



New issues and old confront our 2016 Directors to Watch

Recurring themes for today's board members include enhanced expertise in executive compensation and CEO and board succession planning and heightened attention to the board's existing skill set and future requirements. 'Corporate directors must excel at both the sprint and the marathon.'

EDITED BY SCOTT CHASE

As the DIRECTORS & BOARDS team put the finishing touches on this year's class of Directors to Watch, a mid-July headline from Smithsonian.com caught our collective eye: "It's Easy to Forget that Just Fifty Years Ago, Equality for Women Was a Strange Concept." The subhead, "The 50th anniversary of the National Organization of Women is at hand and it's still personal — and political," in many ways sums up the challenges facing women on boards as they strive to reflect the broader society in which they operate while bringing diversity, definable value, and insight to the boardroom.

For the 20 women directors profiled in the following pages, nearly every day brings a new facet to the execution of effective director service and governance best practices. We changed Directors to Watch 2016 a bit for this, our 40th anniversary year — shortening professional profiles while asking our respondents to weigh in on what drives their passion to serve and what it takes to be a public company director these days.

Responses included relatively new issues, including accelerated change and marketplace disruption, however derived, across all sectors; the advent of technological shifts such as artificial intelligence and widespread introduction of robotics; and a growing sense of the requirement for directors to educate themselves on the core threats and opportunities resident in the companies they guide and the worlds they traverse.

Enhanced expertise in executive compensation, CEO and board succession planning, and attention to the board's existing skill set and future requirements, made up part of the list of recurring themes for today's Directors to Watch.

In the category of evolving concerns for directors and boards, the relentless pressure of cybersecurity was joined by ever-changing regulatory and legal requirements defining director service and the creeping realization that the deep pool of talented Baby Boomer executive men and women of all backgrounds is slowly being supplanted by a younger but smaller generation of future board leaders and CEOs who will bring new ideas and approaches to director service while possibly limiting the numbers and choices available to nominating committees and the C-suite.

Statistics continue to illustrate the incremental increase in gender diversity on boards, too slow for some and maybe too fast for others. For the 2016 class of Directors to Watch, going beyond "seeing around corners" is integral to their shared vision of what it means to be effective 21st century board and business leaders.

Eileen Kamerick

Director, Associated Banc-Corp, Legg Mason Closed End Mutual Funds, Westell Technologies Inc.

Eileen Kamerick is known as a strategic and collaborative executive who drives profitable growth and enhances shareholder value. She is a leader in finance and corporate governance, an SEC Audit Committee Financial Expert, and an adjunct professor at leading law schools. She

holds an MBA, with honors, in Finance and International Business and a JD from The University of Chicago. She serves as audit chair at Legg Mason Closed End Mutual Funds and Westell Technologies. She chairs the nominating and governance committee at Associated Banc-Corp. She is an NACD Board Leadership Fellow.

Kamerick served as CFO for major global corporations including Leo Burnett, Heidrick & Struggles International, Houlihan Lokey, and BP Amoco Americas. She also

chaired several of those corporations' foundations. She has spoken on corporate governance to numerous national organizations and law schools.

She serves as vice chairman of Eckerd Kids, a national child welfare charity, and is on the boards of Cristo Rey's Tampa Bay High School and Christ the King High School in Chicago. She is profiled in *The Board Game: How Smart Women Become Corporate Directors* (Angel City Press, 2013). She is a member of the Chicago Network, the Economic Club of Chicago, and the Chicago Finance Exchange.

Balancing Three Critical Areas: "The three critical areas that boards must focus on to fulfill their duty to shareholders are strategy, performance management, and succession planning. The board needs to balance these responsibilities with ever-increasing regulatory and compliance requirements. Directors need to ensure that the board and management set aside the time to fully debate and discuss the strategic and competitive landscape. In this way, the board sets the tone for a rigorous compliance culture while also fostering innovation and nurturing growth."

Eileen Kamerick:

Boards need to set the tone for a rigorous compliance culture.



The law firm of **Quarles & Brady** is proud to sponsor this year's edition of *Directors & Boards' Directors to Watch* and their gender diversity efforts.

We congratulate **Eileen Kamerick** on being a **2016 Director to Watch**.

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CONGRATULATIONS

EILEEN KAMERICK

2016 DIRECTORS TO WATCH HONOREE

Associated Bank proudly congratulates our board member, Eileen Kamerick, on her many contributions and this very well-deserved recognition. Her leadership supports the power of diversity and promotes a truly inclusive culture that respects people of all backgrounds.

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**Eileen
Kamerick**

DIRECTORS TO WATCH 2016

We take great pride in
congratulating Eileen on her
achievements and recognition.

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