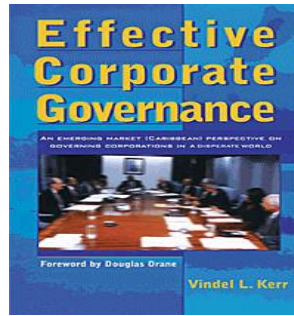
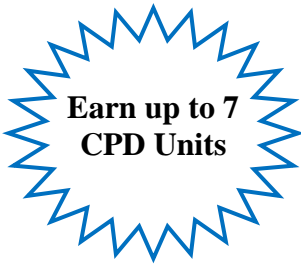


MASTERCLASS IN CORPORATE GOVERNANCE EXCELLENCE



WHAT ARE THE TOP TEN ANSWERS A NEW BOARD SHOULD SEEK?

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

HAS YOUR BOARD BEEN TRANSITIONING TO THE DIGITAL BOARDROOM?

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

VIRTUAL LEARNING VIA ZOOM

PRESENTED BY:



DATE	TIME: JAT	COST
One-day Masterclass in Corporate, March 20	8:30 AM-4:00 PM	US\$750/learner 10% early-bird discount or 3 or more.

CONTACT INFORMATION

1 (876) 324-0606 | 1 (876) 561-1056 | 1(868) 689-0606

E-mails: govstratvirtualuniversity@gmail.com

govstrat@cwjamaica.com | Register online at:

www.corporategovernanceadvisors.com/registration/

Registration deadline is 10 working days before the event.

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:

- | |
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| 1. Introduction Themes <ul style="list-style-type: none">• Overview of International Developments in Corporate Governance• On-boarding and Board Orientation• Chairing Virtual Meetings for impactful outcomes and Embracing the Paperless Board Meeting Era• Key Attributes and Qualities of an Effective Board, Director and Chairman |
| 2. The Role of Key Fiduciaries: Chairman, Director, Corporate Secretary, Committee, Ex-Officio and Invitees, Responsible Ministry/Minister, Shareholders |
| 3. Board Meeting Management and Effectiveness: Agenda, Annual Calendar, Minutes, Committees; Director Effectiveness – preparation, attendance, participation and Adding Value |
| 4. Legal Duties and Responsibilities of Directors and Officers based on the Companies of Selected Caribbean Countries and Highlights of other relevant local and Regional Public Bodies Statutes |
| 5. Board Performance Evaluation |
| 6. Role of the Board in Enterprise Risk Management (ERM) |
| 7. Ethics, Integrity and Accountability in Public Life |
| 8. The Concept of Independence in good corporate governance |
| 9. Conflict of Interest |
| 10. Relevant Case Studies for Analysis by work groups |

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, First-time Directors and Officers of Public Bodies, Listed Companies, Family Businesses, School Boards, and anyone leading corporate transitioning and crises, 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; Board Advisors; Strategic/Corporate Planners
- Anyone interested in Excellence in Corporate Governance and Effective Board Directorship

LEAD FACILITATORS



Vindel Kerr, DBA (Univ. of Manchester, UK); MBA (Rutgers Univ.; USA); BSc (The UWI, St Augustine, Trinidad & Tobago), is Founder of GovStrat Limited — Latin America & the Caribbean's pioneering and leading Corporate Governance (CG) and Corporate Secretaryship training and consulting firm. Dr Kerr is an international award-winning CG expert, Scholar and trusted advisor. He has developed and/or made significant contribution to multiple national CG Codes, including being sole consultant/author of the *Corporate Governance Framework for Public Bodies of Jamaica (2012)*. Prior to founding GovStrat Limited in 2005, Dr. Kerr held multiple senior management roles in two publicly-listed Jamaican firms and obtained his early grounding at the Food & Agriculture Organisation of the United Nations as a Farm Management Farming Systems Specialist. Dr. Kerr is a Nominee Director of the IFC/World Bank Group and an Expert/Advisor to the National Committee developing Zimbabwe's Second Draft CG Code. He is also currently serving as a NED on The Board of Solarda Pty. Ltd, (Melbourne, Australia), a firm in the renewable energy industry. Dr. Kerr past Board Leadership roles included Chairman, Vice-Chairman and/or Director at five (5) Public Bodies of Jamaica. Dr Kerr has trained more than 10,200 Board Directors, Corporate Secretaries, Senior Civil Servants, Politicians and C-Suite Executives and completed nearly 300 consulting assignments since 2003, spanning 25 countries and on 4 Continents, through GovStrat Limited. Prior to founding GovStrat, Dr. Kerr has also spent nearly a decade in academic teaching, research and publishing within the Caribbean and the UK. His seminal book, **Effective Corporate Governance (2005)**, was the first peer-reviewed body of work (364 pages) on CG by an author from the developing world and emerging market economies. During his studentship, Dr. Kerr was the recipient of five (5) full academic scholarships in addition to many bursaries. He has obtained numerous community service awards for his role and impact on young people across Jamaica and the 'feed and care' of the indigent during his decades of service to the Jamaica 4-H Clubs, and as former member of the Kiwanis Club of Liguanea, Kingston, Jamaica.



DR. THE HON. JUSTICE ANTHONY GAFOOR, SENIOR LEARNING FACILITATOR, LEGAL DUTIES AND RESPONSIBILITIES OF DIRECTORS AND OFFICERS, BUSINESS ETHICS AND PUBLIC ACCOUNTABILITY

Dr. The Hon. Justice Anthony Gafoor, Trinidadian, is Chairman of the Tax Appeal Court of Trinidad and Tobago (Superior Court of Record) which is a national institution dealing with income and corporate tax; value added tax; and customs and excise duties among other areas. He holds several qualifications in law, finance and financial law, and corporate ethics. He is also a certified mediator and mediation trainer as well as a Fellow of the Chartered Institute of Arbitrators, UK. He is former Chair of the Chartered Institute of Arbitrators of Trinidad Chapter and the recently elected Chairman of Chartered Institute of Arbitrators (Caribbean Branch); Hon. Secretary to the International Law Association (Caribbean Branch) and a Member of the International Fiscal Association and the International Bar Association. He was admitted as an attorney-at-law in Trinidad and Tobago and has practiced extensively as a barrister in common law chambers in the UK and as an in-house legal adviser on corporate matters, including corporate fraud. He is a Senior Adjunct Lecturer at the University of the West Indies, St. Augustine where he has also lectured in Business Law and Corporate Ethics. Dr. Gafoor has been an invited speaker at many conferences internationally.

FEE STRUCTURE AND POLICY

- A. Corporate rates are available for groups of three (3) or more learners from the same company at 15% discount.**
- B. Fees include course material and a Certificate of Completion,**
- 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**