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Stephen L. Brown serves as Director of Corporate Governance and Associate General Counsel for Teachers Insurance and Annuity Association of America–College Retirement Equities Fund (TIAA-CREF), a \$363 billion full-service financial services group of companies.

On behalf of the boards of the TIAA-CREF group of companies, Mr. Brown and his colleagues in the Corporate Governance Group work to enhance the governance/social responsibility practices of companies held within TIAA-CREF's investment portfolios with the objective of increasing shareholder value and improving long term performance of targeted companies. Additionally, Mr. Brown advises management and the boards of the TIAA-CREF group of companies on internal corporate governance operations.

Prior to joining TIAA-CREF, Mr. Brown practiced corporate and securities law with Wilmer, Cutler, Pickering, Hale and Dorr, LLP and Skadden, Arps, Slate, Meagher and Flom, LLP in New York City. At both firms, Mr. Brown represented industrial companies, investment advisers, hedge funds, private equity funds, and mutual fund complexes. Additionally, he represented Fortune 500 corporations, boards of directors and executives in a variety of securities enforcement matters and corporate internal investigations. Prior to practicing law, Mr. Brown was a financial analyst with Goldman Sachs.

Mr. Brown's *pro bono* practice has included advising several New York City charter schools and economic development organizations. He is currently a member and immediate past president of the Englewood Public School Board in Englewood, New Jersey, a member of the boards of Harlem Renaissance Economic Development Corporation, Queens Economic Development Corporation and the Public Interest Law Foundation at Columbia University Law School. Mr. Brown received his B.A. with honors from Yale University and his J.D. from Columbia University Law School where he was a Harlan Fiske Stone Scholar and an Olin Law & Economics Junior Fellow.