



Meeting Notice

WHEN:	Friday September 24, 2010
	8:15 – 8:45 Registration and Breakfast 8:45 – 9:45 Presentation
WHERE:	<p>The Harvard Club 35 West 44th Street, between 5th and 6th Avenues, Third Floor Easily accessible from either Grand Central Station in midtown Manhattan (#4, 5, 6, or Times Square Shuttle subway lines) or from the Bryan Park station at 6th Avenue and 42nd Street (take B, D, F, or V subway lines)</p>
TOPIC/ SPEAKER	<p style="text-align: center;">"Say on Pay and Evaluating the Impact of Shareholder Advisory Groups - Preparing for the Next Proxy Season"</p> <p style="text-align: center;">Ed Hauder, Senior Advisor, Exequity LLP Reid Pearson, Executive Vice President, Alliance Advisors, LLC</p> <p>Ed and Reid will discuss the current state of affairs on "Say on Pay," giving historical context to the new Say on Pay requirements ushered in by the Dodd-Frank Act. They will look at what the Dodd-Frank Act will require, lessons from the 2010 proxy season, the international experience with say on pay, as well as shareholder advisory groups' positions regarding say on pay and implications for next proxy season. Finally, Ed and Reid will share their thoughts on what companies can do <u>right now</u> in order to start preparing for the new reality of "say on pay" to best positions themselves for the 2011 say on pay vote.</p> <p>Ed Hauder, a prolific writer who is frequently quoted on executive compensation issues by publications such as Pension & Benefits Daily and HR Magazine, is a senior advisor at Exequity. Ed has consulted with hundreds of companies in all areas of executive and director compensation. Ed focuses on keeping public companies out of the penalty box with shareholders and the media and helps companies understand and find practical solutions for technical matters impacting compensation, e.g., financial accounting, securities, tax, and corporate governance issues.</p> <p>Reid Pearson heads up Alliance Advisors' corporate governance and advisory services department, working closely with clients on equity compensation issues, corporate governance, shareholder activism topics and proxy fights. A respected figure in the field, Reid is a frequent speaker on corporate governance and equity compensation issues. Prior to joining Alliance Advisors, Reid garnered ten years of experience at Institutional Shareholder Services (ISS), and five years with The Altman Group. His positions at ISS included Director of Custom Research, Senior Analyst, Director of Client Relations, and Manager of Strategic Partnerships. Reid was a member of the proxy policy committee and oversaw the development and execution of the proxy voting guidelines of multiple institutional investors.</p>
RSVP	<p>Deadline to RSVP is Tuesday, September 21st, 2010</p> <p>_____ Yes, I plan to attend</p> <p>_____ A substitute will attend _____ (Name)</p> <p>_____ Additional Guest* will attend (\$70 fee) _____ (Name)</p>
NYCA Member	<p>Member Name _____</p> <p>Company Name _____</p> <p>Telephone _____</p> <p>E-mail address _____</p>

Reply by e-mail: Susan.Mathew@pseg.com

DEADLINE IS Tuesday, September 21, 2010

***Note: No fee for active NYCA members or substitute. Normal guest fee is \$70.00**