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# Executive Compensation in a Disruptive World

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# 2025 Executive Compensation

September 16 – 17, 2025

New York, NY

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## DAY ONE Tuesday, September 16, 2025

7:45 AM - 8:45 AM

### Registration & Breakfast

8:45 AM - 8:55 AM

### Our Theme Introduction

"Executive Compensation in a Disruptive World," underscores the complexity of designing pay programs in an environment shaped by geopolitical uncertainty, cultural scrutiny, rapid technological change, and shifting corporate structures. Today's compensation decisions demand more than market benchmarking—they require agility, strategic alignment, and a readiness to respond to forces well beyond the C-suite.

**Jo Anne Rioli Moeller**, Senior Fellow and Program Director, **The Conference Board**

8:55 AM - 9:25 AM

### Thoughts from the Board Room

Steve Odland, Board member, CEO, and host of C-Suite Perspectives podcast, will share a boardroom perspective on overseeing and approving executive compensation plans. Mr. Odland will comment on key current issues including the incentive risk-reward relationship, social implications associated with incentive plan goals, and executive retention in a volatile stock market.

**Steve Odland**, President and CEO, **The Conference Board**

Moderator: **Jo Anne Rioli Moeller**, Senior Fellow and Program Director,  
**The Conference Board**

9:25 AM - 9:55 AM

### Navigating Economic Shifts, Policy Change, and Cultural Pressure in Compensation Decisions

Macroeconomic volatility, government intervention, technological change, and cultural headwinds are no longer background noise—they are central forces shaping executive compensation strategy. TCB Leadership will share a forward-looking framework that links external disruption to internal decision-making, offering data-driven insights on the business environment, regulatory shifts, and evolving talent demands that boards must navigate to design resilient and effective pay programs.

**Dana M. Peterson**, Chief Economist and Leader, Economy, Strategy & Finance Center,  
**The Conference Board**

**Diana Scott**, US Human Capital Center Leader, **The Conference Board**

**David K. Young**, President, Committee for Economic Development (CED),  
**The Conference Board**

9:55 AM - 10:40 AM

## 2025-2026 Challenges for Executive Incentive Programs in a Volatile Environment

Measuring growth and maintaining the pay-performance relationship is an annual challenge made more complicated by volatility in the business environment. We will explore several ways of navigating that volatility, from metric selection and measurement to overall incentive program design, to ensure that pay programs remain motivational, attractive, and retentive. From market shocks and regulatory pivots to shifting company priorities, we will discuss how compensation programs must flex with evolving internal structures and external forces in order to drive performance.

**Don Thompson**, Founder & CEO, **Cleveland Avenue**

**Dana Etra**, Managing Director, **FW Cook**

**Stephen Hom**, Principal, **FW Cook**

10:40 AM - 10:55 AM

## Networking Break

10:55 AM - 11:40 AM

## Scrutiny of Performance Share Units vs. Other Long-term Compensation Vehicles

We will discuss if the increased uncertainty in the business environment will support a potential shift away from Performance Share Units (PSUs) as the primary vehicle for delivering long-term compensation to other simpler and longer duration vehicles for measuring long-term performance. We will also explore how the long-term vehicle mix needs to evolve with the move between company private and public status.

**Julie Klapstein**, Board Member and Founding CEO, **Availity**

**Brian Lane**, Managing Partner, **Pay Governance**

**Sandra Pace**, Partner, **Pay Governance**

11:40 AM - 12:15 PM

## Using Compensation to Shape Business Strategy and Cultural Change

Executive compensation can be an important reinforcer of organizational change. As companies respond to market shocks, regulatory shifts, and evolving priorities, rethinking compensation programs can help them pivot and drive behaviors and values needed for success. We will explore how compensation design can drive business strategy and shift company culture.

**Brian Blackwood**, Vice President, Executive & Broad-Based Compensation, **Medtronic**

**Greg Arnold**, Managing Director, **Semler Brossy**

12:15 PM – 1:15 PM

## Lunch

1:15 PM – 1:30 PM

## Unlock the Insights: 2025 TCB Executive Compensation Report

Join Garen Alexander, Senior Manager of Member Engagement, for an engaging, real-time unveiling of the latest trends from the 2025 TCB Executive Compensation Report. This dynamic session will spotlight key data points drawn from this year's proxy filings via TCB Benchmarking, offering fresh insights into the evolving executive pay landscape. We'll generate ad hoc custom reports LIVE based on attendee requests—tailored insights just for you, time permitting!

**Garen Alexander**, Senior Manager, Member Engagement, **The Conference Board**

[www.ConferenceBoard.org/Execcomp](https://www.ConferenceBoard.org/Execcomp)

**1:30 PM - 2:00 PM**

### **Navigating the Shifting Landscape of Public Policy – From SEC Regulations to the EEOC Agenda and Beyond**

Join us for a dynamic panel discussion exploring the evolving contours of public policy, from the anticipated impact of new SEC regulations to the latest updates on the EEOC's agenda and the future of non-compete agreements. Featuring esteemed panelists who recently contributed their expertise at the SEC's roundtable on executive compensation, this session brings together thought leaders at the intersection of law, regulation, and business strategy. Attendees will gain critical insights into how recent regulatory developments are shaping corporate governance, talent management, and compliance practices across industries.

**Ani Huang**, President & CEO, **Center On Executive Compensation** and SVP, **HR Policy Association**

**Arthur H. Kohn**, General Counsel – ERISA, Compensation & Benefits, **Citi**

**2:00 PM – 2:35 PM**

### **Legal Update & Addressing Potential Challenges in Executive Compensation**

Legal disruption and the shifting regulatory and business landscape continue to impact the design and operation of executive compensation programs and shape how organizations address legal compliance. Our panel of legal practitioners will provide an update on DEI and ESG considerations relating to incentive compensation, restrictive covenant laws and other key legal developments to consider in crafting or redesigning executive compensation plans, programs and arrangements as well as employment and other executive-level agreements.

**Jennifer Ferrero**, Vice President, Senior Counsel & Corporate Secretary, **Henry Schein, Inc.**

**Jennifer Kraft**, Executive Vice President & General Counsel, **Foot Locker**

**Colleen Hart**, Partner, **Proskauer Rose LLP**

**Andrea S. Rattner**, Partner, **Proskauer Rose LLP**

**2:35 PM – 3:10 PM**

### **Boardroom Agility: How Compensation Committees Are Managing Emerging Risks**

Compensation committees are facing a growing list of emerging priorities—from potential tax law changes and evolving regulatory expectations to increasing scrutiny around governance and pay practices. This session will explore how nimble committees are determining which issues require immediate attention, making timely adjustments to compensation programs, and adapting their charters and structures to meet new demands. We'll also highlight the most pressing issues currently facing compensation committees and how boards are positioning themselves to respond.

**Roxanne Lagano**, EVP, General Counsel and Corporate Secretary, **Zoetis**

**Toshihiro Kazama**, Vice President, Executive Compensation & People Experience, **Sony**

**Michael Albano**, Partner, Leader of Executive Compensation, Employee Benefits, and ERISA Group, **Cleary Gottlieb Steen & Hamilton LLP**

**Amanda K. Toy**, Partner, **Cleary Gottlieb Steen & Hamilton LLP**

**3:10 PM – 3:30 PM**

### **Afternoon Break**

**3:30 PM – 4:00 PM**

### **A CFO's Perspective on Executive Compensation**

CFOs are deeply involved in the design and governance of executive compensation, shaping plans that must hold up under financial scrutiny and deliver on strategic goals. This conversation will focus on how CFOs evaluate the link between pay and shareholder value, quantify the impact of compensation on earnings, and flag risks for the Audit Committee. The CFO's role is critical in ensuring metrics align executive pay short and long-term performance.

**Scott Haralson**, Executive Vice-President and Chief Financial Officer, **Hertz Global Holdings, Inc.**

Moderator: **Phil Wahba**, Senior Writer, **Fortune Magazine**

**4:00 PM – 4:45 PM**

### **Ask the Experts**

Bring your toughest questions to a panel of seasoned executive compensation leaders. Whether it's AI-driven forecasting, evolving stakeholder demands, or regulatory uncertainty, no topic is off limits. A running list of questions gathered throughout the conference will shape the discussion—offering direct, practical insights on how to navigate disruption from every angle.

**Greg Arnold**, Managing Director, **Semler Brossy**

**Aubrey Bout**, Managing Partner, **Pay Governance**

**Dana Etra**, Managing Director, **FW Cook**

**Jill Smart**, Independent Board Director & Compensation Committee Member, **EPAM Systems**, **World Kinect Corporation**, **AlixPartners**, **National Academy of Human Resources**

**Jo Anne Rioli Moeller**, Senior Fellow and Program Director, **The Conference Board**

**4:45 PM – 4:50 PM**

### **Closing Remarks**

**Jo Anne Rioli Moeller**, Senior Fellow and Program Director, **The Conference Board**

**4:50 PM – 5:50 PM**

### **Reception**

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## DAY TWO Wednesday, September 17, 2025

7:30 AM – 8:30 AM

### Registration & Breakfast

8:00 AM - 8:30 AM

### Topic Roundtables

Kick off day 2 with a deep dive into the executive compensation issue that matters most to you—while forging valuable connections with peers who share your focus and priorities. Whether it's setting performance goals in a volatile business environment, responding to shifting investor expectations around ESG, evolving the content needed by the Board Compensation Committee, or adjusting your executive compensation program for the continued evolution of AI, these conversations will surface real-world challenges and forward-thinking strategies. The insights and findings on each topic will be presented in the next session for further exploration and comments by a distinguished panel of executive compensation leaders. Participants will select roundtables as part of their registration.

- **Market Volatility and Compensation Adjustments** - Managing risk by including flexibility in executive compensation incentive plan payment determination  
Facilitator: **Joe Sorrentino**, Managing Director, **FW Cook**
- **Pros and Cons of Non-Monetary Benefits in Executive Compensation Packages** - Benefit and headache of flexible work arrangements, private jets, executive health benefits, etc. for executive attraction and retention  
Facilitator: **Silvana Nuzzo**, Principal, **Pay Governance**  
Facilitator: **Peter Ringlee**, Principal, **Pay Governance**
- **Executive Compensation Volatility and Succession Planning** - Difficulty of aligning long-term compensation with long-term leadership plans  
Facilitator: **Nicholas LaSpina**, Partner, **Proskauer Rose LLP**  
Facilitator: **David B. Teigman**, Partner, **Proskauer Rose LLP**
- **Risk of Following/Not-Following Proxy Advisor Guidance** - Board adaptation to evolving recommendations from proxy advisory firms  
Facilitator: **Julia L. Petty**, Partner, **Cleary Gottlieb Steen & Hamilton LLP**

8:35 AM – 8:40 AM

### Opening Remarks

**Jo Anne Rioli Moeller**, Senior Fellow and Program Director,  
**The Conference Board**

8:40 AM – 9:05 AM

### Panel Discussion on Round Table Reports

Insights from the roundtable sessions come into focus as executive compensation leaders respond to key findings and expand on emerging themes. Government intervention, cultural dynamics, technological shifts, and structural change intersect across the topics—revealing where disruption is creating momentum, exposing gaps, and raising new questions for boards and compensation committees to tackle. Consolidated topic reports from roundtables will be shared for our panel to add their perspectives and other considerations on the topic.

Moderator: **Suzan Morno-Wade**, Board Director | Strategic Advisor | ex Fortune 500  
CHRO

9:05 AM – 9:35 AM

### **Rethinking Executive Compensation when an Organization Restructures**

Company restructuring creates immediate disruption and forces a reset of executive compensation strategy. Compensation for new, continuing, and departing leaders must reflect the organization's revised structure, objectives, and leadership model. Key considerations include aligning incentives with the company's next chapter while managing transitions with clarity and consistency.

**Thomas Canfield**, Executive Vice President – General Counsel & Secretary,  
**Spirit Airlines**

Moderator: **Jo Anne Rioli Moeller**, Senior Fellow and Program Director,  
**The Conference Board**

9:35 AM – 9:55 AM

### **Using AI to Add Analysis and Recommendations to Data Reports**

An overwhelming amount of data is now available in database tools to create reports on market data, applicable regulations, and competitive financial information globally. This fireside chat will explore how AI can add analysis and recommendations to reports. Recommendations that can be trusted and expedite leadership and board decision-making in designing incentive plans and the total rewards program.

**Markus Hartmann**, Chief Legal Development Officer, **DragonGC**

Moderator: **Rita Meyerson EdD**, Principal Researcher, Human Capital Center,  
**The Conference Board**

9:55 AM – 10:15 AM

### **Networking Break**

10:15 AM – 10:45 AM

### **AI Impact on Executive Compensation**

AI is not only an investment consideration to expedite information and analysis, it is impacting the make-up of the C-Suite, increasing board member independence, and enabling executives to determine their own competitive compensation and incentive plan outcomes. Our panel will share their experience and thoughts on AI's impact on C-Suite title expansion, selection of executive compensation consultants, and delivery of compensation.

**Ruchita Sharma**, CHRO, **Hospital for Special Surgery**

**Eric Weinberg**, VP, Head of Executive and Equity Compensation, **Prudential Financial**

Moderator: **Rita Meyerson EdD**, Principal Researcher, Human Capital Center,  
**The Conference Board**

10:45 AM – 11:15 AM

### **The Challenge of Crafting Executive Offers**

Striking the right balance in executive offers is a constant test—attracting top talent while avoiding backlash from employees, investors, or the public. Insights from both effective and miscalculated offers reveal what works, what doesn't, and why. The focus is on practical strategies for building compelling packages that reflect evolving roles, align with company values, and hold up under scrutiny.

**Nancy Ryan**, Vice President, Total Rewards, **Cigna**

**Jim Scarfone**, Chief Human Resources Officer, **MidOcean Partners**

Moderator: **Lee E. Miller**, Senior Fellow, **The Conference Board**, Professor,

Columbia University, University of Southern California

11:15 AM – 11:45 AM

### **Beyond the Numbers**

An executive's compensation and career trajectory hinges not only on financial performance but on their ability to protect and grow the company's brand, reputation, leadership credibility, and workforce trust. Join us to learn how every facet of executive effectiveness comes under scrutiny, as boards and compensation committees define, measure and track non-financial metrics that signal long-term value and resilience.

**Suzan Morno-Wade**, Board Director | Strategic Advisor | ex Fortune 500 CHRO

**Diana Scott**, US Human Capital Center Leader, **The Conference Board**

11:45 AM – 12:00 PM

### **Program Highlights, What's Next, and Closing Remarks**

**Jo Anne Rioli Moeller**, Senior Fellow and Program Director, **The Conference Board**