

## **NELL MINOW**

### **Vice Chair, ValueEdge Advisors**

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## **EDUCATION**

University of Chicago Law School, J.D., 1977  
Sarah Lawrence College, B.A., 1974

## **EMPLOYMENT**

### **Vice Chair, ValueEdge Advisors (2015-present)**

ValueEdge Advisors was created in summer 2014 to help institutional investors engage effectively as owners with their portfolio companies. In so doing, ValueEdge Advisors has developed expertise in a range of activities, such as:

- Convening constructive dialogue between institutional owners and corporations
- Assisting public pension funds in crafting ESG integration policies and practices
- Developing remedies to repair corporate governance of companies in the settlement of securities litigation
- Identifying director candidates for institutions to nominate to improve board composition and performance
- Using shareowner proposals and other tools to push productive engagement between institutions and company management
- Leading conferences for institutional fiduciaries to keep abreast of emerging trends and cutting-edge developments in corporate governance
- Advocating for corporate governance best practices before senior U.S. and U.K. policymakers

### **Board member, GMI Ratings (2011-2014)**

I continued to serve as a director of GMI Ratings, the successor organization to The Corporate Library, following merger/acquisition of GovernanceMetrics and Audit Integrity, until it was sold to MSCI

### **Editor and Chairman, The Corporate Library, LLC (2000-2011)**

The Corporate Library is an independent research firm providing corporate governance data, analysis and risk assessment tools.

### **Principal, Lens, Inc. (1992-2000)**

Lens was an investment fund that took positions in underperforming companies and used shareholder rights to increase value. Our initiatives led to major structural and personnel changes (and increased shareholder value) at public companies including Sears, Kodak, Stone & Webster, and Scott Paper.

**Distinguished Executive in Residence, George Mason University (1998-2003)**

Developed and taught Corporate Governance course to MBA students.

**Institutional Shareholder Services, Inc. (1986-1992)**

ISS (now RiskMetrics) is the leading proxy advisory and corporate governance consulting firm in the world. Served as General Counsel from 1986-90, President from 1990-91, and a director until 1992.

**Director, The Samuel and Ronnie Heyman Center on Corporate Governance, Benjamin N. Cardozo School of Law (1987-1988)**

Set up the initial programs, including a lecture series, an informal discussion series, and research for the first major center in this field.

**Department of Justice (1985-1986)**

Special assistant to the Assistant Attorney General for Antitrust

**Office of Management and Budget (1981-1985)**

Desk officer, Special Assistant to the Administrator of the Office of Information and Regulatory Affairs.

**Environmental Protection Agency (1977-1981)**

Special Assistant to the General Counsel and staff attorney

**PUBLICATIONS AND SPEECHES**

I have written and lectured on a wide range of issues, including securities and corporate governance, management, government regulation, civil rights, dispute resolution, and mass communication. Co-author with Robert A.G. Monks of Power and Accountability, published in 1991 by HarperBusiness and Corporate Governance, published in 1995 by Blackwell, with revised editions published in 2000, 2003, 2008, and 2011 and Watching the Watchers: Corporate Governance for the 21st Century published by Blackwell in

1996. I am author of more than 200 articles on corporate governance, executive compensation, and other related issues, appearing in the Wall Street Journal, Moneywatch (now CBS), Huffington Post, the New York Times, Barron's, The Boston Globe, the Washington Monthly, the Chicago Tribune, the National Law Journal, the Christian Science Monitor, Pensions and Investments, Directors and Boards, Legal Times, the Milwaukee Journal, Change Magazine, Directors Monthly, Benefits Quarterly, The Atlantic, law reviews, and other publications and podcasts. I am also author or co-author of chapters in the books Law Stories, The Dance of Change, The Financial Services Revolution, Leadership and Governance from the Inside Out, How to Run a Company, two editions of The Handbook of Corporate Governance, and treatises on shareholder meetings, institutional investors, and proxy regulation.

I also write about movies and popular culture for a variety of outlets.

## **COMMITTEES AND BOARDS**

Served on the Council on Competitiveness' Subcouncil on Capital Allocation, sponsored by the White House and the U.S. Congress, and served on the National Association of Corporate Directors' Blue Ribbon Commissions on many topics including Executive Compensation, on CEO and Board Evaluation, on Director Compensation, on Board Professionalism, CEO Succession, Shareholder Communication, and Audit Committees. Former board member of the Center on Media and Public Affairs and WETA (public television and radio stations in Washington, D.C.), and the literacy organization Reading is Fundamental.

## **AWARDS**

Named one of the 20 most influential people in corporate governance by Directorship Magazine in 2007, one of the 30 most influential investors of 2002 by Smart Money Magazine and called "the queen of good corporate governance" by Business Week Online. And in 2008 I became the first woman to be given the top international award in the field of corporate governance, the ICGN award, given for "Exceptional achievements in the corporate governance field...[and] confrontation to frustrating oppositions, requiring vision, courage, and fortitude." Lifetime Achievement Awards from Corporate Secretary Magazine (2013) and the International Corporate Governance Network (2024).