



John H. Stout

SHAREHOLDER

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Services

Artificial Intelligence
Corporate
Corporate Sustainability & Social Responsibility
Internal Investigations
International
Sports & Entertainment
Mergers & Acquisitions
Government Contracts & Grants
Nonprofit & Tax Exempt Organizations

John represents family-owned, closely-held and publicly-owned businesses in governance, sustainability (ESG) and social responsibility (CSR), financial and international business matters.

John practices in business organization, finance and governance at Fredrikson, a Midwest regional law firm with Minnesota offices in Minneapolis (headquarters), St. Paul and Mankato, and additional offices in Fargo and Bismarck, North Dakota, Des Moines and Ames, Iowa, Madison, Wisconsin, Shanghai, China, and Saltillo, Mexico. From 2011 to 2014, he was Chair of the Corporate Governance Committee (CGC) of the American Bar Association's Business Law Section. He has served as a member of the Section's Governing Council and as Vice Chair of the Section's Committee on Corporate Social Responsibility. He currently Co-Chairs the Section's Working Group on the Rule of Law, and Co-Chairs the CGC's Artificial Intelligence Sub-Committee.

John Co-Chairs Fredrikson's Corporate Governance and Corporate Sustainability and Social Responsibility Groups, and is a member of its International, Sports & Entertainment, Mergers & Acquisitions, and Artificial Intelligence Groups. He advises executives, boards, board committees and individual directors and officers of for-profit and nonprofit organizations on domestic and international governance, risk assessment, indemnification and insurance, legal compliance, internal investigations, board and director evaluations and performance improvement, business sustainability and social responsibility matters, oversight of Artificial Intelligence, and the legal implications of business strategies and decisions.

John serves as a director of several nonprofit and for-profit corporations. He is a former member of the Board of Directors of the National Association of Corporate Directors (and co-founder of its Minnesota Chapter, of which he is an Emeritus Director), the Center for International Private Enterprise and a former Trustee of Carleton College. He currently serves as a director of the Metropolitan Economic Development Association and the Minnesota Motion Picture and Television Board (both of which he is a co-founder). He is a member of the Board of Directors of the Wild and Free Foundation, which has founded a soccer league (the Rhino Cup Champions League) which operates in four African countries.

John is an Adjunct Professor, co-teaching a governance course, at the University of St. Thomas Law School in Minneapolis and frequently writes and speaks on corporate governance subjects. He has also served as an expert witness on

governance matters. John is a Fellow of the American Bar Foundation and a member of the American College of Governance Counsel. In 2018, he received the Lifetime Achievement Award for Corporate Governance from *Twin Cities Business* (a monthly business magazine). He is also a member of the University of St. Thomas Twin Cities Artificial Intelligence Roundtable.

Credentials

Education

- University of Michigan Law School, J.D., 1967
- Carleton College, B.A., 1962

Admissions

- Minnesota, 1967

Recognition

- *Best Lawyers in America*, Corporate Governance Law, 2016-2024
- Who's Who Legal: Governance, International, Meridian House, 2019-2023
- North Star Lawyer, Minnesota State Bar Association, 2012-2014, 2016-2019, 2021-2023
- Lawyer of the Year in Minneapolis for Corporate Governance Law, *Best Lawyers*, 2017-2022
- Pro Bono All Star, Minnesota State Bar Association, 2020
- Who's Who Legal, Nominee, Corporate Governance, 2020
- The (REAL) Power 50 Award, *Minnesota Business*, 2018
- Elected to American College of Governance Council, 2017
- Lifetime Achievement Award for Corporate Governance, *Twin Cities Business*, 2017
- Twin Cities International Citizens Award, International Leadership Institute, 2009
- Champion of the Year Award, Metropolitan Economic Development Association, 2006
- Super Lawyer-International Transactions, Arts and Entertainment, Sports, E-Commerce, Securities & Ventures Finance, Mergers and Acquisitions, *Minnesota Super Lawyers*, 1998-2006
- Pro Bono Distinguished Service Award, Fredrikson & Byron, September 2005
- Lifetime Achievement Award, Milestone Growth Fund, May 2005
- Minority Business Advocate of the Year, *Business Journal*, June 2003

- Public Service Award, American Bar Association Section of Business Law, 1997
- Distinguished Legal Service Award, *Corporate Legal Times*, September 1997
- Lifetime Achievement Award, Metropolitan Economic Development Association, May 1997
- Award for Distinguished Achievement, Carleton College, June 1992

Civic & Professional

Professional Activities

- American Bar Association, Governing Council, Committee on Corporate Governance (Chair), Business Law Section (Chair); Sub-Committee on International Governance Developments (Co-Chair); Committee on Non Profit Governance (Co-Chair); Task Force on Director and Officer Liability; Corporate Social Responsibility Co-Chair. 2022-2023
- Minnesota State Bar Association, Member
- Hennepin County Bar Association, Member
- National Association of Corporate Directors, Minneapolis Chapter, Former Member, Director and Chair Emeritus, Board of Directors
- National Association of Corporate Directors, Blue Ribbon Commissions on Risk Governance, Board Leadership and Director Professionalism
- National Association of Corporate Directors, Best Practices Council on Preventing and Detecting Fraud and Other Illegal Activities
- Malaysian Alliance of Corporate Directors (MACD), Former Advisory Board Member
- University of St. Thomas Law School, University of St. Thomas Opus School of Business, Adjunct Professor, Corporate Governance (20 years)
- The Working Group on the Rule of Law, American Bar Association, Business Law Section
- American College of Governance Counsel (current member)

Community

- Metropolitan Economic Development Association Co-Founder, Director, Past Chair, Secretary
- Milestone Growth Fund (inactive), Co-Founder, Director, Chair, and Secretary
- Minnesota Film Board, Co-Founder, Director, Past Chair
- Center for International Private Enterprise, Past Director and Member of Executive Committee
- Carleton College, Past Member, Board of Trustees

News

Firm News | 08.17.2023

Fredrikson Attorneys Recognized in The Best Lawyers in America© 2024

Firm News | 06.26.2023

Fredrikson Attorneys Recognized as North Star (Pro Bono) Lawyers

Article | 08.18.2022

Fredrikson & Byron Attorneys Recognized in The Best Lawyers in America© 2023

Firm News | 06.16.2022

Fredrikson & Byron Attorneys Recognized as North Star Lawyers

Firm News | 10.13.2020

Fredrikson & Byron Attorneys Recognized as Pro Bono All Stars

Firm News | 02.28.2018

Attorney John Stout Named to 2018 (Real) Power 50 by Minnesota Business Magazine

Firm News | 10.30.2017

Attorney John Stout Receives Lifetime Governance Achievement Award

Firm News | 10.19.2016

Attorney John Stout Elected a Fellow of the American College of Corporate Governance Counsel

Firm News | 06.10.2014

John H. Stout Appointed to the Governing Council of the American Bar Association's Business Law Section

Speaking Engagements

Event | 03.15.2022

The Geopolitical Implications of the Russian-Ukrainian Conflict

Legal Updates

Legal Update | 02.15.2022

Banks, Banking, and the New Sustainability Paradigm – Opportunities and Risks

Legal Update | 10.21.2016

Twin Cities Business Outstanding Directors Awards: Introductory Remarks by John Stout

Legal Update | 08.06.2014
Refreshing the Board of Directors

Legal Update | 01.20.2014
Observations on the Current Corporate Governance Environment

Publications & Presentations

Selected Publications & Presentations

Stout has written over 100 governance-related papers and articles and has made over 100 governance-related presentations since founding Fredrikson's Governance Group in the year 2000

Presentation, Standing for the Rule of Law, A Critical Time for Businesses and Business Lawyers, Webinar from the Business Law Working Group, April 4, 2023

Presentation, Advising Clients on ESG Matters, Incorporating Rule of Law Concerns - Minnesota CLE Presentation, December 7, 2022

Presentation, Advice for Those Who Advise Directors, North Dakota Bar Business Section, Fargo, ND, December 1, 2022

Panel Presentation, Sustainability and The Rule of Law; "Global Decline in strength of the Rule of Law poses a Critical Sustainability Risk," World Justice Forum, The Hague, Netherlands, June 2, 2022

Presentation, Advising Boards and Board Advisors, Minnesota CLE, May 10, 2022

Presentation, Law Day Presentation, American Bar Association's Business Law Section Rule of Law Working Group, May 1, 2022

Publication, "Banks, Banking, and the New Sustainability Paradigm - Opportunities and Risks," January, 2022

"The Important Role of Business as Custodians of the Rule of Law," *Business Law Today*, ABA Business Law Section, January 14, 2022

Publication, "Governance and Sustainability," Lead Chapter Book on Sustainability Published by ABA, November 2021

Publication, "Rule of Law-What is It?," *Business Law Today*, August 2021

Presentation, American Bar Association, Business Law Section, Corporate Governance Committee, Webinar, "Governance ... Artificial Intelligence ... Block Chain ... Connecting the Dots," Friday, September 28, 2018

Publication, "Governance ... Artificial Intelligence ... Block Chain ... Connecting the Dots," September 28, 2018

Presentation, Panel Chair and Presenter, American Bar Association Annual Meeting, Business Law Section, Corporate Governance Committee, Artificial Intelligence Task Force, "Governance ... Artificial Intelligence ... Block Chain ... Connecting the Dots," September 15, 2018, Austin, TX

Panel Presentation, "Artificial Intelligence: Business and Legal Applications," Minnesota State Bar Association Corporate Counsel Institute, Hamline School of Law, March 9, 2018

Publication, "Artificial Intelligence: Business and Legal Applications," March 9, 2018

Publication, "Business Sustainability," with Deborah Walker Kool, Chapter 1.12, Directors Handbook, American Bar Association, 2017

"Sustainability Meets Integrity," *Business Law Today*, January 2017

Presentation, "From Enron to Volkswagen: Can Your Board Confidently Avoid Scandal?," National Association of Corporate Directors, Georgetown Corporate Counsel Institute, Georgetown Law School, Washington, D.C., March 17, 2017

Presentation, "From Enron to Volkswagen: Can Your Board Confidently Avoid Scandal?," Retail Industry Counsel Association, Atlanta, GA, October 26, 2016

Presentation, "From Enron to Volkswagen: the Critical Importance of Governance, Culture, Compliance and Ethics," ABA Corporate Governance Committee Spring Meeting, Montreal, QC, Canada, April 9, 2016

Panel, "Corporate Sustainability: Should Materiality be the Primary Focus for Board and Regulatory Oversight?," American Bar Association, Business Law Section Panel, Washington, D.C., November 20, 2015

Presentation, "Five Governance Developments," Twin Cities Business Outstanding Directors Awards, Minneapolis, MN, October 1, 2015

Panel, "Sustainability and the Financial Markets," American Bar Association, Business Law Section Panel, Chicago, IL, September 18, 2015

"Governance Meets Sustainability," Phone and Internet Presentation, ABA Continuing Legal Education Panel, February 25, 2015

Presentation, "Advancing the Standard: Corporate Governance Revisited," American Society of Mechanical Engineers Board/Management Conference, Kiawah Island, SC, August 7, 2014

Presentation, "Refreshing the Board of Directors," ABA Business Law Section Annual Meeting, Chicago, IL, August 6, 2014

"Corporate Governance Best Practices," NIRI Virtual Chapter, Minneapolis, MN, February 2014

Presentation, "The Role of Outside Consultants in Evaluating or Investigating Corporate Matters," Summit on Emerging Corporate Governance Trends for Lawyers & Accountants, the American Institute of Certified Public Accountants and the American Bar Association, Chicago, IL, June 6-7, 2013

"ABA's John Stout Looks at the Future of Corporate Governance," article by Catherine Dunn, Corporate Counsel, January 10, 2013

"Integrity, Culture, and Other Intangibles for Building Long-Term Value – The Board's Critical Responsibility," article in Private Sector Opinion, a Global Corporate Governance Forum Publication, International Finance Corporation, Global Corporate Governance Forum, December 2012

"It All Starts With Well-Chosen Directors," Directors & Boards, October 2012

Presentation, "The Board's Responsibility for Corporate Culture: Selected Governance Concerns and Tools for Addressing Corporate Culture and Board Performance," World Governance Forum of the International Finance Corporation (an affiliate of the World Bank, Washington, D.C.), Jakarta, Indonesia, December 3, 2011

Presentation, "The Board's Balancing Act: Managing Risk and Setting Strategy for Long Term Value," World Governance Forum of the International Finance Corporation (an affiliate of the World Bank, Washington, D.C.), Jakarta, Indonesia, December 1, 2011

Presentation, "The Board's Responsibility for Corporate Culture – Selected Governance Concerns and Tools for Addressing Corporate Culture and Board Performance," Board of Directors of the Bursa Malaysia, Kuala Lumpur, Malaysia, May 5, 2011

Presentation, "The Allocation of Responsibility Between Directors and Shareholders," Malaysian Alliance of Corporate Directors Conference, Kuala Lumpur, Malaysia, May 2-4, 2011

Other

List of all Publications and Presentations available on request