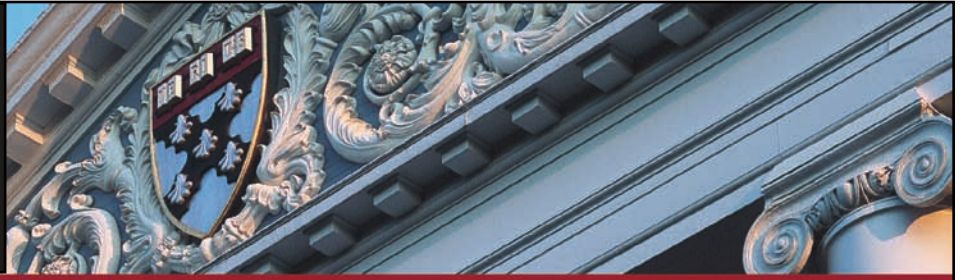


**HISPANIC ASSOCIATION ON
CORPORATE RESPONSIBILITY'S
PROGRAM ON CORPORATE
GOVERNANCE
AUGUST 2–5, 2009**



H A R V A R D | B U S I N E S S | S C H O O L

HACR's Program On Corporate Governance

August 2–5, 2009 | Harvard Business School campus, Boston, MA

INTRODUCTION

In light of today's complex set of board challenges, directors of public companies are being expected to do more and to do it well. Moreover, increased scrutiny about director independence by regulators and shareholders has corporate boards actively pursuing outside, independent directors. What role does diversity play in the corporate boardroom? What role should the board play in strategic planning? In top management succession? How can it best be positioned to provide oversight of its company? What is the role of the board and audit committee in promoting external financial reporting and disclosure? What are the new demands of boards and their directors? Exploring these and other complex issues is the work of Harvard Business School's innovative Executive Education.

PROGRAM OBJECTIVES

Designed by Harvard Business School (HBS) faculty for existing and prospective Hispanic corporate board members, including C-level executives, as well as Hispanic leaders in the areas of business, nonprofit, academia, and government, this intensive program presents cutting-edge techniques for maximizing board contributions. This program explores critical issues ranging from board composition, director selection, and compensation... to the board's role in strategic planning, overseeing financial reporting and disclosure, and top-management succession. Participants leave the program with skills and strategies for adding significant value to the contributions of their boards and specific ideas for improving these boards.

With 50+ years' experience in Executive Education, Harvard Business School is the leading provider of advanced learning opportunities that strengthen the leadership capacity of both individuals and their organizations. Unlike any other, the HBS Executive Education learning model immerses the world's most promising managers in a transformational experience that transcends the acquisition of knowledge, skills, and tools and fosters professional, intellectual, and personal development.

CURRICULUM

The program addresses critical issues facing boards today, including:

- Board composition and director selection
- Setting time-efficient agendas
- Conducting dynamic, constructive board meetings
- Role of the board in strategic planning and as an agent of positive change
- CEO evaluation and compensation
- CEO succession
- Evaluation of the board and its members
- Executive compensation and stock ownership
- Role of the board and audit committee in formulating an external financial reporting and disclosure strategy
- New demands on boards and their directors

These issues will be examined in the overall context of structuring a relationship that facilitates cooperation between the board and management, as well as sound governance.

*Credit will be given by RiskMetrics Group in the Corporate Governance Quotient (CGQ) for companies on whose boards the directors serve.



RiskMetrics Group

ISS Governance Services
Accredited Director Education Program

PARTICIPANT MIX

HACR's Program on Corporate Governance at Harvard Business School is intended exclusively for existing and prospective Hispanic corporate board members of public companies. Participants include C-level executives and senior leaders from non-profit, academia, or government.

FACULTY

TEACHING TEAM This Executive Education program is developed and taught by Harvard Business School faculty who are distinguished academicians, skilled educators, groundbreaking researchers, award-winning authors, and entrepreneurs in their respective fields. Representing various disciplines, they remain close to practice through field-based research, relationships with business and industry leaders, and personal involvement as board members and consultants for top companies around the world. HBS faculty leverage their research and expertise to create new knowledge and enduring concepts that shape the practice of management. Short biographical sketches follow; more detailed biographies are accessible at <http://www.hbs.edu/research/faculty.html>.

JAY W. LORSCH, Louis Kirstein Professor of Human Relations, serves as faculty chair for the Corporate Governance Program. He is the author or coauthor of more than a dozen books, including the most recent, *Aligning the Stars: How to Succeed When Professionals Drive Results*. Forthcoming is the new title, *Back to the Drawing Board: Designing Corporate Boards for a Complex World*. Professor Lorsch is a director of Computer Associates and of several private companies. He also has consulted with diverse companies, including Ameritech, Applied Materials, the Bank of Montreal, Chubb and Sons, Citicorp, Coopers & Lybrand, Corning Glass, General Electric, Goldman Sachs, Merck Sharp, and Dohme and Petroleos de Venezuela S.A.

KRISHNA G. PALEPU, Ross Graham Walker Professor of Business Administration and Senior Associate Dean, Director of Research, teaches in all three of the corporate governance programs. He also is coleading an HBS initiative on corporate governance, leadership, and values. He is a coauthor of the award-winning textbook *Business Analysis and Valuation* and an HBS working paper titled "Globalization and Similarities in Corporate Governance." He also has collaborated on several recent articles, including "The Fall of Enron" in the *Journal of Economic Perspectives* and "How the Quest for Efficiency Undermined the Market" in the *Harvard Business Review*. Professor Palepu serves on the boards of Dr. Reddy's Laboratories, Satyam Computer Services, Emamics, and Harvard Business School Publishing Company.

WALTER J. SALMON, Stanley Roth Sr. Professor of Retailing, Emeritus, teaches in Making Corporate Boards More Effective. An expert in the fields of consumer marketing and retail distribution, he currently is researching trends in distribution and issues of organization, logistics, and information systems in retailing. Presently, Professor Salmon serves on the boards of Cole National Corporation, Co.; The Neiman-Marcus Group; Party City, Inc.; PetsMart, Inc.; and Stage Stores, Inc. He also serves as a director of Harvard Business School Publishing Company and the National Retail Federation.

ADMISSIONS

APPLICATION PROCESS Interested individuals are required to submit an application form. Qualified candidates are admitted on a rolling, space-available basis. The program often fills to capacity, so early application is recommended. Only 40 spaces are available in this program.

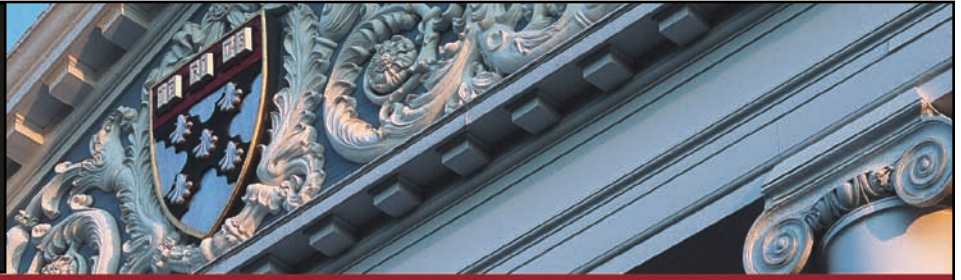
ADMISSION REQUIREMENTS Admission is selective and based on professional achievement and organizational responsibility. No formal educational requirements apply. Executive Education programs enhance the leadership capacity of the managers enrolled as well as their organizations, and HBS expects full commitment from both. While participants devote time and intellect to the learning experience, sponsoring companies agree to assume fees, provide for reasonable expenses, and relieve individuals of their work responsibilities during the program.

PROGRAM FEE Corporate Fee is \$5,700.00 and Non-Profit Fee is \$4,200. This fee is spread out over three payments, details are below:

Due Date	Corporate	Non-Profit	
May 29, 2009*	\$1,900*	\$1,400*	Payment Due with Application*
June 26, 2009	\$1,900	\$1,400	
July 24, 2009	\$1,900	\$1,400	

For more information, contact Marian Enriquez, Director of Programs & Initiatives
Phone: (202) 682-4012 Email: hbs@hacr.org

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Application For Admission

Applications must be fully completed and signed before review by admissions committee.
Please type or print legibly only on the space provided.

Deadline: Friday, May 29, 2009

Personal Information

Name *(Last, First, Middle Or Maiden)*

Home Telephone Number

Home E-mail

Home Address *(Include City And Zip Code)*

Date Of Birth

Place Of Birth

Present Employer

Of Years With Employer

- Non-profit Government Corporate
 Elected Office Self Employed Other
-

Current Position

Of Years In Position

Address

Business Telephone

Business Fax

E-mail

Company's Website

- Yes, I give permission for HACR to share my contact information with fellow alumni of HACR's Program on Corporate Governance at the Harvard Business School



Hispanic Association on Corporate Responsibility

Board Experience/Information

Corporate Board Membership

Are you currently serving on a corporate board? Yes No

If yes, please complete the following information (if you serve on more than one board, please provide information requested on all boards).

Board Company Name _____

Board Company Products/Services _____

Description of Business(es) _____

Is your company listed on a stock exchange? Yes No

If Yes, Which? NYSE NASDAQ AMEX Other (Please Specify) _____

Number of inside Board of Directors: _____ Number of outside Board of Directors: _____

Please list the committees on your board _____

Please list the committees on which you serve _____

Other Board membership(s)

Please list other boards on which you serve (i.e., Non-profit, Board of Trustees, etc.)

Organization	Committees	Year(s) of Service



Education

Degree (Check Only Highest Level Attained)

- High-school/GED BS/BA MBA PHD
 Foreign Diploma AA MS/MA JD/LAW MD Other _____

Institution/University _____ Year _____

Have you attended other Harvard Business School programs? Yes No

If yes, please list below

Program _____ Date _____

Program _____ Date _____

Other

Please explain your objectives and goals as they relate to attending this program.

What factor most influenced your decision to apply to this program?

- Previous participant of this program
 HACR email notification
 Print/electronic advertisement
 HACR website
 Division VP, manager, or supervisor
 HACR board member
 HBS faculty
 Other (please specify) _____



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Responsibility of Program Fee

Check the appropriate box below. Please note that even if your company is covering the cost of your attendance, you will be responsible for the payment of the full program fee.

- My employer will cover the program fee if I am accepted.
- I will be responsible for the program fee if I am accepted.

Cancellation Policy

One-third of the program fee, \$1,900.00 for Corporate Fee and \$1,400.00 for the Non-Profit Fee, is due with submission of application. Full payment is due within 30 days of acceptance date. Due to program demand and the volume of pre-program preparation, cancellations submitted:

- Prior to 30 days before the program start date forfeit one-third of program fee which is \$1,900 for Corporate Fee and \$1,400 for the Non-Profit Fee the initial fee submitted with application
- Within 30 days of the program start date forfeit two-thirds of program fee which is: \$3,800 for Corporate Fee and \$2,800 for the Non-Profit Fee
- Within 15 days of program start date forfeit entire program fee which is \$5,700 for Corporate Fee and \$4,200 for Non-Profit Fee.
- Program fees are non-refundable after the start of the program. **Cancellations must be submitted in writing via fax to (202) 682-0086 or email hbs@hacr.org**

Signature Of Applicant _____

Date: _____

I certify that all the information and accompanying material provided in connection with this application are authentic and accurate. I am fully committed to participate in the program if selected. Furthermore, I understand that submission of this application obligates me to the above cancellation policy.

