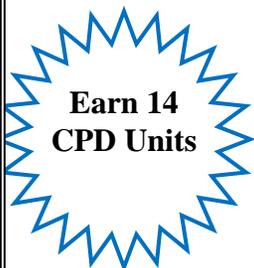
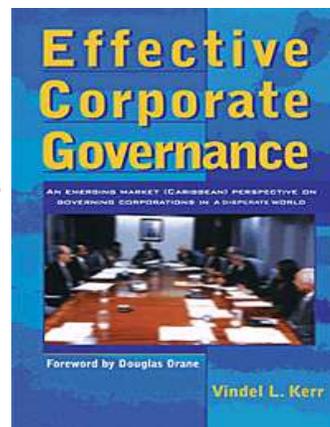


Professionally Accredited Director (PAD)/(Char. Dir.) Designation

16th ANNIVERSARY FALL SERIES 2019



ALWAYS THE FIRST AND BEST IN EVERYTHING WE DO®



COUNTRY	DATE	VENUE	COST (US\$)
Jamaica	Tuesday –Wednesday, November 5-6	Jamaica Pegasus	1,750 +GCT, if applicable
Trinidad & Tobago	Tuesday-Wednesday, November 12-13	Courtyard Marriott POS	1,750.00
Antigua and Barbuda	Tuesday-Wednesday, November 19-20	Trade Winds Hotel, Dickenson Bay	1,500.00

GovStrat Limited is the pre-eminent and only Accredited Caribbean-based provider of relevant, practical and best-in-class Corporate Governance Learning Interventions since 2003

CONTACT INFORMATION

1(876) 960-5356 | 1 (876) 561-1046 | (868) 689-0606
cgovadvisors@gmail.com | govstratltd@gmail.com

REGISTER ONLINE BY COMPLETING FORM AT:

www.corporategovernanceadvisors.com/registration/

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

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 leading international, regional and local corporate governance expert practitioners, board governance facilitators and leading academicians. Our Learning Facilitators/Consultants have in-depth knowledge and working experiences (in excess 100 years cumulatively) across the Caribbean and on Four (4) Continents while having obtained specialised and world-class education and training. They bring local governance case studies, video-clips, critical references and case laws to bear 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 more than 7,500 Directors, Senior Managers and Government Ministers in more than twenty countries.

GENERAL OBJECTIVE:

This **two-day Professionally Accredited Chartered Director (PAD/Char. Dir.) Designation Course in Corporate Governance** seeks to provide Corporate Directors, Fund Managers and Management Officers, Trust and Company Service Providers, Regulators and other interested organisational actors from among publicly-listed companies, family businesses or State-Owned Enterprises/Public Bodies and Non-Profit Organizations with the knowledge, skills and competencies required to provide the most effective governance oversight and monitoring of firms performance. This course explores in details critical knowledge and skills Directors need to be able to ensure optimal functionality of both Board of Directors and Senior Manager in executing their differing but complimentary roles. In this regard, it seeks to preserve corporate ethics while achieving optimal operational efficiency, accountability, transparency and the maximization of 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.

DELIVERY

This course is designed to be highly interactive and emphasis will be placed on participatory learning through discussions, case studies, audio-visuals and lectures.

WHO WILL ATTEND?

- Chairmen, Directors and C-Suite Executives and Corporate Secretaries
- First-time and newly appointed Directors of State-owned Enterprises and Civil Servants Managing Transitioning of a New Government with oversight for State-owned Enterprises
- Aspiring Directors
- Directors of State-Owned and Publicly List Boards
- Non-Executive and Independent Directors
- Offshore Trust and Company Directors and Service Providers
- Co-opted Board Committee Members: Audit, Nomination, Remuneration, inter alia
- Regulators and Their Board of Directors across the Financial Sector
- Risk Management Professionals, Auditors and Due Diligence and Character Assurance Professionals

ABOUT THE QUALIFYING EXAMINATION

The exam consists of 20 multiple choice questions to be completed in 50 minutes at the end of the course on which candidate must score a minimum of 60%. At successful completion of this course and the next time you update your CV, you will add that....Mr./Mrs./DR/Professor/Justice...is also a **Professionally Accredited Director (PAD)**. This will send an easy and clear signal to Stock Markets, Financial Regulatory Authorities and Head Hunters and recruiters of Corporate Directors, globally that you are no ordinary Director – you have had the experience and now trained and qualified for that role.

PROFILE OF LEAD FACILITATORS



Vindel L. Kerr, DBA

Founder, GovStrat Limited; International Corporate Governance Expert

Dr. Kerr is an international expert in corporate governance and board effectiveness and a leading Caribbean professional in strategic planning and business restructuring. Dr. Kerr has developed a thorough grasp and working knowledge of corporate governance issues globally and in developing countries in particular (Caribbean, the Americas and Sub-Saharan Africa); corporate and commercial laws in common law countries; significant board experience as chairman, chairman of audit, corporate governance and member of human resource committees. Dr. Kerr possesses excellent leadership, organizational, analytical, communication and human relations skills. His 20 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. In industry, Dr. Kerr has held senior management positions at Capital & Credit Merchant Bank Ltd. and Jamaica Producers Group Ltd. in corporate finance, business development and international agribusiness. He obtained his early grounding with the Food & Agriculture Organization (FAO), as a Farming Systems/Farm Management Economist, in 1988. As a professional scholar and international management consultant since 2003, Dr. Kerr has pioneered the training and development of Caribbean public sector boards in corporate governance and strategic planning; written and published the seminal book, *Effective Corporate Governance: An Emerging Market (Caribbean) Perspective on Governing Corporations in a Disparate World (2005)*; doctoral thesis: *Exploring Corporate Governance Structures and Practices in Jamaica: Toward Policy Reform (2010)*, and *Clarifying the Corporate Governance Framework for Public Bodies, Jamaica, an IDB funded project (2011)*. Dr. Kerr has played a key role in the Strategic Restructuring of critical Public Sector Enterprises, including the National Insurance Board of the Turks and Caicos Islands and the Bureau of Standards (Jamaica). Dr. Kerr has reviewed and made recommendations for the strengthening of several laws and regulations, audit codes and practices. Additionally, he has trained more than 3,000 directors of corporate boards, senior executives, permanent secretaries and government ministers in 20 Caribbean, South American and Southern African countries, through GovStrat Limited.

Dr. Kerr has been a facilitator on several ‘training-for-trainers’ courses in CG, internationally. Prior to becoming an international management consultant and facilitator of executive education, Dr. Kerr has held adjunct teaching assignments at the College of Agriculture, Science and Education Jamaica (CASE); the University of the West Indies (UWI), Mona Campus, and the University of Manchester, England, where he taught full-semester courses in project management, environmental management systems, marketing strategy and planning and globalization, respectively. Dr. Kerr has also authored

book chapters, conference papers and technical reports (codes, manuals and board charters) on corporate governance. 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 doctoral graduate of the Financial Times (FT), #1 globally ranked doctoral programme in business administration, University of Manchester, Manchester Business School, UK. Dr. Kerr earned an MBA from Rutgers Business School (1997), USA; B.Sc. in Agronomy and Agri-Economics at the University of the West Indies, St. Augustine, Trinidad, (1991), and an Associate of Science Degree in Agriculture at CASE, Jamaica (1988).



David Brown is Canada's leading thinker, speaker, writer and practitioner in corporate governance. Since 1995, David has co-founded over a dozen board governance education programs including university accredited certification programs, [The Professional Director Certification Program™](#), for the [Health, Colleges and Universities](#), [School Board](#) and [Indigenous](#) sectors, as well as the International Corporate Governance Centre, the National Awards in Governance, the Public Enterprise (Crown Corporation) Governance Centre, and the Directors College.

Having served both as a CEO and a Board member, David is well-positioned to help corporations deal with issues in the boardroom.

David is probably best known for articulating and championing principles-based governance, built on economic agency theory and deriving 18 core competencies of board members. Principles-based governance underpins all of his work, and is foundational to corporations selecting the right governance model and board practices. This framework has been adopted by organizations as diverse as one of the GCC's leading telecom providers, one of Canada's big banks, two Canadian provinces' Crown sectors, universities, health authorities, pension funds and military commands.

Governance Solutions Inc. has worked at the board and CEO level with hundreds of major private, public and not-for-profit sector corporations in Canada and internationally in the field of governance, in countries ranging from Bahrain to Malaysia, Guatemala to South Africa. GSI helps organizations strengthen their governance practices through diagnostics, benchmarking, dialogue, seminars, workshops and hands-on custom work with boards. GSI stands for being accountable, right in the moral business sense, conservative in values, and in touch with new, socially responsible trends.

Prior to joining Governance Solutions Inc. in 1995, David had a distinguished 20-year career in Canada's financial services industry. He served a term in Inspection Division (Internal Audit) at the head office of one of the country's largest chartered banks. David then became an insolvency specialist with the bank's commercial credit group where he developed an expertise in workouts and turnarounds, diagnostics and remedies for corporate crises, and for a deposit insurance corporation on a small team tasked with resolving an accumulated deficit and ongoing losses of many deposit-taking institutions. David returned to the private sector as Chief Executive Officer of one of Ontario's largest community credit unions, where he brought several credit unions together through mergers, and gained extensive experience managing and optimizing interest rate, matching, market and liquidity risks. David augmented his undergraduate business degree from Queen's in accounting and finance with post-graduate courses at the University of Alberta's law school. David is the author of the definitive Canadian chapter in the international handbook *Corporate Governance Around the World* (2008: Routledge.) He is on the faculty of governance education and certification programs for the Universities of Saskatchewan, Regina, Toronto and McMaster where he teaches governance, corporate social responsibility, finance and risk oversight. David was invited to serve on his first board in Montreal at age 17, and his second board in Toronto at age 22.

DRAFT PROGRAMME SCHEDULE: PAD QUALIFICATION

DAY 1

TIME	SESSION	SESSION TITLE	Facilitator
8:00-8:15 am		Registration	GovStrat
8:15-8:20 am		Welcome and Opening Remarks	GovStrat
8:20-8:30 am		Course Overview and Icebreaker	Dr. Vindel Kerr
8:30-9:30 am	1	Board Cohesiveness and Collaborative Learning: Learners' Analysis and Group Presentations of a Board Leadership Instrument - to be distributed prior to the commencement of learning intervention.	Learners and Facilitator
9:30-10:15 am	2	<ul style="list-style-type: none"> ▪ Overview of Corporate Governance and International Trends ▪ Ten (10) Answers every newly appointed Board of Director should seek 	Dr. Kerr
10:15-10:30 am		MORNING BREAK	
10:30-11:30 am	3	Board Effectiveness and Dynamics: <ul style="list-style-type: none"> ▪ On-Boarding and Board Orientation ▪ Board's Role vis-a-vis Management ▪ Role of Key Fiduciaries: Chairman, Director, Committee, Corporate Secretary, Ex-Officio, Invitee 	Dr. Kerr
11:30-12:30 pm	4	Board Effectiveness and Dynamics <ul style="list-style-type: none"> ▪ Meeting Management and Effectiveness 	Dr. Kerr
12:30-1:30 pm		LUNCH	All
1:30-2:30 pm	5	Case Study Analysis and Presentations: "The Rogue Director"	Learners
2:30-3:30 pm	6	<ul style="list-style-type: none"> ▪ Legal Duties and Responsibilities of Directors and Officers 	Jennifer Simpson James
3:30-3:45 pm		EVENING BREAK	All
3:45 -4:30pm	7	<ul style="list-style-type: none"> ▪ Contemporary Issues in Corporate Governance 	Dr. Kerr
4:30-4:40 pm		Wrap up and adjournment of day 1	All

DAY2:

TIME	SESSION	SESSION TITLE	GovStart
8:00-8:15 am		Registration	GovStrat
8:15-8:30 am	1	<ul style="list-style-type: none"> • Essentials of Taking and Writing Effective Minutes • The Role of the Corporate (Company) Secretary in the Modern Corporation 	Jennifer Simpson James
8:30-9:30 am	2	<ul style="list-style-type: none"> • Highlights of the Company Law and other relevant local statutes to local jurisdiction (private and public sectors) 	Dr. Kerr
9:30-10:30 am	3	<ul style="list-style-type: none"> ▪ The Role of the Board in Enterprise Risk Management ▪ Board Performance Evaluation 	Dr. Kerr
10:30-10:45 am		MORNING BREAK	All
10:45 -12:30 pm	4	Role of the Board in Analyzing and Interpreting Financial Statements	Ewan Shaw
12:30-1:30 pm		LUNCH	ALL
1:30-2:30 pm	5	Case Study Analysis and Presentations: “The Corporate Rogue Secretary”	Learners
2:30-3:15 pm	6	CSR and Stakeholder Engagement	Dr. Kerr
3:15 -3:30 pm		EVENING BREAK	All
3:30-3:45 pm		Course Evaluation, Picture Session and Wrap up	All
3:45 -4:25 pm		PAD EXAMINATION – to be invigilated	Candidates

End of day 1 and Workshop

FEE STRUCTURE AND POLICY

- A. Corporate rates are available for groups of five (5) or more learners from the same company at 10% 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 corporate cheques, banker's draft and wire transfer (bank-to-bank) in local currencies where applicable based on invoice instructions and United States Dollars.
- J. By completing and returning our registration form means you have agreed to all the terms of this Policy.
- K.

PROFESSIONALLY ACCREDITED DIRECTOR (PAD/CHAR. DIR.) COURSE
MANUAL APPLICATION FORM

Company Name _____ Contact Person _____

Address _____ Telephone _____

Fax _____ E-mail _____ Job Title _____

**Please to register the following persons by filling out the columns in BLOCK CAPITAL.
 Write E-mail address above these columns. You may make additional copies as the needs dictate.**

E-mail:

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Representative's Name

Position

E-mail:

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Representative's Name

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E-mail:

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