expanded



small business, community development, and real estate and consumer loan services throughout Chicagoland to double-digit growth. P&L performance of Chicago Community Bank was consistently at the top of the 24 Community Bank's list. Her work was lauded in the *Chicago Tribune* and *Crain's Chicago Business*.

Bates-Brown currently serves on the board of Blue Cross Blue Shield of Illinois.

Her prior corporate board experience includes Harris Naperville, Harris NWI, Harris New Lennox, and Harris Joliet. Nonprofit board experience includes Girl Scouts of GCNWI, Glenwood School for Boys and Girls, Ullrich Children's Advantage Network (UCAN), Neighborhood Housing Services, the Metropolitan Planning Council, Fannie Mae National Advisory Board, and Shedd Aquarium.

As a business leader, she has earned numerous community

service awards during her career as well as sustained recognition for leadership abilities. Among these are Chicago United's Business Leaders of Color Award, *Crain's Chicago Business* 100 Most Influential list, U.S. Banker Lifetime Achievement Award, and Boardroom Bound Charter Lifetime Friend.

Don't Overlook the Importance of Succession Planning: "An increasing number of companies have experienced changes in leadership over the past few years. While directors have many other pressing issues, they cannot afford to overlook the importance of succession planning. Focusing on internal candidates sends a message to shareholders and employees that the company is investing the time and effort to cultivate internal management and consequently strengthen the organization. Directors should become familiar with the company's executive officers so that they can offer helpful input on succession candidates. This can occur by having managers attend and provide meaningful presentations at board meetings. Directors should also seek insight as to how the company is developing its high-performing managers and whether those managers are getting the right kind of ongoing coaching and assignments that help foster leadership skills. Succession planning must be addressed even when you're content with the existing CEO and leadership team. This process should be viewed as a long-term and ongoing responsibility to ensure a smooth transition in the event one occurs."

Mona Pearl

*Founder and Chief Operating Officer,
BeyondAStrategy Inc.*

MONA PEARL'S experience in international strategic development and global entrepreneurship has been vital in helping companies design and execute their global strategies. Pearl is known for "out of the box" thinking and developing creative solutions to tough challenges which produce bottom-line results.

Pearl founded and operated three successful businesses and sits on the boards of several organizations. From operations to organization to top-line growth strategies, Pearl initiates and executes cost-effective and creative opportunities for companies to make money across borders. These activities lead companies to growing their business internationally, leveraging their global competitiveness, and addressing operational and strategic growth trends in international markets. Projects across industries and across borders include Deutsche Telekom, GM, Rover, Jaguar, Marriott, Hyatt Corp., IMF, Fermilab, The Export Institute, SES GmbH, A.B. Dick, Navistar, Accenture, Michelin, Illinois's Department of Commerce and Economic Opportunity, Philip Morris, Bacardi, United Airlines, American Airlines, Virgin Atlantic, Delta, Continental, and many more.

Pearl has lived on three continents and is proficient in six languages. She was quoted by CNBC, NPR/WBEZ, MSNBC, Bloomberg, *Crain's Chicago*, Entrepreneur.com, and inter-

viewed by other media on global issues and strategies. She is a frequent speaker at global-related conferences and has co-authored two published books. She is an adjunct professor at DePaul University teaching international business as well as a guest lecturer in executive MBA programs around the



world. She authors a column on current global competitiveness issues in *Manufacturing Today* and *Management Today* magazines and publishes in other business-related magazines.

Multicultural Boards Are the New Diversity:

"For many companies a big chunk of their revenue comes from outside the United States, yet they have hardly anyone on their board that is either a non-U.S. member or some-

one with global experience who can guide them through or even bring up the relevant points on global expansion strategies or how to craft successful global actionable decision making. U.S. boards are mostly homogenous from the point of view that members are U.S.-homed and honed. Global and multicultural are the new board skills for a new global world where U.S. companies have to compete. It is not about being risk averse. It is about knowing how to assess risk in global markets, looking at the right data and making decisions that are well grounded. Boards need people with a global view, who are cross-cultural, cosmopolitan and worldly people who can question assumptions through a global lens, since you don't know what you don't know. You cannot predict the future, but you can position your company to be successful in a changing global business environment. Positioning the company globally, and having the right lens from which to view new market developments, is very important."

Julie S. England

Independent Director, Checkpoint Systems Inc.

JULIE ENGLAND delivers on strategy, business development, and revenue growth as a board member and a consultant, leveraging her unique combination of high-tech executive, semiconductor business leadership, and operations experience. England serves on the board of directors of Checkpoint Systems Inc. in Philadelphia, Pa., Intellex Corp. in Santa Clara, Cal., and the Georgia O'Keeffe Museum in Santa Fe, N.M. She was a director of the Federal Reserve Bank of Dallas, the Engineering Dean's Council at Texas Tech University, and two trade associations, American Electronics Association and AIM Global. She served on the Presbyterian Hospital of Dallas, Dallas Museum of Art, Dallas Arboretum, and International Women's Forum Dallas boards.

England is a former vice president of Texas Instruments and the former general manager of RFID Systems. She was responsible from 2004-2009 for overall strategy and for leading TI's RFID business, and previously led the microprocessor business unit which delivered to Sun Microsystems UltraSPARC microprocessors. She became a vice president in 1994 as Semiconductor Group quality manager. During her 30 years at TI, she was a leader in engineering, manufacturing, quality, and business management positions.

England is a nationally recognized business and technology leader. In 2008 she was named one of the Top 15 Women Innovators in Business by *Pink* magazine, the national magazine for professional women. In 2009 she was awarded the Distinguished Information Sciences Award by the Association of Information Technology Professionals. She received the 2004 Henry Laurence Gantt Medal from the American Society of Mechanical Engineers and the American Management Association. She has been honored with the Texas Tech University Distinguished Engineer award and inducted into the Women

in Technology International Hall of Fame.

England holds a B.S. degree in chemical engineering from Texas Tech University and is a graduate of Stanford and Harvard University business schools' executive education programs.



Critical Skills for Tech-Savvy Directors: "Today's corporate challenges and thus risk management require directors to have skill sets that deal with technology in a strategic

manner. Boards can consider diversity of experience as they fill out board seats, especially the technology executive. All aspects of the company's functions and outputs are increasingly reliant on technology. Information technology touches all business functions. Next-generation products have increasing embedded technology. Marketing is moving to social media and more online content and channels. E-tailing or online sales affect an increasing percent of revenues. Companies have an accelerating reliance on technology in all key functions. Keep the leadership gene pool relevant in top company management as well as in the boardroom."

Jan Hopkins

President and Founder, The Jan Hopkins Group

JAN HOPKINS is a communications expert with broad experience in the media, in corporations and as a consultant and entrepreneur. She is an experienced director and presently heads a prestigious nonprofit.

Hopkins serves as an independent director on the board of

Franklin Templeton Mutual Shares and is on the nominating committee. She also serves on the advisory board of the Knight Bagehot Fellowship at Columbia University School of Journalism. A Bagehot Fellow herself, Hopkins studied at the Columbia University School of Business. She is a former member of the board of directors of Bostwick Laboratories of Richmond, Va., where she was a member of the nominating and governance committee. She was a member of the board of Girl Scouts USA



and of the board of trustees at Hiram College.

Since 2007 Hopkins has headed the 100-year-old Economic Club of New York. The Club is the premier speaking platform for nonpartisan economic policy speeches to Wall Street and business. Under her leadership, the Club's membership has grown by a third and its contributions have doubled. The number of programs has also doubled and the Club's finances have improved each year.

In addition, Hopkins is president and founder of The Jan Hopkins Group, a communications consulting company that works with key executives to help them anticipate media reaction to their messages and develop powerful media skills and contacts. The firm also offers media training, communications coaching, and video production services. She is an Emmy and Peabody Award-winning former anchor and correspondent at CNN with two decades of experience in business news and network television production.

Hopkins covered Wall Street and business from the bull market to the crash in the 1980s and from the dot-com boom to bust. She was the first to broadcast regular live reports from the New York Stock Exchange. She anchored a number of programs on CNN and was the main substitute anchor for "Moneyline" and "Lou Dobbs Tonight." She interviewed guests from heads of state to heads of companies to shareholders, workers, and men and women on the street. Prior to CNN she worked for ABC World News Tonight, CBS network television news, and for local radio and television stations in Ohio.

The Characteristics of Functioning Boards: "How successful boards address difficult issues continually impresses me. Well-functioning boards are characterized by strong leadership and active member participation. I have seen this on nonprofit, private, and mutual fund boards. Reaching the best decision requires good leadership to guide the process and foster an environment where differing points of view can be expressed and discussed, and an informed, committed membership that brings diverse knowledge and experience to the task. It takes time. Helping create an environment for the effective exchange of ideas on difficult issues is one of the most exciting and satisfying parts of board service."

Jill Kanin-Lovers

Director, *Dot Foods Inc.*,
Heidrick & Struggles International Inc.

JILL KANIN-LOVERS is a member of the boards of directors for Dot Foods, the nation's largest food redistributor, and Heidrick & Struggles, a premier global search and leadership advisory firm. She chairs the compensation committee for both. Kanin-Lovers also serves on the audit committee at Heidrick and the nominating committee at Dot. Previously, she was on the board of Alpharma, a specialty pharmaceutical company, BearingPoint, a global technology consulting firm, and First Advantage, a risk and business solutions provider. She chaired the compensation committee at all three. She also has chaired four CEO succession/search committees.

Kanin-Lovers is a founding board member of the Cove Island Wildlife Sanctuary and the Cove Island Park Conservancy. She is on the advisory board of WomenCorporateDirectors and a member of the Belizean Grove, a global women's education and networking group. Previously, she served as chairperson for the board of advisers of Catalyst, a research and advisory

organization focused on the advancement of women in business. She teaches corporate governance and business ethics for the Rutgers University Mini-MBA program.

From 1998 to 2004 Kanin-Lovers was senior vice president, human resources and workplace management, for Avon Products Inc. Prior to Avon, she held a series of senior executive human resources positions of increasing responsibility at American Express and IBM.

She began her career in management consulting at Towers Perrin. During her 17-year tenure there she developed a deep expertise in compensation, becoming the vice president and manager responsible for the global compensation practice. In her last role at Towers Perrin, she had P&L responsibility for the Seattle Consulting Office and the Northwest Territory. She has written more than 50 articles. *HR World* magazine named her one of the Top 50 HR leaders in the world in 2000. In 2002 she was inducted into the National Academy of Human Resources and in 2005 she received the Linkage Inc. Lifetime Achievement Award.

She received her bachelor's degree from S.U.N.Y. at Albany and her master's degree in economic history from the University of Pennsylvania. She received her M.B.A. in personnel and industrial relations from the Wharton School.

Succession Planning as a Strategic Imperative: "Managing a successful CEO succession process is one of the most vis-

ible and often most provocative fiduciary responsibilities we have as board members. Yet, studies show that many boards are not fully satisfied with their succession planning process. CEO tenures have significantly dropped over the past 10 years to about 6.6 years, and for those brought in from the outside the average is just above 4 years. Regardless of how brilliant a company's strategy may be, leadership is everything. With the risks so high, boards should be ramping up oversight of succession planning processes to ensure a talent-rich organization capable of executing strategy and operations. Whether it is a planned transition or a reactive succession, the board needs to seize the opportunity to look beyond just 'replacing' the current CEO. The process needs to be forward-looking and should be driven by a long-term view of the business, aligned with the strategic challenges and opportunities."

Christi M. Pedra

Senior Vice President, *Siemens Healthcare USA*

SINCE THE BEGINNING of last year Christi Pedra has been senior vice president of strategic new business development and marketing in Siemens Healthcare Customer Solutions Group. In her role, Pedra develops and oversees marketing services that include healthcare analytics, market intelligence, industry relations, integrated solutions market-



*Blue Cross and Blue Shield of Illinois
thanks*

*Yasmin Bates-Brown
for her caring commitment
to ensuring our success
in today's evolving marketplace.*

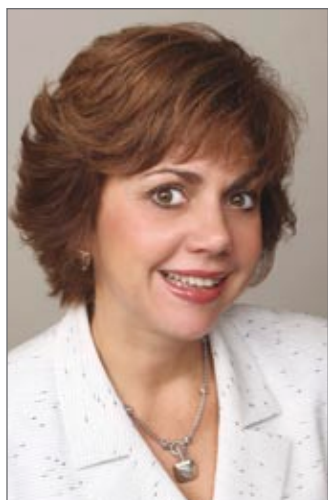
*Her leadership and insight help us
effectively serve our more than
30,000 employer group customers,
our 7 million members, and
our thousands of communities
throughout Illinois.*



BlueCross BlueShield of Illinois
An independent licensee of the Blue Cross and Blue Shield Association

ing, sales enablement, and strategic account management. She champions innovative marketing strategies that bring value to external and internal customers. Additionally, she drives strategies for success that encompass new and existing market segments and help sustain long-term growth. Prior to joining the Customer Solutions Group, she was chief executive officer of Siemens Hearing Instruments Inc., responsible for leading the company's sales, manufacturing, product research and development in the United States, Canada, and Latin America.

Pedra has been with Siemens for 25 years. In 2002 she helped launch Siemens One as vice president of executive relations and was promoted to vice president of sales and chief operating officer in 2004. Her career with Siemens began in 1985, via



the acquisition of Rolm Corp. by IBM and the follow-on joint venture between IBM and Siemens Information and Communication. While with Siemens I&C she grew her career in senior roles in sales and marketing.

Pedra is frequently recognized for her commitment to mentoring, diversity and talent management. She is an executive sponsor for the Women's Affinity Network at Siemens Healthcare and served on the advisory board for the Women's Network at

Siemens Corp. from 2005-2010. In March 2009 she was chosen to speak at the inaugural event for women executives at Siemens, Global Leadership of Women — GLOW, and now serves as the chairperson for GLOW-USA, connecting all the Women's Networks in Siemens North America. Her passion for talent development has enabled her to pilot innovative mentoring experiences and create internship programs that have been highly praised by both business and academia.

She is a member of the board of directors of InVivo Therapeutics, a publicly traded biomedical company, the National Collegiate Athletic Association Leadership Advisory Board, and the national council for LEAP (Liberal Education and America's Promise). In 2002 Pedra was part of Mayor Bloomberg's New York City task force on stimulating economic growth in the wake of the tragic events of 9/11. The next year she was nominated and selected to be a David Rockefeller Fellow, a one-year leadership program sponsored by the N.Y.C. Partnership and the David Rockefeller Foundation.

Laser-Sharp Communications Skills: "I have found that the skills which make you a successful leader are also important when you are involved in board service. As a board member you have to rely heavily on your communication skills with a laser-sharp focus on listening and probing. Active listening and open-ended questions enable you to explore complex issues. Looking and listening for clues, both verbal and nonver-

bal, allows directors to help uncover the multi-dimensions of a situation, stimulate discussion, and evaluate alternatives."

Bennie Wiley

Principal, The Wiley Group

BENAREE PRATT WILEY is principal of The Wiley Group, a firm specializing in strategy, talent management, and leadership development. She is a driving force in the advancement of leadership diversity.

For 15 years she served as the president and chief executive officer of The Partnership Inc., a talent management organization for multicultural professionals in the greater Boston region. Under her leadership, The Partnership strengthened the capacity of greater Boston to attract, retain and develop talented professionals of color and helped more than 1,300 African Americans integrate into the corporate community. This tenure is chronicled in a Harvard Business School case study on transformational nonprofit leadership.

Currently, Wiley is a director on boards of the Dreyfus Mutual Funds and Blue Cross Blue Shield of Massachusetts. She also chairs the PepsiCo African American Advisory Board and is an independent director of NYSE-traded CBIZ Inc., a leading provider of business services. Her civic activities include



serving on the boards of The Boston Foundation, Howard University, Dress for Success Boston, and The Efficacy Institute.

A graduate of Howard University and Harvard Business School, she received an honorary degree from Boston College, where she served 12 years as a trustee. She is currently a trustee associate and founding member of the Council for Women of Boston College. Wiley has been the recipient of numerous awards and honors, including induction into the Academy of Distinguished Bostonians, the Greater Boston Chamber of Commerce Pinnacle Award for Lifetime Achievement, and Harvard Business School Distinguished Alumni Award from the African American Student Union. She also had the honor of being featured on the cover of *Boston* magazine as one of Boston's most powerful women.

On the Importance of Executive Sessions: "It is generally agreed that executive sessions are necessary for independent directors to discuss important topics that cannot be discussed elsewhere, such as executive compensation and succession. However, regularly scheduled executive sessions at every meeting are equally important to the overall effectiveness of the board. Without the presence of management, directors can raise, fully explore,

and develop a point of view among themselves about critical issues. Executive sessions provide the forum for directors to appropriately set the agenda and priorities for the board going forward. Moreover, regular discussions among directors only help to foster the rapport and trust that is required when, and if, the board is faced with a crisis or monumental task. Accordingly, it is essential that executive sessions become a routine part of every board and committee agenda.”

Kalpana Raina

Managing Partner, 252 Solutions LLC

KALPANA RAINA brings a wealth of domestic and international experience in financial services, media, and telecommunications and technology to her work as a corporate director, senior executive, and business strategist. She is a decisive leader with a proven track record of success directing global business development, capital raising, mergers and acquisitions, and guiding cross-cultural strategy.

On the board side, Raina combines in-depth public company board experience with specific expertise in succession planning, CEO and director searches, and instituting governance best practices. Her background has given her valuable knowledge of M&A strategy, private equity buyouts, and global expansion. She has served on the board of John Wiley & Sons in Hoboken, N.J., since 2009, and currently sits on the compensation and audit committees. She also serves on the boards of Information Services Group of Stamford, Conn., and RealNetworks Inc. of Seattle, Wash.

Earlier, Raina spent nearly 20 years with the Bank of New York, concluding her time there as executive vice president and head of European country management. She was also a member of the firm’s executive committee for Europe, leading strategy, business development, and oversight of operations for the bank’s European offices in Belgium, France, Germany, Italy, Netherlands, and Spain.

Educated in India, Canada, and the United States, Raina completed the coursework for a doctorate in English literature at McMaster University in Canada. In addition to her professional and public board activities, she serves as a member of the advisory boards of Agenda’s Diversity 100 List and Women Corporate Directors, and she is a board member of the World Policy Institute in New York. As the managing partner of 252



Solutions LLC, an advisory firm specializing in strategy and business development for both private and public sector entities, she is credited with creating the vision, mission and structure for the Asia Society’s Women’s Leadership Initiative based in Asia.

Looking Beyond the Lens of Gender: “America’s boardrooms have come to accept, albeit slowly, the importance of diversity for director qualifications and selection. How-

ever, diversity is often looked at primarily through the lens of gender. Appointing more women on corporate boards is critical, but we should aspire to boards that reflect all stakeholders. In a business environment that is complex, global and technologically innovative, the shareholder, employee, customer and supplier bases are increasingly diverse. The challenges that boards will have to navigate will require the multiple perspectives of gender, ethnicity, global experience, and age representation. A truly diverse board will consider all these criteria.” ■

Nominate a ‘Director to Watch’

“Directors to Watch” is made possible in part by sponsors of Boardroom Bound, a national organization that stands for better governance and diversity in the 21st century boardroom, and WomenCorporateDirectors, a global organization dedicated to advancing the careers and contributions of women directors. If you would like to support “Directors to Watch” or nominate a “Director to Watch” for inclusion in future issues of *Directors & Boards*, please send your candidate’s name, current primary corporate and board positions, contact details for your choice, and a sentence or two on why you believe this person is a “Director to Watch” to Scott Chase via email at scottchase@verizon.net.

OfficeMax
WORK WITH US™

OfficeMax congratulates the
2011 Directors to Watch, selected
by Directors & Boards magazine.

Creating a new way of doing
business through diversity.

Directors & Boards

Four ways to start your subscription FAST!

- 1 Call us!** Please dial (800) 637-4464, ext. 6072 to begin your subscription today.
- 2 Subscribe online.** Visit www.directorsandboards.com and click on the New Subscription link.
- 3 Fax us!** Fax this form to (215) 405-6078.
- 4 Mail us** this subscription form.

Yes, please begin my subscription to DIRECTORS & BOARDS. I understand that I will receive a free copy of "The Art of Corporate Governance" (a \$150 value) with my paid order. I may cancel my subscription at any time and receive a full refund for all unmailed issues.

Please charge my credit card for the annual subscription price of \$325. (\$350 in US funds for non-US residents)

Amex VISA MasterCard

Card # _____

Exp. Date _____ Signature _____

My check for \$325 (US Dollars only) is enclosed. (\$350 in US funds for non-US residents)

Name (please print) _____

Company Name _____

Mailing Address _____

City _____ State _____ Zip _____

Phone _____ Fax _____

Please provide your email address, and we'll send you our monthly DIRECTORS & BOARDS *e-Briefing*, a special email newsletter for subscribers. (We'll never rent or sell your email address)

Email Address _____

Please contact me to discuss a bulk subscription for my entire board and relevant corporate governance executives.

