

## **CG: Corporate Governance Seminar Outline**

### **► Overview:**

Corporate governance deals with the complex set of relationships between the corporation and its board of directors, management, shareholders, and other stakeholders. In the recent years, the regulators and legislators have intensified their focus on how businesses are being run. They are endeavoring to create a template for new corporate governance and disclosure measures, which is beneficial for both the stakeholders and controllers.

Modern business and financial practices ought to be built on the four pillars of governance: responsibility; accountability; transparency; and, fairness. These four pillars are essential to the successful implementation of the OECD Principles of CG. These four pillars provide the values that are crucial in enhancing the efficiency of the directors in performing their duties in the Board of Directors. The four values form the pillars of corporate governance topics that will be discussed in the training program.

### **► Objectives:**

Weak governance is the core cause of business failure. Business management must thus be integrated with the better understanding of the four values of corporate governance. Implementing good corporate governance will reduce the implications of potential consequences of global or local failures in corporate governance. Thus the aim of this seminar is to provide participants with tools of best practices related to corporate governance. Upon completion of this seminar participants will be able to:

- Understand what corporate governance is actually all about, and have acquired practical advice on how to implement it in your own workplace.
- Adopt the appropriate mechanism for effective governance
- Value the shareholder and stakeholder rights and responsibilities.
- Adhere to sound principles of direction and management.
- Understand the significance of audit committee, its composition and responsibilities.
- Implement best practices on corporate management.
- Be able to demonstrate appropriate compliance, and be able to defend yourself against accusations of negligence.
- Make contact with fellow businessmen and businesswomen who face similar governance challenges to your own, and develop your professional network.

The course will emphasize the point that corporate governance matters to all emerging or developed market companies in the same way. Good corporate governance practices lead to:

- Improved corporate performance;
- Better access to long term investment capital;
- Increased opportunities to finance the firm;
- Improved stakeholder relations;
- Developing breadth and depth of the capital markets;
- Reduced investment risk and added value to a firm;
- Avoidance of reputational risk for financial institutions

**► Possible Attendance:**

- Members of the BOD
- Corporate Directors
- Corporate CEOs
- Corporate Governance Compliance Officers
- High Level Officials and Regulators
- All directors and managers of organizations, in the public and private sectors
- Members of audit committees
- Managers of internal audit departments and other assurance functions
- Government officials that are required to comply with the PMFA and MFMA
- Anyone else with an interest in Corporate Governance
- Every professional involved in the global financial services industry including:
  - Supervisory Agencies
  - Central Banks
  - Financial Institutions
  - Commercial Banks
  - Investment Banks
  - Housing Societies/Thriffs
  - Mutual Funds
  - Brokerage Houses
  - Stock Exchanges
  - Derivatives Exchanges
  - Insurance Companies
  - Multinational Corporations
  - Accountancy Firms
  - Consultancy Firms
  - Law Firms
  - Rating Agencies
  - Multi-lateral Financial Institutions
  - Others

**► Structure:**

12 hours to be carried out over 3 days including presentation, workshop, valuable supporting documents for Corporate Governance Standards and implementation.

**► Contents:**

The seminar key focus:

- Corporate governance Overview
  - What is Corporate Governance
  - Definitions and Importance of Corporate Governance
  - Reputation, Competition and Corporate Governance
  - Corporate Ethics
  - Corporate Governance and Corporate Responsibility
  - Globalization and Corporate Governance
- Models and Mechanisms of Corporate Governance



- Shareholders and Stakeholders
  - Shareholder Rights
  - Equitable Treatment
  - Responsibilities of Shareholders
  - Minority Shareholders' Protection
  - Stakeholder Protection
- Board of Directors
  - Structure and Independence of the Board
  - Responsibilities and Duties of the Board
  - Selection, Remuneration and Evaluation of the Board
  - Board Committees
  - The Board and the Management
- Audit Committee
  - Organization of Audit Committee
  - Responsibilities of the Audit Committee
  - Working with Auditors and Management
  - Blue Ribbon Committee
- Banking Corporate Governance
  - Sound Corporate Governance Practices in Banking
  - The Role of Public Disclosure
  - Supervisors and Transparency
  - Recommendations for Enhancing Bank Transparency
  - Supportive Environment to Corporate Governance
- Strategic planning and implementation
- Risk management and change management
- Compliance, ethics & sustainability reporting
- Governance requirements of the Public Finance Management Act and the Municipal Finance Management Act
- The provisions of the Labor Relations Act regarding disciplinary action in the workplace
- An overview of employment equity and BEE
- Preventing and combating fraud and corruption
- How managers get into trouble
- The major Corporate Governance requirements of the new Companies Act
- Global Corporate Scandals
- Global Best Practices
- Corporate Responsibility

Throughout the seminar there will be opportunities for questions, and where appropriate, case studies will be discussed.