



ICGN

International Corporate Governance Network

Inspiring good governance & stewardship

**ICGN Annual General Meeting.
20th September 2023, 14:45 -16:45 BST**

By hybrid means whereby ICGN Members may attend in person (etc. Venues, 200 Aldersgate, London EC1A 4HD) or virtually by

<https://icgn2023.ukemeet.uk/login>

From: Deborah Gilshan, , ICGN Nomination Committee, Chair

Re: Item 6: Re/appointment of ICGN Board of Governors

Status: 12 separate ORDINARY RESOLUTIONS for approval by ICGN Members each requiring 50% + 1 votes in favour.

Main Considerations

- Each year, the ICGN Nomination Committee proposes candidates to serve on the ICGN Board of Governors for approval and individual election by ICGN Members.
- The Nomination Committee itself is elected by the ICGN membership and is primarily responsible for the ICGN Board appointment process. This includes communication with members and issuance of the annual call for nominations for candidates.
- The Nomination Committee makes recommendations which recognise the ICGN's mission and board diversity policy, noting that the historic strength of ICGN comes from the investment community and with the majority of those recommended being investor representatives.
- The Nomination Committee Report to members includes the name, affiliation, and jurisdiction of each candidate together with a short biography and statement of motivation as to why the candidate wishes to serve as an ICGN Board Governor.
- As Chair of the Nomination Committee I am grateful to the other members of the ICGN Nomination Committee for their support, wise counsel, commitment and dedication during the year, namely Richard Bennett, George Iguchi, Carola van Lamoen and Anne Molyneux.

AGM Action

The ICGN Nomination Committee hereby recommends to ICGN Members to individually elect the members of the ICGN Board of Governors to serve for the year ahead as described in the letter and Ordinary Resolutions attached as Annex 1.

**Annex 1: 12 separate ORDINARY RESOLUTIONS to elect the members of the ICGN Board of Governors
From Deborah Gilshan, ICGN Nomination Committee Chair**

The ICGN Nomination Committee is responsible for recommending candidates for election to the ICGN Board of Governors to ICGN Members. As Chair of the Nomination Committee, I am pleased to provide the Committee's recommendations for consideration by the Members at the 2023 Annual General Meeting on 20th September 2023.

The Nomination Committee recommends that the Members elect the following individuals to serve as Governors beginning at the close of this 2023 AGM until the next AGM taking place in September 2024.

Name	Affiliation	Organisation	Residence	Year First Elected	End of Possible 6-Year Term
James Andrus	Asset Manager	Franklin Templeton	USA	2023**	2029**
Debby Blakey	Asset Owner	HESTA	Australia	2021	2027
Ian Burger	Advisor	Independent	United Kingdom	2017	2024*
Christine Chow	Asset Manager	Credit Suisse Asset Management	United Kingdom	2019	2025
Michael Herskovich	Asset Manager	BNP Paribas Asset Management	France	2020	2026
Seiji Kawazoe	Asset Manager	Sumitomo Mitsui Trust Asset Management	Japan	2021	2027
Dan Konigsburg	Advisor	Deloitte	USA	2019	2025
Robert Lewenson	Asset Manager	Old Mutual Investment Group	South Africa	2020	2026
Luz Rodriguez	Asset Owner	Colorado Public Employees' Retirement Association	USA	2021	2027
Susanne Stormer	Advisor	PwC	Denmark	2020	2026
Jenn-Hui Tan	Asset Manager	Fidelity International	UK	2022	2028
Theresa Taylor	Asset Owner	CalPERS	USA	2022	2028

* The Chair has opted to extend his tenure by one year, as allowed by the ICGN Articles of association.

*** If Elected*

The ICGN Nomination Committee's recommendations are the result of a process that began in January 2023 and ran until June 2023. The Nomination Committee met five times during this period. The Committee:

- received input from the Board of Governors and its Governance Committee to help determine the skills and attributes that would be of greatest benefit to the work of the Board;
- received information from the Board on the interest of incumbent Governors in continuing to serve on the Board;
- noted the Board's and the Governance Committee's support for the re-election of all incumbent Governors who have not reached the end of the six-year tenure limit, and
- reviewed the backgrounds, location, skills, experience and diversity attributes of those incumbent Governors.

As Chair of the Nomination Committee I wrote to all ICGN members to canvass for nominations and engaged with ICGN members who indicated interest in serving. A number of applications were received and the Committee reviewed the backgrounds, locations, skills, experience and diversity attributes of each applicant as well as the level of their general commitment to the work of ICGN.

As a result of this process, the ICGN Nomination Committee is pleased to nominate the individuals listed above. Nine out of 12 candidates (75%) represent investors, with representatives from three asset owners and six asset managers. The board has 41.7% gender diversity and 41.7% ethnic and racial diversity. The candidates are geographically diverse: 41.7% are from Europe, 33.3% are from North America and 25% are from Asia, South Africa or Australia.

The ICGN Nomination Committee thanks Paul Schneider, who is leaving the Board at the end of his maximum tenure, for the considerable contributions to the work of the ICGN and to the ICGN Board.

I look forward to seeing many of you at the 2023 ICGN AGM.

Deborah Gilshan
Chair, ICGN Nomination Committee

2022-23 ICGN Nomination Committee Members:

Richard Bennett, ValueEdge Advisors (USA); Deborah Gilshan, The 100% Club Limited (UK), George Iguchi, Nissay Asset Management (Japan); Carola van Lamoen, Robeco (Netherlands); Anne Molyneux, CS International (Australia).

Appendix 1: Candidates recommended for election to the 2023-2024 Board

Incumbent Board members recommended for re-election:

Name	Affiliation	Organization	Nationality	Residence	Board attendance
Debby Blakey*	Asset Owner	HESTA	Australian	Australia	7 out of 8
Ian Burger	Advisor	Independent	British	United Kingdom	8 out of 8
Christine Chow	Asset Manager	Credit Suisse Asset Management	China	United Kingdom	8 out of 8
Michael Herskovich	Asset Manager	BNP Paribas Asset Management	French	France	8 out of 8
Seiji Kawazoe*	Asset Manager	Sumitomo Mitsui Trust Asset Management	Japanese	Japan	6 out of 8
Dan Konigsburg	Advisor	Deloitte	American	USA	8 out of 8
Robert Lewenson	Asset Manager	Old Mutual Investment Group	South African	South Africa	7 out of 8
Luz Rodriguez	Asset Owner	Colorado Public Employees' Retirement Association	American	USA	7 out of 8
Susanne Stormer	Advisor	PwC	Danish	Denmark	8 out of 8
Jenn-Hui Tan	Asset Manager	Fidelity International	Malaysian	UK	8 out of 8
Theresa Taylor	Asset Owner	CalPERS	American	USA	5 out of 8

* Due to the time zone of the meetings these members were unable to attend some meetings.

New Board candidates recommended for election:

Candidate	Affiliation	Organization	Nationality	Residence
James Andrus	Asset Manager	Franklin Templeton Investments	American	USA

Appendix 2: Retiring Board members

Name	Affiliation	Organization	Nationality	Residence
Paul Schneider	Asset Owner	Ontario Teachers' Pension Plan	Canadian	Canada

Appendix 3: ICGN work programme support

James Andrus, Vice President Sustainability Global Markets, Franklin Templeton, USA

- ICGN member (2003 – present)
- Board member (2023 -)
- Chair, ICGN Disclosure & Transparency Committee (2011- 2022)
- Chair, ICGN Financial Capital Committee (2022 – present)
- ICGN Excellence in Corporate Governance Award Winner, 2022
- Speaker: Toronto Annual Conference (2023), Stockholm Conference (2023)

Debby Blakey, Chief Executive Officer, HESTA Superannuation Fund, Australia

- ICGN Member (2019 – present)
- Board Member (2021 – present)
- Member, ICGN Governance Committee
- Speaker: Toronto Annual Conference (2023), Tokyo Annual Conference (2019), Global Virtual Summit (2021)

Ian Burger, Independent, UK

- ICGN Member (2003 – present)
- Board Member (2017 – present)
- Board Chair (January 2022 – present)
- Board Vice Chair (2020 – January 2022)
- Strategy Working Group Member (2019 – 2020)
- Member, ICGN Nomination Committee (non-voting)
- Member, ICGN Governance Committee (2020 – present)
- ICGN representative on the IFRS Advisory Council (2018 – present)
- Speaker: Toronto Annual Conference (2023), Stockholm Conference (2023), Seoul Conference (2022), Japan Governance Priorities Event (2022), Global Virtual Summit (2020), London Annual Global Stewardship Forum (2019), Miami Conference (2019), Tokyo Annual Conference (2019), Kuala Lumpur (2017)
- Chair: Audit and Finance Committee (2017 – 2020)
- Chair: Remuneration Policy Committee (2010 – 2016)
- Contributor: Yearbook 2016

Christine Chow, Head of Stewardship and Engagement, Credit Suisse Asset Management

- ICGN Member (2019 – present)
- Board Member (2019 – present)
- Member, Awards Committee (2019 – present)
- Member, Audit and Finance Committee (2020 – present)
- Speaker: Stockholm Conference (2023), Seoul Conference (2022), ICGN webinars in 2020 – on climate disclosure (MSCI) hosted), Diversity and Inclusion (materials used by Kerrie for the Japan Stewardship code engagement)
- Contributor: Yearbook 2017

Michael Herskovich, Global Head of Stewardship, BNP Paribas Asset Management

- ICGN Member (2014 – present)
- Board Member (2020 – present)
- Member, Audit and Finance Committee (2020 - present)

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- Member, Policy Oversight Committee (2021 – present)
- Member, Global Network of Investor Associations (2019 – present)
- Board Liaison, Human Capital Committee (2021 - present)
- Speaker: Toronto Annual Conference (2023), Stockholm Conference (2023), Seoul Conference (2022), Japan Governance Priorities Event (2022), Global Virtual Summit (2020), Miami Conference (2019), New York Conference (2018), Milan Conference (2018), Washington Regional Conference (2017)

Seiji Kawazoe, Associate General Manager, Sumitomo Mitsui Trust & Banking Co., Japan

- ICGN Member (2017 – present)
- Board Member (2021 – present)
- Speaker: Japan Governance Priorities Event (2022), Global Sustainability Standards Webinar (2022)
- Member, Policy Oversight Committee (2021 – present)
- Board Liaison, Natural Capital Committee (2021 – present)

Dan Konigsburg, Senior Managing Director, Corporate Governance and Public Policy, Deloitte Touche Tohmatsu Ltd

- ICGN Member (2012 – present)
- Board Member (2019 – present)
- Chair, Governance Committee (Chair 2020 – present and member from 2019)
- Member, Strategy Working Group Chair (2019 – 2020)
- Speaker : Seoul Conference (2022)

Robert Lewenson, Head of Responsible Investment, Old Mutual Investment Group

- ICGN Member (2014 – present)
- Board Member (2020 – present)
- Speaker: Toronto Annual Conference (2023), Policy Regulatory Webinar (2021), Global Virtual Summit (2020)
- Board Liaison, Global Stewardship Committee (2021 – present)
- Member, Policy Oversight Committee (2021 – present)
- Member, Awards Committee (2020 – present)

Luz Rodriguez, Senior Investment Stewardship Analyst, Colorado PERA

- ICGN Member (2012 – present)
- Board Member (2021 – present)
- Board Liaison, Financial Capital Committee (2021 – present)
- Member, Policy Oversight Committee (2021 – present)
- Member, Audit and Finance Committee (2022 - present)
- Speaker : Toronto Annual Conference (2023), Seoul Conference (2022),

Susanne Stormer, Partner and Head of Sustainability, PricewaterhouseCoopers, Denmark

- ICGN member (2016 - present)
- Board member (2020 – present)
- Member, Governance Committee (2020 - present),
- Board Liaison, Global Governance Committee (2021 – present)
- Chair, Policy Oversight Committee (2021 – present)

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- Speaker: Stockholm Conference (2023), Seoul Conference (2022), Global Virtual Summit (2020) London Annual Global Stewardship Forum (2019), Tokyo Conference (2018)
- Judge for ICGN Global Stewardship Award
- Contributor to ICGN course on Governance, Stewardship and Sustainability

Jenn-Hui Tan, Global Head of Stewardship and Sustainable Investing, Fidelity International, Singapore ICGN Member (2012 – present)

- Board Member (2022 – present)
- Speaker: Seoul Conference (2022), Tokyo Annual Conference (2019)

Theresa Taylor, President, Board of Administration, CalPERS, USA

- ICGN Member (Founding Member – present)
- Board Member (2022 – present)
- Member, Governance Committee (2022 - present)

Appendix 4: ICGN Board candidate information

James Andrus, Vice President Sustainability Global Markets, Franklin Templeton, USA (Standing for election for the first time)

Biography

James Andrus has served as the Vice President, Sustainability Global Markets for Franklin Templeton since March 2023. In that role, he is responsible for developing and executing Franklin Templeton's Global Sustainability Strategy. James draws on experience as the leader of the California Public Employees' Retirement System (CalPERS) Sustainable Investing program and a corporate partner at a global law firm (K&L Gates). James has served as a member of the Financial Accounting Standards Advisory Council and currently serves on the Securities and Exchange Commission's Investor Advisory Committee, the Public Company Accounting Oversight Board's Investor Advisory Group and the IFRS Advisory Council. He is the 2022 recipient of the Excellence in Corporate Governance Award from ICGN. James graduated West Point and the University of Texas School of Law.

Statement of motivation

As a passionate and dedicated corporate governance professional, I believe that I have much to contribute to the future success of this esteemed organization.

I am motivated to join the ICGN Board because ICGN has provided much to me, including the 2022 Award for Excellence in Corporate Governance, and I am deeply committed to promoting good governance practices globally. After more than five years of continued service as a chair or co-chair of an ICGN Committee (Accounting and Auditing; Disclosure and Transparency; and Financial Capital), I think that I am now prepared to contribute to the Board in a meaningful way. Good corporate governance is essential for the development of sustainable economic growth. ICGN plays a critical role in shaping the corporate governance landscape globally, and I am excited about contributing more substantially to its mission.

I possess a wealth of experience and expertise that I believe will be an asset to the ICGN Board given my experience on the advisory bodies to the US SEC, FASB, PCAOB, CFTC and IFRS (representing CII).

Debby Blakey, Chief Executive Officer, HESTA Superannuation Fund and President, Australian Council of Superannuation Investors

Biography

As CEO of HESTA — the \$74 billion industry super fund — Debby Blakey leads an organisation dedicated to creating positive outcomes for its more than 1 million members.

Underpinned by Debby's vision to make a difference in the lives of every member, HESTA delivers super with impact — supporting members to face the future with confidence, being a gutsy advocate for a fair and healthy community and delivering investment excellence with impact.

HESTA holds SuperRatings' 20-year platinum performance rating and under Debby's leadership, was one of the first major Australian super fund to commit to a Climate Change Transition Plan, setting a target to achieve 'net zero' by 2050. Around 80% of HESTA's members are women, and Debby is a leading voice in advocating to make Australia's super system fairer and more equitable for women and low-income earners, including paying super on Commonwealth Parental Leave Pay.

Before leading HESTA, Debby was Deputy CEO and headed the Fund's financial advice team. Her experience in financial services also includes running her own business as an Employee Benefits Consultant for 12 years.

Debby is the President of the Australian Council of Superannuation Investors, a Director of the Association of Superannuation Funds Australia and the Chair of its HR and Remuneration Committee. She is a Director of the International Corporate Governance Network.

Statement of motivation

As the CEO of a large asset owner (HESTA) in Australia, I am passionate about investor stewardship and responsible investment. As investors, we have a significant role in driving strong stewardship principles and vision to ensure we have a sustainable global economy. At HESTA we believe it is our responsibility to make a real difference to the world our members live in, work in and retire into. I have valued the opportunity to make a difference through my role on the ICGN Board and as President of the Australian Council of Superannuation Investors, an organisation that engages with companies to ensure accountability and the highest standards of governance and stewardship are adhered to. HESTA has also been a strong leader in a number of Impact-focused initiatives in Australia, including being the first large super fund to commit to a Reconciliation Action Plan and a Climate Change Transition Plan, and launching and leading 40:40 Vision, an investor-led initiative working towards gender diversity in the executive teams of ASX300 companies.

This aligns strongly with ICGN, which has a very important role in influencing policy, providing an investor perspective on governance and stewardship, connecting teams across all geographies so we can amplify our work and advocacy efforts, and enhancing stewardship practices globally. I believe that I bring a unique perspective from my role as CEO of HESTA (in particular given our leadership and focus on investment excellence with impact), a curious and open mindset and the ability to develop strong and effective relationships with other Board members, focused on delivery of the key objectives of the ICGN.

Ian Burger, Independent, United Kingdom

Biography

Ian joined Newton Investment Management in 1998 and was appointed as its first Head of Corporate Governance and, latterly, was the Head of Responsible Investment. During his 24 years with the firm, Ian developed and expanded, globally, Newton's approach to responsible investment, which included determining the house views and approaches in relation to environmental, social and governance (ESG) matters. As Head of Responsible Investment, Ian was responsible for ESG considerations throughout Newton's investment process. This included establishing, implementing, and communicating all ESG policies, principles, engagement, voting and research. Aided by his team of Responsible Investment Analysts, Stewardship Analysts and ESG Data Analysts, together with the wider investment staff; Newton conducted investment research on ESG matters, engaged with companies, reported on stewardship activities, and made active voting decisions, globally. In addition, Ian played a key role in determining Newton's approach to sustainable investment and the evolution of fund strategies. Ian is also involved in shaping the debate on matters relating to ESG and stewardship through his membership of a variety of formal and informal groups. Ian is a member of an Investment Committee and is a director and Trustee of a UK-based charity.

Statement of motivation

Over the six-year period that I have served as a Board Governor for the ICGN, including more recently as the current Chair, my enthusiasm and motivation to enhance the ICGN's efforts and help it succeed has remained very high. Having led the ICGN through a strategic review, which began in June 2022, I recognise the strategic opportunities that are available to the ICGN as it seeks to provide additional value to its members and have a greater impact on public policies, globally.

The ICGN's overarching aspiration to improve corporate governance and wider stewardship and sustainability matters, globally, dovetails with my own personal and career ambitions and responsibilities. These have been the key drivers for me throughout my 26 years in the industry; it also justifies my long-term membership of the ICGN, which began in 2003. I believe I possess relevant educational qualifications, skills, experiences and personal attributes that can continue to add value to the ICGN, its members and the ICGN's future endeavours.

I recognise that the significant economic and regulatory challenges being faced globally by companies and investors will serve to justify further the importance of the ICGN's role in helping its members navigate uncharted times and to influence policy setters and regulators. The ICGN's unique and enviable position of having active members that possess a wealth of knowledge, skills, experiences and innovative thought, along with being led by a dedicated and skilled secretariat and executive team, has been crucial to the ICGN's success to date. These have also helped the ICGN navigate and grow despite the very challenging Covid years. I believe that the ICGN can continue to enhance and capitalise on these factors to ensure it leads on and is a major influencing force in this rapidly changing landscape. The ICGN requires and deserves board members that are experienced, dedicated, engaged, strategic and energised. If elected, I will continue to be committed to each of these.

Christine Chow, Managing Director, Head of Active Ownership, Credit Suisse Asset Management, United Kingdom

Biography

Dr Christine Chow is Managing Director and the global head of Active Ownership at Credit Suisse Asset Management. She has 27 years' experience in investment management, research & consulting, with a focus on technology and sustainability. Christine's PhD thesis on shareholder engagement for responsible investment was short-listed for a United Nations award in Sweden for industry relevance and academic excellence. She was appointed an honorary adviser to the Financial Reporting Council (FRC) Hong Kong in April 2021, and the Convenor (Chair) of the FRC Sustainability and Climate Action Task Force (SCATF) in February 2022. She is an Emeritus Governor of the London School of Economics (LSE), following the completion of her six-year term as a Member of Court and Investment Committee (2015-2021). She was a member in the Data Governance Task Force of the UK All Party Parliamentary Group (APPG) on Artificial Intelligence (2018 – 2021); and an Adjunct Professor in Finance at the Hong Kong University of Science and Technology (2014 - 2016), where she established the first tri-modal graduate course on social entrepreneurship and impact investing, supported by funds from family foundation and the Hong Kong government. In 2019, she was named one of the top 30 Inspirational Women in the City of London. In 2020, she won the Finance Monthly Women in Finance Award as the Investment Management Leader of the Year (Asia). In 2022, Christine is a graduate of the London School of Economics and the University of Melbourne. In 2022, she won the Sustainable and ESG Investment Woman of the Year Women in Investment Award (large firms) of InvestmentWeek.

Statement of Motivation

I bring 27 years' investment management experience, including 21 years focusing on corporate governance and long-term value creation of businesses to the ICGN board. Having lived in seven diverse markets, including China, India, Philippines, Czechia, and the United Arab Emirates, where the understanding of cultural perspectives shape my approach to engagement and service leadership. With those insights, I serve ICGN and its members, bringing the global community together through ICGN. Throughout my career, I have strived to promote good corporate governance (CG) and bring positive changes to market practices and companies globally. With a seat on the board, I am glad to have the opportunity to help members grow their network and market influence, and in the last few years, focusing especially on supporting the growth of young sustainability and stewardship leaders. My services highlights as a ICGN board member include:

- 2017: Supporting the Hong Kong Stock Exchange in launching the first online director training programme sharing best practices in CG.
- 2018: Joining the Myanmar OECD CG advisory committee.
- 2019: Conducting the first full day CG and ESG training seminar for the Asset Management Association of China.
- Supporting public consultations including: ICGN Global Stewardship Code; Stewardship Principles for Institutional Investors in Taiwan, Japan's Stewardship and CG Codes; Hong Kong CG code and ASX CG Council consultation.
- 2020: Participated in the private consultation on investor communication regulations of the Shanghai Stock Exchange and with a smaller group of investors (through the HK Investor Fund Association) discussion with the HKEX on CG code review.
- 2021: Responding to the US SEC Climate Change disclosure consultation (May 2021); Participating in China Stewardship Project funded by the City of London and led by

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Professor Robert Eccles, the founding chair of SASB and former tenured professor at Harvard Business School.

- 2022: Supported ICGN's chapter in the ESG Book and participated in the UK Endorsement Board ISSB exposure drafts consultation webinar in July 2022.
- 2023: Contributed Article 9 of the UK Financial Conduct Authority (FCA) Discussion Paper 23/1 Finance for positive sustainable change

Michael Herskovich, Global Head of Stewardship, BNP Paribas Asset Management, France

Biography

Michael is the global head of stewardship within the sustainability centre at BNP Paribas Asset Management. He is working within BNPP am since 2008. He is in charge of the elaboration and implementation of the stewardship policy, which includes voting and engagement. He also plays a critical role in the design, development, and implementation of BNPP AM's global sustainability strategy and is a key driver for the firm's ESG research and integration, as well as SRI analysis. He is member of the board of governors of the international corporate governance network (ICGN) since 2020 and is on the "Fifty Most Influential in Sustainable Finance" list published by Financial News in 2022.

His wider industry activity includes being a Chair of the "Corporate Governance" committee at the French Association of Asset Managers (AFG) and Chair of the International Corporate Governance Committee at the Council of Institutional Investors (CII). He is also member of the "Oversight committee" of the Best Practice Principles (BPP) and member of the "Human Capital" committee and the "Global Network of Investor Associations 'GNIA' committee" at the International Corporate Governance Network (ICGN).

He holds others membership such as the French regulator AMF commission on Sustainable Finance, the Responsible Investment committee at the French Association of Asset Managers (AFG), and the "Grand prix jury of the general meetings" in France.

Michael previously worked as a jurist between 2006 and 2008 and was in charge of proxy voting for the Fonds de Reserve des Retraites (French back-up pension fund) in Paris. He graduated from the University of Paris XI (France) and has a master's degree of Corporate and business law (2008).

Statement of Motivation

For the past fourteen years, I have developed expertise in ESG, Stewardship and engagement. As Global Head of Stewardship at BNP Paribas AM, I head a staff of six persons, and I am in charge of the development, implementation and review of our voting and stewardship policy.

I am playing an active role in a variety of organizations (Chair of the Corporate Governance Committee at the French Association of Asset Managers, Chair of the International Corporate Governance Committee of CII). I have been deeply involved at the ICGN since 2015, being an active member of two committees (Shareholder Rights and GNIA), participating to different viewpoints, training courses and consultations and being now the board liaison on the Human Capital Committee.

ICGN has a crucial role to connect governance and stewardship expert across the world, providing investor perspectives and influence public policy. Stewardship activities are growing around the world and ICGN is playing a central role in this movement.

I would be delighted to continue to bring my skills and ideas as member of the ICGN board and bringing a continental Europe vision and expertise.

Seiji Kawazoe, Associate General Manager, Sumitomo Mitsui Trust & Banking Co., Japan

Biography

Seiji is a senior stewardship Officer at Sumitomo Mitsui Trust Asset Management with strong global experience based in Tokyo, NYC, London, Luxemburg as a global equities portfolio manager. He has built ESG capabilities at Sumitomo Mitsui Trust Bank, and now at its subsidiary AUM of over USD750 billion after the reorganization in October 2018. Currently, Seiji is responsible for stewardship oversight of global institutional investment assets such as public funds, private Pension funds. Also, he is actively involved in various global engagement projects, being a committee member of IPDD (The Investor Policy Dialogue on Deforestation) and, a member of investor group 30% club Japan.

Statement of motivation

As a senior ESG professional in Japan, I have witnessed significant improvements occurred in corporate governance in Japan, driven by changes of public policies, and commitments from investment community and private sector towards sustainability businesses and stronger and transparent corporate governance. I think efforts done by the ICGN has been very effective in the corporate reforms in Japan and would be more vital to further raise the standard in the future.

Current employer, Sumitomo Mitsui Trust Asset Management has also been a strong supporter of the ICGN and many of my colleagues have attended ICGN conferences in the past. I believe resources and materials provided by the ICGN would be beneficial to the development of corporate governance in Japan, as well as in other Asian countries.

I have been involved in various domestic engagement projects in the past, acquiring good local knowledge and experiences, as well as global collaborative engagement, serving as a steering committee member at CA 100+ and a committee member of the Investor Policy Dialogue on Deforestation (IPDD) at PRI, experiencing in some of global engagement projects. I believe I can contribute to ICGN using my past experiences to cultivate closer ties with investors and investees, which would also promote the presence of the ICGN.

I would be grateful to be considered as a governor of the ICGN. I believe this position will assist my continued efforts aimed at the improvement of Japanese corporate governance and accelerate the current governance reform in Japan, as we have witnessed gradual progresses and, and wanting to accelerate the rates of change. enabling companies to adapt to sustainable economy and capital markets.

Dan Konigsburg, Senior Managing Director, Corporate Governance and Public Policy, Deloitte Touche Tohmatsu Ltd, USA

Biography

Dan Konigsburg is senior managing director of corporate governance and public policy for Deloitte Touche Tohmatsu Limited, leads Deloitte's Global Boardroom Program and is based in New York. Deloitte's Boardroom Program promotes dialogue in the critical area of corporate governance through a network of local programs across 70 countries. Dan coordinates research and thought leadership on governance issues to advance thinking on corporate governance issues around the world. Dan also leads efforts to improve the governance of Deloitte's own member firms around the world, marking his focus on the governance of private companies, and private partnerships.

Additionally, Dan works with Deloitte public policy teams in Washington, D.C., London and Brussels seeking to advance key policy questions relating to corporate governance and investment. Dan is a leader of Deloitte's engagement with institutional investors globally and is a strong advocate for policy changes to increase the proportion of women and under-represented groups on corporate boards.

Prior to joining Deloitte, Dan served as Director of Corporate Governance at Standard & Poor's in London and then New York. Over a period of eight years at S&P, Dan was responsible for the development and application of services to evaluate the corporate governance practices of rated companies as well as the integration of governance analytics into credit ratings.

Dan serves as Chairman of the OECD's Business Advisory (BIAC) Committee on Corporate Governance in Paris and serves as a director on the board of the U.S. Council for International Business (USCIB). Dan holds a B.A. in Russian and East European Studies from Yale University.

Statement of Motivation

Having been an engaged member of ICGN for over 20 years, I firmly support its mission and want to help drive its further growth, making it even stronger in the months and years to come. I believe ICGN should be the voice of corporate governance—at once both more inclusive and willing to take risks in how it communicates its vision. At a time of increased competition and specialization, where barriers to entry for networking have all but disappeared, I see new potential in ICGN. To me, the future of our organization depends on remaining relevant and advocating for the right things.

I work with boards and investors across the Americas, Europe, and Asia, in my role as Global Leader of Deloitte's Governance and Boardroom Programs, and believe I offer a uniquely global perspective to ICGN. Moreover, I know how good boards work— I understand that they perform best when they reflect diverse perspectives from directors whose views are informed by different backgrounds and business experiences. I am honoured to serve on the Board of Governors and will work hard to pursue consensus in the best interests of our organization.

Robert Lewenson, Head of ESG Engagement, Old Mutual Investment Group, South Africa

Biography

Robert joined the Old Mutual Investment Group Responsible Investment team in October 2014, as a Governance and Engagement Manager. As Head of Responsible Investment, he leads the responsible investment strategy, manages the responsible investment team and oversees the listed equity stewardship capability for both investment and stewardship client. He advocates for positive changes to responsible investment practises, drives investment into green economic products and investments and provides thought leadership to the company and the broader Old Mutual group. He also represents Old Mutual Investment Group on various local and global industry bodies such as the Code for Responsible Investing in South Africa, the Institute of Directors Remuneration Committee, the Association of Savings and Investment in South Africa's Responsible Investment Committee and many others. Robert's legal and corporate governance background enables him to bring his knowledge of law and negotiation skills to the fore in promoting clients' interests. Prior to joining the Responsible Investment team, he was a legal advisor at Old Mutual Investment Group for seven years. Robert has fifteen years of work experience in the legal profession and asset management industry. He holds a BBusSci LLB (UCT) and is an Attorney of the High Court.

Statement of motivation

My firm view is that the ICGN is at an exciting moment in its illustrious history in terms of reaffirming its brand and educational value, inclusive membership, and commitment to driving change in investment practises to support stewardship. As a current member of the ICGN Board participating on various Board committees as well Board liaison on the Global Stewardship Committee and a long-term supporter of the ICGN in its global work program to elevate stewardship practises, I would be honoured to contribute my experience in stewardship across our local market and the African continent to the ICGN Board, advance the interests of emerging markets responsible investors and help shape a sustainable future for the organisation.

Luz Rodriguez, Senior Investment Stewardship Analyst, Colorado Public Employees' Retirement Association, USA

Biography

Luz Rodriguez has ten years of corporate governance and investment stewardship experience. She has advocated for shareholder rights and regulatory reforms that foster trust in the global capital markets.

Luz Rodriguez serves as the corporate governance lead and contributes to the development and implementation of the investment stewardship program for the \$60 billion Association. The Investment Stewardship Division ensures compliance with PERA's proxy voting guidelines; monitors company engagement activity; and provides reports to the Investment Committee of the PERA Board of Trustees. Ms. Rodriguez is a deputy board member of the Council of Institutional Investors.

Prior to joining the Investment Stewardship Division, Ms. Rodriguez was the Director of the Legal Services and Corporate Governance Division at PERA. She was responsible for overseeing PERA's administrative review process, securities litigation policy implementation, the coordination of internal and external counsel, proxy voting, engagement with companies and partnerships in which Colorado PERA invests, and reporting to the Shareholder Responsibility Committee of the PERA Board of Trustee.

After graduating with an accounting degree from the University of Colorado in 2003, Ms. Rodriguez worked in investment accounting and was responsible for the pension payroll for Colorado PERA, which is the 23rd largest pension plan in the United States and serves as the pension fund for over 630,000 current and retired Colorado Public servants.

Statement of motivation

There is no shortage of challenges in seeking alignment between corporate and investor interests. As market and regulatory environments shift, I am confident in the ICGN Board's ability to address its priorities, build on the foundations of solid corporate governance, and to fortify our positions on rapidly evolving concepts that can impact long-term value. I am committed to advancing best practices for corporate governance and investment stewardship by actively advocating for comprehensive improvements to shareholder rights, rigorous regulatory oversight, and reforms that foster trust in the integrity of the global capital markets. It would be an honor to contribute to the great work of ICGN as a member of the board. I respectfully request your support of my candidacy.

**Susanne Stormer, Partner and ESG & Sustainability Services
Leader, PricewaterhouseCoopers, Denmark**

Biography

Throughout her professional career, Susanne has worked to advance corporate accountability and enhance investors' ability to include considerations of companies' sustainability in their valuation based on robust data and quality of information. Working at the nexus between corporate leadership and investor stewardship, she is an active advocate for enhancing the quality of sustainability reporting. She was a member of the SASB Standards Board until its transition into the ISSB Standards Board as of August 2022, and member of the task force that developed the first exposure draft for European Sustainability Reporting Standards, by request from the EU Commission, under the auspices of EFRAG, the European Financial Reporting Advisory Group.

Susanne is a Partner at PricewaterhouseCoopers (PwC) and ESG & Sustainability Services Leader of the firm in Denmark, a role she assumed in February 2021 to develop the firm's service offerings in advisory and assurance to support clients' transition to become sustainable businesses.

Prior to this, she was the Chief Sustainability Advisor and Vice President of Corporate Sustainability at the Danish-based pharmaceutical company, Novo Nordisk. In this capacity she set direction for Novo Nordisk to be a leader with high and forward-looking standards for driving a sustainable business and documenting progress. Susanne joined the Novo Group in 2000 to ingrain responsible business practices across the organization as the lens for decision-making and a strong component of the corporate strategy and culture. In 2002, she initiated the company's approach to ESG engagements with investors, which she built to be leading edge practice. Among her achievements are also the successful integration of the company's financial and sustainability reporting. Before that, she worked as a strategy and communications consultant in the field of environmental and sustainability issues management for more than a decade.

Susanne holds a certificate from INSEAD's International Directors' Programme and has Board experience from other organisations and is currently member of the Board of the Access to Nutrition Foundation, and member of the Board of Shift, the leading center of expertise on the UN Guiding Principles on Business and Human Rights. She is adjunct professor of Corporate Sustainability at the Copenhagen Business School and a visiting professor at UC Berkeley-Haas School of Business.

Statement of motivation

My motivation to serve on the board of ICGN is to leverage my experience and network in the pursuit of ICGN's mission. ICGN has become recognised as an authoritative global framework for governance information of most relevance to users, and this presents opportunities for ICGN to influence, inform and inspire high standards of governance and stewardship that leverage long-term value-creation to create thriving societies.

ICGN is, in my view, uniquely placed to be the leading voice to shape and push the agenda. My ambition as a member of the ICGN Board is to challenge and inspire members to push the envelope towards sustainable practices and help make its voice heard.

I serve on the Governance Committee and chair the Policy Oversight Committee.

Item 6: Nomination Committee Recommendation on 2023-24 Board

If elected, I will contribute to promoting ICGN Principles as investor-led global standards for governance and stewardship and influencing public policy and professional practice. We will also continue to provide thought-leadership viewpoints, responses to public consultations and policy positions on issues related to good governance and global standard.

I have been professionally engaged in the agenda for good governance and stewardship that ICGN promotes for nearly two decades; in my current role I advise Boards on how to embrace sustainability as a governance imperative and work with clients across sectors to drive higher standards in corporate accountability and good governance. I bring insights from my other board and expert roles to the work of the ICGN. I firmly believe that investors and companies have a shared imperative to advance sustainable development through their practices. Still, without influencing, exemplary actions and bold leadership, it will be a longer way to go.

Jenn-Hui Tan, Global Head of Stewardship and Sustainable Investing, Fidelity International, Singapore

Biography

Jenn-Hui Tan is the Global Head of Stewardship & Sustainable Investing for Fidelity International. Mr. Tan is responsible for providing external and internal leadership for Fidelity's sustainable investing activities, including strategy and policies on engagement, voting and ESG integration. He joined Fidelity International in 2007 from Norton Rose Fulbright, where he was a corporate finance lawyer advising on capital market and M&A transactions. Mr. Tan holds a Bachelor of Laws degree from the University of Durham.

Statement of motivation

As a long-standing member of ICGN and an endorser of the ICGN Global Stewardship Principles, Fidelity International is committed to the development of strong corporate governance practices, which, in combination with effective investor stewardship, form the foundation of sustainable business practices. In my role at Fidelity, I lead a global team of 30+ sustainable investment analysts across 7 jurisdictions focused on the integration of ESG considerations into our investment process. Through a role on the Board of the ICGN, I hope to further our contribution to global standards for governance and stewardship, convey local nuance and context around the development of best practices, and continue to build on the constructive partnership between ICGN and Fidelity.

Theresa Taylor, President, Board of Administration, CalPERS, USA

Biography

Theresa Taylor is serving her second term on the CalPERS Board of Administration and her first one-year term as Board President. Prior to being elected President, Theresa served 3 years as the Vice President of the Board and as the Investment Committee chair and the Finance and Administration Committee chair. Ms. Taylor is elected to the State Member Seat where she represents all 300,000 state employees. She is currently an employee of the State of California Franchise Tax Board, where she works as a Principal Compliance Representative in the Accounts Receivable Management Division in the Field and Complex Account Collection Bureau, where as a Lead, she is responsible for providing technical guidance to a group of skilled collectors on the most complex and sensitive matters pertaining to compliance practices, policies, procedures, legal issues and Tax Law.

Theresa Taylor also served as Vice President, Secretary Treasurer for SEIU Local 1000 from 2015-2018. She was responsible for the organization's \$62 Million Budget. She also served on SEIU Local 1000's Executive Committee and on the Board of Directors. In that role, she served on the SEIU California Executive Board. Theresa also served on the executive board of the California State Employees Association (CSEA), the CSEA Member Benefits Committee, and the CSEA Finance Committee, where she was a fiduciary for CSEA's employee retirement plans.

Statement of motivation

I have some unique perspectives that will help me represent the interests of ICGN and its members, especially when it comes to human capital management. As Investment Chair at CalPERS, for the last 3 years, I have worked extensively with CalPERS Sustainable Investment Group on achieving the highest standards of corporate governance and investor stewardship for CalPERS in pursuit of long-term value creation, contributing to sustainable economies, societies, and the environment through the effective management of financial, human and physical capital. In collaboration with our Sustainable Investment Group, we put together and passed at the Board of Administration our 5-year sustainable investment program. We are currently working collaboratively to create our new 5-year SI program. As a member and now Chair of our Governance Committee, again I collaborated with our Sustainable Investment Group to improve the Governance of the CalPERS Board of Administration through better policies and educational opportunities for our Board Members.

I would be honored, if I am selected, to contribute my experience to the ICGN Board and to help shape the sustainable future for the organization.