



New England Chapter Upcoming Events

NACD BOSTON AREA BREAKFAST EVENT:

The Delaware Court, The Corporate Bar, and Being a Director: A Dialogue with Vice Chancellor Leo Strine and Marty Lipton

Tuesday November 27, 2007

The Wharf Room at the Boston Harbor Hotel

70 Rowes Wharf

Boston, MA

7:00 AM - 9:00 AM

Fees: \$50 for Members,

\$70 for Nonmembers

\$10 Surcharge for Door Registrations

BACKGROUND

A great majority of the significant decisions affecting corporate law and director liability have emanated from the Delaware Court of Chancery. Vice Chancellor Leo Strine, who sits on that Court, and teaches corporate governance at Harvard Law School, has authored or participated in many of these decisions. Whether considering director responsibilities in connection with a merger, or the standard of review of director action which implicates stockholder voting issues, or corporate responsibility for option pricing irregularities, Vice Chancellor Strine has done much to define the concept of corporate best practices in the current environment.

Marty Lipton is generally recognized as the leading corporate attorney in the country. Among other achievements, he has long been counsel to or a member of major New York Stock Exchange committees touching on governance, corporate accountability and corporate operations.

These two thought leaders, whose work is at the forefront of shaping best practices, will present their views on the current state of the law, and trends, in significant areas of concern to all directors in companies public and private. They also have consented to an extended question and answer period. So if you have questions that have been troubling you or boards on which you serve, or if you just wish to be exposed to what the future landscape might look like, please attend our November 27

program. It promises to be one of our most interesting, and unusual, program presentations.

IF YOU WISH TO SUBMIT A QUESTION FOR THE PANELISTS' CONSIDERATION, PLEASE EMAIL IT TO INFO@NACDNE.ORG.

THE PANELISTS:

THE HONORABLE LEO E. STRINE, JR. became a Vice Chancellor of the Court of Chancery in November, 1998. Immediately prior, Vice Chancellor Strine was Counsel to Governor Thomas R. Carper since 1993. Before his position with Governor Carper, Vice Chancellor Strine served as a corporate litigator at Skadden, Arps, Slate, Meagher & Flom and as law clerk to Judge Walter K. Stapleton of the U.S. Court of Appeals for the Third Circuit and Chief Judge John F. Gerry of the U.S. District Court for the District of New Jersey. Vice Chancellor Strine graduated magna cum laude from the University of Pennsylvania Law School, and received *his Bachelor's Degree summa cum laude from the University of Delaware.*

MARTIN LIPTON, a founding partner of Wachtell, Lipton, Rosen & Katz, specializes in advising major corporations on mergers and acquisitions and matters affecting corporate policy and strategy and has written and lectured extensively on these subjects. Mr. Lipton is Chairman of The Board of Trustees of New York University, a Trustee of the New York University School of Law (Chairman 1988-98), a member of the Council of the American Law Institute, and a Director of the Institute of Judicial Administration. Mr. Lipton served as counsel to the New York Stock Exchange Committee on Market Structure, Governance and Ownership (1999-2000), as counsel to, and member of, its Committee on Corporate Accountability and Listing Standards [Corporate Governance] (2002) and as Chairman of its Legal Advisory Committee (2002-2004). Mr. Lipton is a Member of the Executive Committee of the Partnership for New York City and served as its Co-Chair (2004-2006). Mr. Lipton has a B.S. in Economics from the Wharton School of the University of Pennsylvania and an L.L.B. from the New York University School of Law. He is a member of The American Academy of Arts & Sciences and a Chevalier de Légion d'Honneur.