

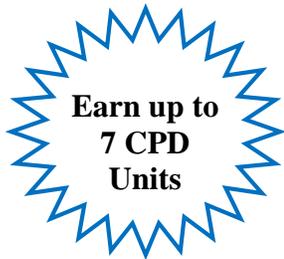
MASTERCLASS IN BOARD DIRECTORSHIP

**WHAT ARE THE TOP TEN ANSWERS A NEW BOARD SHOULD SEEK?
WHAT OUGHT TO BE THE COMPETENCY PROFILES OF THE DIRECTORS OF MY
NEW BOARD?**

WHAT IS THE ROLE OF THE BOARD VIS-À-VIS MANAGEMENT?

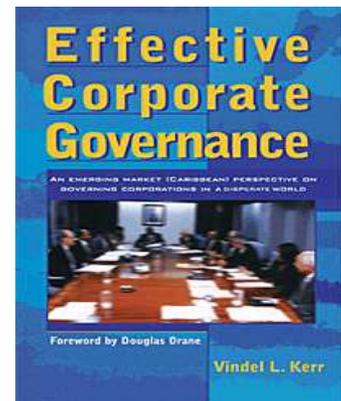
DO YOU HAVE A CHAIRMAN WHO MANAGES RATHER THAN LEADS?

**GET ANSWERS TO THESE AND MANY OTHERS AT THIS MASTER CLASS
SPANNING BOARD LEADERSHIP, EFFECTIVENESS AND ACCOUNTABILITY.**



FALL SERIES 2019

PRESENTED BY:



8:15 AM - 5:00 PM

COUNTRY	DATE	VENUE	COST (US\$)
Jamaica	Wednesday, November 6	Jamaica Pegasus Hotel	750.00 + G.C.T
Trinidad and Tobago	Wednesday, November 13	Courtyard Marriott POS	800.00
Antigua and Barbuda	Wednesday, November 20	Trade Wind Hotel, Dickenson Bay	700.00

CONTACT INFORMATION

1 (876) 960-5356 | 1(876) 561-1046 | 1 (868) 689-0606

E-mails: govstrat@cwjamaica.com | govstratltd@gmail.com

REGISTER ONLINE AT:

www.corporategovernanceadvisors.com/registration/

<https://www.facebook.com/GovStrat-Limited>

Registration deadline is 10 working days before the event.

**All fees must be paid prior to the date of commencement of the learning
experience unless otherwise permitted.**

GOVSTRAT STATEMENT OF QUALITY ASSURANCE

WHAT SEPARATES OUR SERVICES FROM THAT OF OTHERS?

Learners at each of our workshops will benefit from the knowledge and expertise of the Caribbean and emerging markets leading corporate governance expert, board governance facilitators and board advisors. Our Learning Facilitators/Consultants have in-depth knowledge and more than 100 accumulative years' corporate experience across the Caribbean and on four (4) Continents while having obtained specialised and world-class education and training in corporate governance. They will share governance case studies, case laws, local and international contexts while comparing these with "best-in-class" global practices. At GovStrat, we do not apply "one size" governance model to fit all. We believe each organisation and leader (in the public or private sector) is unique and requires specialised attention whether through our public/advertised or bespoke learning and consulting interventions. GovStrat has the experience of training nearly 7,500 Directors, Senior Managers, Senior Civil Servants and Government Ministers in more than twenty countries.

GENERAL OBJECTIVE:

This **One-day Master Class in Corporate Governance Excellence** will emphasize best-in-class board directorship, effectiveness and Accountability across industry sectors. It seeks to provide Corporate Directors, Management Officers, key government officials and Senior Managers, Regulators and other interested organisational actors with the knowledge, skills and competencies required to provide the most effective governance oversight and monitory of CEO performance while achieving optimal operational efficiency, accountability, transparency the maximization shareholder and stakeholder value. It is hoped that participants on completion of this learning intervention will assist in restoring, reinforcing or inculcating sound ethical culture at their respective organisations.

CORE THEMES TO EXPLORE:

1. Introduction Themes <ul style="list-style-type: none">• Overview of International Developments in Corporate Governance• On-boarding and Board Orientation• Director Selection and Board Diversity: Better Boards, Better Companies• Key Attributes and Qualities of an Effective Board, Director and Chairman
2. Highlights of Relevant Sections of Public Sector Statures and Guidelines, applicable to local jurisdictions; Legal Duties and Responsibilities of Directors and Officers according to the relevant sections of the Companies Act of relevant jurisdiction, inter alia
3. Interpreting and Analyzing Financial Statements: Financial Literacy and Prudence
4. Board Meeting Management and Effectiveness: Agenda, Annual Calendar, Minutes, Committees; Director Effectiveness – role of nature of preparation, attendance, participation and Adding Value
5. The Role of Key Fiduciaries: Chairman, Director, Corporate Secretary, CEO, Committee, Ex-Officio and Invitees, Responsible Ministry/Minister; Board vis-à-vis Management
6. Board Performance Evaluation
7. Role of the Board in Enterprise Risk Management (ERM)
8. CSR and Stakeholder Engagement
9. Towards a Sound, Effective and Sustainable Institutional Corporate Governance Framework

DELIVERY:

This course is designed to be highly interactive and emphasis will be placed on participatory learning with case-based discussions, audio visuals, team war games and lecture discussions.

WHO WILL ATTEND?

- Chairmen, Directors, Corporate Secretaries; Newly-appointed Boards, First-time Directors and Officers; Officers leading transitioning of new boards, especially in the Public Sector
- C-Suite Executives: CEOs, COOs, CFOs, CIAs, CFOs, CCOs, inter alia
- Members of Senior Management who serve as invitees on Board Committees
- Other Officers performing special assignments for the Board of Directors
- Aspiring Directors; Regulators; Board Advisors; Strategic/Corporate Planners
- Anyone interested in Effective Corporate Governance and anti-corruption mechanisms

LEAD FACILITATOR



VINDEL L. KERR, DBA, MBA, BSC, C. DIR; PAD

Founder & Lead Corporate Governance Facilitator/Consultant, GovStrat Limited

Dr. Kerr is an internationally-recognized and award-winning expert in corporate governance and board effectiveness and a leading Caribbean professional in strategic planning. Dr. Kerr has developed a thorough grasp and working knowledge of corporate governance issues globally and is adept with the governance of State-owned Enterprises, Statutory Bodies, Hedge Funds and offshore trust and company administration. He has served as Board Chairman, chairman of audit, corporate governance and member of human resource committees of several corporate boards. His 24 years work history has been spent in industry, research and education (in private and public sectors) spanning policy advisement and development, strategic planning, leadership development, change management, corporate finance, operations audit, business research and corporate and academic training. As professional scholar and international management consultant since 2003, Dr. Kerr has pioneered the training and development of Caribbean corporate boards in Corporate Governance, Enterprise Risk Management, Strategic Planning and Corporate Reputation Management. He has written and published the groundbreaking book, *Effective Corporate Governance: An Emerging Market (Caribbean) Perspective on Governing Corporations in a Disparate World (2005)*, seminal doctoral thesis: *Exploring Corporate Governance Structures and Practices in Jamaica: Toward Policy Reform (2010)*. Dr. Kerr has reviewed and made recommendations for strengthening of several laws and regulations, audit codes and practice and trained more than 4,500 directors of corporate boards, senior executives, permanent secretaries and government ministers in 24 Caribbean, South American and Southern African countries, through GovStrat Limited. He is the pioneer of Continuing Education for Corporate Secretaries and Their teams in the Caribbean and a global expert resource to International Institutes of Chartered Secretaries. Dr. Kerr is a **2010 Scholar of the International Corporate Governance Network (ICGN)**; **2010 Nominee of the Yale Law School Milstein Center for Corporate Governance and Performance, Rising Star in Corporate Governance Awards**, and a 2010 graduate of the world's #1 ranked doctoral programme in business administration (corporate governance and public policy), University of Manchester, Manchester Business School, UK. Dr. Kerr earned an MBA from Rutgers Business School (1997), USA; B.Sc. at The UWI, St. Augustine, Trinidad & Tobago (1991)

CO-FACILITATOR

Rob DeRooy, B. Comm, C.Dir.



As Vice-President, Governance & Strategy at Governance Solutions Inc. (formerly known as Brown Governance Inc), Rob, a skilled presenter and teacher, brings a wealth of knowledge and experience to our clients. His expertise in corporate governance, strategic planning, member and stakeholder engagement, branding, quality (ISO) and change management and oversight is deep at both the board and executive levels. Having served both as a CEO reporting to the Board, and as a Board member on several boards, Rob has walked in your shoes and is able to see governance and strategic issues from both sides of the boardroom table. Rob has held a number of executive positions including his appointment as President of Concord Elevator where he successfully engineered a strategic restructuring, reducing overhead while increasing production and profitability. In 2001 he moved to California and assumed the duties at the international corporate level of Managing Director Concord Elevator UK and Vice President Sales Ricon Group. Rob has served on the board of the Accessibility Equipment Manufacturers Association where he chaired the membership committee, as well as on both the Brampton and Orangeville Curling Clubs. As a dedicated fundraiser within his community he has chaired fundraising committees and organized sporting events on numerous occasions, raising tens of thousands of dollars for local charities. Rob earned his Bachelor of Commerce degree at McMaster University, majoring in finance and economics.

STRUCTURE AND POLICY

- A. Corporate rates are available for groups of five (5) or more learners from the same company at 20% discount.**
- B. Fees include all learning aids, course material, a Certificate of Participation, refreshment breaks and lunch.**
- C. Full payment or payment arrangement should be confirmed at least 10 days before carded date of the event.**
- D. Registration confirmation is assured only on receipt of full payments.**
- E. While we understand companies and government procurement processes and usually receive payments up-to 10 days after the event, private individuals sponsoring themselves must pay in full at least 72 hours before the event.**
- F. No refund for cancellation within 5 working days of each event. Substitution of persons is allowed providing that notice is given at least 2 days before the event. No refund for “no showers” and where companies are yet to pay, full payment is expected.**
- G. Only a limited number of participants will be admitted to facilitate a high level of participatory learning.**
- H. The course maybe postponed or cancelled at any time without prior notice by the hosts and or organizers. In such circumstance, full refund will be made where applicable**
- I. We accept banker’s draft and wire transfer (bank-to-bank) in USD and local currencies, where applicable, based on invoice instructions.**
- J. By completing and returning our registration form means you have agreed to all the terms of this Policy**

Register online: www.corporategovernanceadvisors.com/registration/

REGISTRATION FORM

TITLE OF WORKSHOP:			
COMPANY NAME:			
CONTACT PERSON:		JOB TITLE:	
ADDRESS:			TELEPHONE:
FAX:		E-MAIL:	
DATE TO BE HELD:		COUNTRY:	
TODAY'S DATE:			

Please register the following person(s): (Place name and position in boxes and write e-mail atop

		Email:	
Representative's Name		Position	

		Email:	
Representative's Name		Position	

		E-mail:	
Representative's Name		Position	

		Email:	
Representative's Name		Position	

		Email:	
Representative's Name		Position	