

Kenneth Kopelman
Partner, Kramer Levin Naftalis & Frankel LLP

Ken Kopelman, Co-Chair of the Corporate Governance practice within the firm's Corporate Department, has practiced corporate and securities law for more than 30 years.

Ken advises businesses, Boards, Board committees (compensation, audit and governance) and directors on a full range of governance, compliance and disclosure matters, providing counsel both on a regular ongoing basis and in the context of special situations, including contests for corporate control and internal inquiries and investigations. Areas of focus include representation of compensation committees (including advice regarding executive compensation plans and individual packages), evolving director responsibilities, "corporate democracy" issues, and formulation and implementation of the full range of Board policies, including "best practices". Ken's approach to working with Boards is informed by his own 20+ years' service as a director of public companies, including an S&P 500 consumer products company (NYSE) and a computer software firm (NASDAQ). Most recently Ken spoke at the Conference Board's 2008 Executive Compensation Conference *"Pay at the Top—Executive and Board Compensation"*, and chaired a March 2009 program entitled *"Directors, Executive Pay, and the Meltdown - A Whole New Ballgame?"* for the National Association of Corporate Directors - NY Chapter. He has written extensively on governance-related topics, including *"Some Questions Potential Directors Should Consider Asking Before Agreeing to Join a Board"* and *"Advising Today's Board of Directors: Lessons Learned."*

Over his career, Ken has regularly acted as corporate counsel to a number of significant companies in a wide variety of industries, with a special concentration within the apparel and fashion fields. Work includes the full range of business transactions, including mergers and acquisitions, licensing arrangements, financings, joint ventures and executive compensation. Ken organized and is chair of the program *"Lawyering In The Fashion Industry: A Practical Guide to Licensing, Trademark Protection & Other Industry Issues,"* held annually at the New York City Bar Association.

Ken is a graduate of Columbia Law School and Cornell, and received a general course certificate from The London School of Economics. He is a long time member and speaker for the National Association of Corporate Directors (where he is President and a Director of the New York City Chapter), and the Society of Corporate Secretaries and Governance Professionals (formerly the American Society of Corporate Secretaries), and has lectured regularly on a variety of governance, compensation and corporate drafting topics, including at the New York City Bar Association, Practicing Law Institute, and Hofstra Law School.