BDI
GCC Board Directors Institute

الأكاديمية المالية
THE FINANCIAL ACADEMY

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Certified Board Secretary Programme

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Overview

Board secretaries have an important role to play as governance professionals in all types of organisations in the private, public, and not-for- profit sectors. Governance is about more than just complying with laws, regulations, standards, and codes; it is also about creating cultures of good practice. This means that board secretaries need more than the technical skills and experience to know what corporate governance practices are needed in an organisation and why.

They also need the emotional intelligence, skills, and experience to ensure that they know how the practices typically would be implemented to work effectively. The modern board secretary provides professional guidance to shareholders, boards, individual directors, management, and other stakeholders on the governance aspects of strategic decisions.

The Programme

The Programme will consist of four workshops:

- The Board Secretary Role – Governance and Decision-Making
- The Board Secretary Role – Board Members
- The Board Secretary Role – Shareholders and Other Stakeholders
- The Board Secretary Role – Strategy & Risk

Participants can attend one, two or three workshops or all four, but if they wish to be certified they must attend all four and pass the exams.

Objectives

This programme will help the board secretary to act as a bridge for information, communication, advice, and arbitration between the board and management and between the organisation and its shareholders and stakeholders. The programme will support the board secretary to fully understand their roles and responsibilities in relation to all stakeholders in the corporate governance system.

This programme is designed to provide participants with the knowledge, skills and practical tips for carrying out their duties as board secretary.

The programme will be interactive and skills-based, providing participants with practical examples.

Certification

If a participant wishes to be certified, they must attend all four workshops and pass the multiple choice exam at the end of each workshop.

Who should attend?

· Appointed and aspiring board secretaries, company secretaries and governance professionals.
· Anyone involved in company law and regulatory compliance.
· Anyone who has responsibility for corporate governance and is seeking a better understanding of the role of the board secretary.

Facilitator – Alison Dillon Kibirige

Alison Dillon Kibirige is a global expert on corporate governance (Governance, Ethics, CSR and Risk Management). She set up a business AMDK in early 2007, which focuses on improving corporate governance practices in all sectors (private, public and not-for-profit) globally. Her work has taken her throughout Europe, Africa, the Caribbean, the Middle East and Asia.

Alison has served as a member of boards, committees and industry working groups since the early 1980s. She is a former member of the UKRIAT Committee, Qualifications Committee and of ICSA's International Professional Standards Committee.

Alison has worked for the IFC/Global Corporate Governance Forum on projects in Indonesia, Mongolia, Zambia, Nigeria, Rwanda and Malawi. She has developed a series of workshops for IFC for corporate secretaries, directors of banks in Nigeria and for SME Governance. Alison has also worked for the African Peer Review (APRM) in Uganda and at the APRM Secretariat in South Africa, reviewing the Corporate Governance portion of the APRM Country Self-Assessment Questionnaire.

Alison has worked globally for over 30 years as a company secretary, previously as secretary to the main boards of Unilever and Barclays in London. She has also set up and worked as a Director in several SMEs. Alison has also been involved in numerous consultations with governments, regulators and industry and professional bodies in Africa, Europe and the U.S.

She is a Fellow of ICSA and a UK solicitor. Alison was awarded the 2013 ICSA President's Medal for Meritorious Service, the inaugural ICSA Company Secretary of the Year award in 2005 and has also won awards globally for her work with shareholders.

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Course Delivery

You can choose from two course delivery options:

Virtual: Join our live online interactive programme
Face-to-face: Traditional classroom workshops
And you can mix and match between the virtual online delivery and the classroom delivery

Our online certified board secretary programme consist of the 4 modules is split into 2 parts. You need to complete both parts in the same month to complete the module. The 4 modules will be run on a cyclical basis with one module every 2 to 3 months. In this way, you would be able to complete the full programme within 12 months. If you miss a module, you can wait for it to come round again in the cycle. You can start the cycle at any time but there will be an additional 2-hour orientation session if you don't start with Module 1.

All our online workshops are run using the Zoom video conferencing platform, as well as our online learning platform LEARN GCC BDI.

In-person workshops are subject to any prevailing local and international restrictions but will be delivered online if in-person delivery is not possible.

The schedule of online and classroom workshops is designed to dovetail so that you can mix and match online and classroom training. You could do all the modules online or in the classroom if you prefer, but you could also do one or two modules online and the remainder in the classroom for example. It is your choice.

In all cases, whether you choose an online module or a classroom module, the programmes are delivered live by the faculty and each day is a full 8-hour day.

The Financial Academy is the Awarding Body for all our Certification Programmes and exams will either be held online or at the Financial Academy examination centres, depending on whether you choose the online module or the classroom module.

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Module 1

"The Board Secretary Role – Governance and Decision Making"

(4 days)

Workshop	Learning Outcomes
The Board Secretary: The Governance Professional	· The key principles and elements of a good corporate governance framework and the board secretary's role within it · The skills needed by board secretaries to manage relationships within a corporate governance system · The key activities and qualifications of a board secretary · The structure of a secretariat · The most frequently asked questions about being a board secretary
Effective Meetings and Minute-taking	· The part played by the board secretary in preparing for, during and after a meeting · Practical tips, good practices, process and procedures for board secretaries · Introduction and use of board portals · Drafting minutes and developing an action log in line with best practice
Board Dynamics	· Styles of behaviour that impact the dynamics of a meeting · The skills and techniques a board secretary needs to support a productive working climate during a board meeting · How a board secretary can help a chairman manage conflict
Leading Change and Influencing	· The board secretary's role in influencing change · The skills a board secretary needs to influence change · How to influence change

Module 2

"The Board Secretary Role – Board Members"

(4 days)

Workshop	Learning Outcomes
Board Members	· Describe the board secretary's role in advising board members on their roles and responsibilities · Advise the board members on their duties and liabilities · Develop policies on and strategies to deal with conflicts of interest, related party transactions and breaches of duty
Board Evaluation and Delegation	· Describe the board secretary's role in developing and organising a board evaluation · Develop strategies to deal with issues raised by a board evaluation · Describe the board secretary's role in promoting professional development · Explain the system of delegation of authority within an organisation · Describe the different roles of the board and management · Analyse the board secretary's role in helping to make the system of delegation work effectively
Board Composition and Succession Planning	· Describe the characteristics and benefits of a balanced board · Develop a succession plan for the board · Explain the board secretary's role in board member selection, appointment and departure · Develop an induction programme for new board members
Financial Oversight & Analysis	· Describe the role of the board secretary in assisting the board (audit committee) in fulfilling their financial oversight responsibilities · Explain the role of external auditors · Describe the components in a set of financial statements · Explain ratio analysis and its importance to boards

Module 3

"The Board Secretary Role – Shareholders & other Stakeholders"

(4 days)

Workshop	Learning Outcomes
Shareholders, Share Registration and Dividends	· Describe the different types of shares and shareholders and their relationship with the board secretary · Identify the powers, rights, duties and liabilities of shareholders · Explain issues of shareholder abuse · Describe secure methods of ownership, transfer and registration for shares · Describe different methods of paying dividends
Annual Shareholder Meetings	· Describe the role of the board secretary before, during and after the shareholders' meeting · Identify the procedures that a board secretary uses to manage the board's relationship with shareholders · Explain how the board secretary can advise the chairman on the potential contentious issues that may influence the relationships between the board and shareholders
The Board Secretary: The Board's Communicator	· Describe best practices to maintain communication with management and shareholders · Explain the drivers for disclosure and greater transparency · Analyse the procedures for managing policies related to confidential information · Explore how organisations can engage with stakeholders
Corporate Finance	· Identify sources of corporate finance and their relative advantages and disadvantages · Assess the critical issues associated with determining a board's capital gearing, dividend policy, and valuation · Use various capital investment appraisal techniques · Identify financial crisis indicators

Module 4

"The Board Secretary Role – Strategy & Risk"

(5 days)

Workshop	Learning Outcomes
Sustainability	· Examine the board secretary's role in sustainability · Explain the business case for incorporating environmental and social considerations into strategy · Identify the components of a sustainable partnership · Describe how environmental and social considerations can be integrated into strategy
Risk & Business Continuity Planning	· Describe the nature of risk and the Enterprise Risk Management (ERM) process · Explain the board secretary's role in the risk management framework · Explain the role of the internal auditor · Advise the board on business continuity planning
Building Ethical Cultures	· Describe the importance of an ethical culture · Define business ethics, ethical principles and ethical values · Analyse how board secretaries can assist boards to reduce instances of unethical behaviour and develop formal corporate cultures · Explain the importance of whistleblowing in developing cultures
Strategy Development and Evaluation	· Explore the steps in a strategic planning process · Identify and compare strategic formulation tools and their advantages and disadvantages · Describe different types of restructuring that a board may use for strategic growth · Examine the different methods for monitoring and evaluating strategy
Corporate, Sustainability and Integrated Reporting	· Identify and explain the board secretary's role in corporate reporting · Explain how integrated reporting contributes to the good reputation of the organisation · Demonstrate how the board secretary can solve the challenges of producing an integrated report

Workshop Fees

Classroom Workshop
Per four-day workshop (Modules 1, 2, 3)
Non-Member: USD 4400 per person
Associate: USD 4180 per person
Member: USD 3870 per person
Fellow: USD 3340 per person

Per five-day workshop (Module 4)
Non-Member: USD 5400 per person
Associate: USD 5130 per person
Member: USD 4750 per person
Fellow: USD 4100 per person

Online Workshop
Per four-day workshop (Modules 1, 2, 3)
Non-Member: USD 3960 per person
Associate: USD 3762 per person
Member: USD 3483 per person
Fellow: USD 3006 per person

Per five-day workshop (Module 4)
Non-Member: USD 4860 per person
Associate: USD 4617 per person
Member: USD 4275 per person
Fellow: USD 3690 per person

For pre-purchase of all four workshops:
25% discount

Further discounts may be available for booking of multiple participants, please get in touch if you are interested in learning more.

Please note:
All our fees are in USD and exclude VAT or any other applicable taxes.

Pre-payment is required for all workshops.
Our standard cancellation and payment terms apply, please see our website for further details.

Assessment
Each of the workshops will be followed by a multiple choice exam. This is optional for all the participants but compulsory for those who wish to be certified.

Certification
A participant will become certified by GCC BDI once they have completed all four workshops and passed the multiple choice exams.

Please see the GCC BDI website www.gccbdi.org for events calendar and schedule of workshops.

Companies wishing to run a tailored in-house certification for their board secretaries should contact us for more information and we will be happy to discuss the options with you.

GCC Board Directors Institute

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