

Aims and Objectives

The Aim of this course is to give an overview of Corporate Governance best practice. The course will cover some best practice examples under the governance codes from a number of different countries and will provide examples of documentation and evidence that are used to ensure good governance.

By the end of this course, participants will be able to:

- Understand the main areas to focus on for good governance
- Identify where the weak areas are in the governance system
- Identify the key disclosures that should be made by companies

Methodology

The course will involve instruction in the rules of the accounting standards with a focus on actively involving participants in discussion and practical application of the guidance. The course will run on a workshop basis with each workshop including

- Short instructor-led sessions
- Slide presentations
- Practical group discussion

Day One

Session 1

Key Aspects of Corporate Governance

- What is Corporate Governance?
- Purposes of Corporate Governance
- Corporate Governance Policies
- Duties and Responsibilities of Directors
- Succession Planning for Senior Members
- International Corporate Governance Guidelines and Codes

Session 2

Board Structure and Charter

- Role of the Board of directors
- Size and make-up of the board
- Governance guidelines drawn from international practices
- Independence of the board
- Benefits of an independent board

Session 3

Committees

- Effective Committee structure
- Compensation Committee – Responsibilities and guidelines
- Audit Committees – Responsibilities and Qualification
- Corporate Governance Committee – Purposes and Duties

Session 4

Board Performance Measurement

- Objective measurement of performance
- Goal setting and objectives
- Measurement
- Data collection and the importance of timely information
- Evaluation and reporting performance

Day Two

Session 1

Internal Audit and Internal Controls

- Effective systems and controls
- Effective communication with the internal auditors
- Sarbanes Oxley and its impact
- Audit Committee Reports
- Internal Control Reports

Session 2

Risk Management

- The role of the directors in risk management
- Risk profiling
- Key risk areas
- Risk Management Systems

Session 3

Ethical Conduct

- The role of the directors in ensuring ethical conduct
- Independence
- Complaint handling
- Compliance monitoring
- Protection for staff who report concerns about unethical practices
- Effective communication with the internal auditors
- Sarbanes Oxley and its impact
- Audit Committee Reports
- Internal Control Reports

Course Summary and Evaluation