

Corporate Governance

The relationships between corporations and their stakeholders are undergoing significant changes, as roles and objectives shift rapidly. Public companies must comply with regulations imposed by the SEC and the stock exchanges, but this compliance is often only the beginning of a company's obligations. Corporate officers, directors, shareholders and their respective advisors are presented with more important challenges—and opportunities—in employing good governance to build the value of the enterprise.

We collaborate with our clients to enhance their corporate governance, across the full range of these endeavors. For our attorneys, understanding the rules and customary approaches is “table stakes”—we are at our best in partnering with our clients to deal with complex challenges and non-routine situations. Clients appreciate our deep understanding of their business and stakeholders, our practical guidance and our experiences in advising many leading companies. We collaborate with them to improve board and corporate performance.

We address the full range of corporate governance matters, including:

- we convene networks of governance leaders, including the Lead Director Network, the Southeast Board Leadership Network and the Directors Exchange, to explore the most critical issues facing public company boards, and share insights with our public company clients;
- we work with our clients to develop the most effective approaches for engaging with their shareholders, including ongoing dialog and approaches to shareholder initiatives;
- we advise clients with respect to the use of board special committees, as well as internal investigations, governmental investigations, and civil and criminal enforcement actions;
- we collaborate in creating effective approaches to

Capability Lawyers



James C. Woolery (Jim)
New York



William C. Smith III (Cal)
Atlanta



Dixie L. Johnson
Washington, D.C.



Jeffrey M. Stein (Jeff)
Atlanta



Richard Fields
New York

board development, including processes to evaluate board performance, ensure board refreshment and improve director performance;

- we conduct comprehensive governance reviews, so that a client may draw from the most effective practices employed by other leading companies;
- we help our clients implement effective compliance and risk management programs, and plan for contingencies, whether business emergencies, management succession or proposals from activists; and
- we advise boards and their committees in approaching mergers and acquisitions, other change of control situations, and proxy contests.

Cases & Deals

Independent Investigation for Special Committee of Nasdaq-listed Engineering Company

Independent Investigation for Board Committee of Fortune 50 Retailer

Independent Investigation of Alleged Unfair and Deceptive Practices for the Special Committee of a Fortune 100 Financial Services Company.

[VIEW ALL](#)

Insights

CLIENT ALERT

May 30, 2019

Implications for Public Companies from Continued Growth and Assertiveness of Passive Investors

CLIENT ALERT

April 10, 2019

Investors Issue Call to Action About Board Evaluations

ARTICLE

February 20, 2019

The Ashland-Cruiser Proxy Contest: A Case Study

[VIEW ALL](#)

Events

SPEAKING ENGAGEMENT

September 16, 2019

Keith Townsend, Elizabeth Morgan, Zachary Davis to Speak at KPMG IPO Bootcamp

CONFERENCE

September 12, 2019

Financial Services Summit

SPEAKING ENGAGEMENT

July 31, 2019

Norm Armstrong, James Griffin, Brian Meiners, Mary Longenbaker to Speak at ABA Antitrust Section Program About New DOJ Policy

[VIEW ALL](#)

News

RECOGNITION

September 11, 2019

Legal 500 Latin America 2019 Ranks King & Spalding Among the Region's Top International Firms

RECOGNITION

May 20, 2019

Managing IP Names Lori Gordon and Kathleen McCarthy to Top 250 Women in IP List; Recommends Multiple King & Spalding IP Practices, Individuals in its Annual Guide

IN THE NEWS

April 19, 2019

Rich Fields referenced in trend piece regarding the growing number of corporate governance experts who help companies contend with emboldened activist investors

[VIEW ALL](#)
