



Chartered Director Programme  
**Participant Handbook**

This Handbook is subject to change in line with the policies, rules, and regulations as approved by the GCC BDI. All updates will be notified to participants accordingly.



## MESSAGE FROM THE CHAIRMAN OF GCC BOARD DIRECTORS INSTITUTE

### Dear Participant,

The board is a strategic asset and the best boards make a material contribution to their companies, so it is essential for board directors to undertake professional development to equip them with the knowledge and skills to play their role effectively.

The Director Development Programme, run by the GCC BDI, contains the Certificate in Board Directorship Programme, the Diploma in Board Directorship Programme and the Chartered Director Programme. These combined programmes provide a structured road map for professional director development, tailored for GCC board directors.

Having successfully completed both the Certificate and Diploma in Board Directorship, you are now able to consider embarking on the journey to become a Chartered Director.

I am proud to introduce the Handbook for the **Chartered Director Programme**. The Chartered Director will build upon the knowledge and understanding which you acquired during the Director Certification programme, and the core director skills and competencies which enable you to function effectively as a board director and which you acquired on the Diploma Programme.

The material provided in this Handbook I should answer any questions you may have concerning the Programme. If there are any outstanding questions, GCC BDI will be pleased to answer them.

You are already among the first Directors in the GCC to have successfully completed both the Certificate and Diploma in Board Directorship. If you successfully complete this programme you will become the first board directors to be awarded Chartered Director status.

You are the standard bearers for future generations of professional directors and I wish you every success on this next stage of your professional development path.

**Mohammed Al-Shroogi**  
**Chairman**  
**GCC Board Directors' Institute**

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# 1. The GCC BDI Board & Director Development Framework

The GCC BDI Director Development Programme consist of 3 levels:

## 1. The World of Directorship – Certificate in Board Directorship

This programme was launched in 2019 and it provides participants with the knowledge and understanding required to be an effective board director. Successful completion of the Certificate gives Certified Director status.

## 2. Diploma in Board Directorship

This programme was launched in 2020 and it develops participants’ boardroom skills and behaviours required to be an effective board director. Only Certified Directors can enroll for the Diploma level.

## 3. Chartered Director

This programme was launched in 2021 for those Directors who have successfully completed the Diploma in Board Directorship. The Chartered Director Programme encourages participants to develop their skills and to fulfil their role as board directors through the application of their knowledge and skills and the active implementation of change within their organisation.

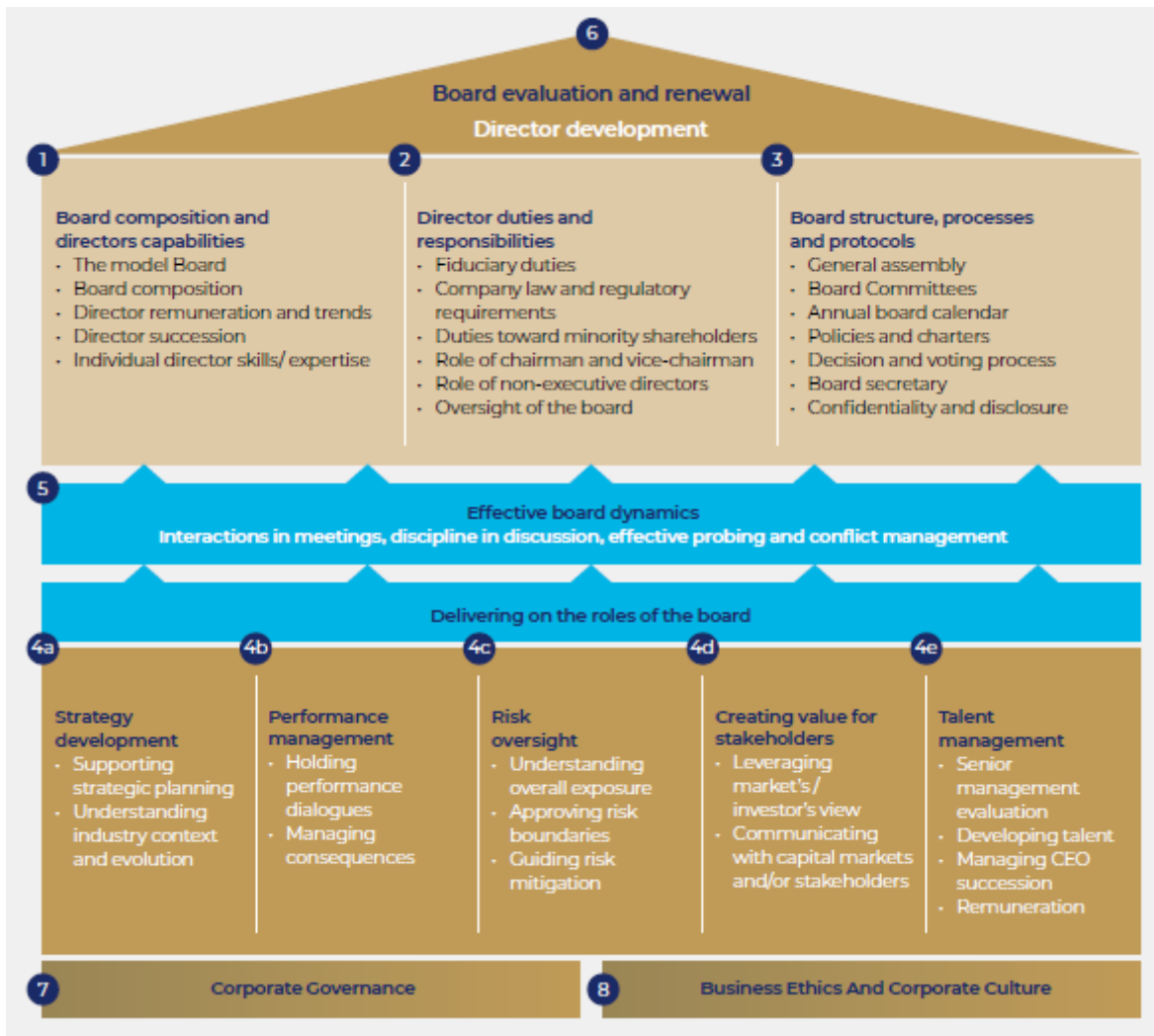
**Figure 1: The GCC BDI Board & Director Development Framework**





## 2. The Chartered Director Award

**Figure 2: GCC BDI's '8 pillars of board effectiveness framework'**



The Chartered Director Award is a professional designation conferred by the GCC Board Directors Institute and the Financial Academy. The designation is awarded to individuals who have demonstrated to a panel of experienced and distinguished directors and subject matter experts, the application of their knowledge and skills, acquired during the Director Certification and Diploma in Board Directorship, by successfully leading a change activity within their organisation and making an individual project presentation to the panel.

The Chartered Director Programme is aligned to the GCC BDI's '8 pillars of board effectiveness framework' - a continuation of the approach adopted by the Certificate and Diploma programmes (Fig 2).

The Chartered Director Programme puts into practice the learning the participant has acquired from both the Certificate and Diploma in Board Directorship through the application of a single or group of projects.

The Chartered Director status is a life time award. However, the award may be revoked if a Chartered Director is found to have contravened the GCC BDI Professional Code of Conduct and have had their GCC BDI Fellowship or Membership status withdrawn.

### 3. Benefits of becoming a Chartered Director

Achieving the award of Chartered Director, means that a director has demonstrated the leadership skills to execute change within their organisation. A director with an award of Chartered Director is equipped to make a valuable contribution to any Board.

The benefits of becoming a Chartered Director are many, but international research has found that Chartered Directors demonstrate:

- Higher levels of professionalism and they keep themselves up to date on corporate governance matters and business trends
- Greater levels of self-confidence
- A “moral compass” and higher levels of integrity
- An increased focus upon the long term
- Maintaining better relationships with key stakeholders.

A Chartered Director is also able to provide evidence that they have personal experience of:

- Providing a vital leadership role within a board
- Using key board leadership skills and behaviours relating to board matters
- Managing the impact of board culture upon organisational performance and key stakeholders
- Recognising the importance of reputation, ethics and integrity at the level of the board
- Contributing to effective board dynamics
- Demonstrating exceptional proficiency of governance knowledge and its application

## 4. The Chartered Director Process

There are eight steps involved in attaining the Chartered Director award.

**Figure 3: The Chartered Director Process**





## 4.1 Enrolment – application, approval and registration

### Eligibility & Pre-Requisites

The Chartered Director programme is designed to meet the development needs of board directors and board committee members and is relevant for:

Roles	Areas
<ul style="list-style-type: none"> <li>• Chairmen</li> <li>• Executive directors</li> <li>• Non-executive directors</li> <li>• Independent directors</li> <li>• Board secretaries</li> <li>• Board committee members</li> </ul>	<ul style="list-style-type: none"> <li>• Private sector organisations</li> <li>• Public sector organisations</li> <li>• Multinational companies (MNCs)</li> <li>• Listed companies</li> <li>• State owned enterprises</li> <li>• Unlisted and family companies</li> </ul>

In order to meet eligibility requirements, you will be required to:

- Be a full Member or Fellow of the GCC BDI
- Have successfully completed the “GCC BDI Diploma in Board Directorship” including passing all of the assessments (i.e. passing the examination, the board simulation and the reflective practice presentation)
- Currently hold either an executive or non-executive director seat on a board for at least one year. This board should have at least 4 members and meet at least quarterly.
- Be able to provide clear evidence of your directorial experience and history with details of your board(s) and organisation(s).
- This programme will be delivered in English, so all participants should have good basic English literacy

If you meet these eligibility requirements, you can apply for enrolment to the Chartered Director programme by completing an Application form.

### Application Form

The form requires evidence of the eligibility requirements outlined above and also requires you to select a project title and provide brief details of your change project. Examples of potential projects might include you initiating or contributing to:

- Designing a newly appointed directors induction programme
- Reorganizing your company to become a holding company structure
- Setting up a joint venture or special purpose vehicle
- Developing a director attributes / skills and competency framework
- Determining risk appetite and risk tolerance parameters for your organization
- Revising your company’s code of conduct / ethics
- A Board Evaluation for your board and the board committees
- Implementing a family or corporate governance framework

Your selected project (or a number of smaller projects) should cover at least four of the eight elements identified in the ‘8 pillars of board effectiveness framework’ (see Figure 2 page 6).

Your completed application form should be returned to GCC BDI marked Chartered Director Programme. The form will subsequently be reviewed by the GCC BDI team and approved by the Examinations and Awards Committee. Once their approval has been obtained, you will be notified and registered for the Chartered Director programme. You may then proceed onto the next stage.

## **4.2 Project Proposal Form - completion, submission and approval**

Once your Application Form (which will include the broad project title and summary) has been accepted, within one month, the GCC BDI team will:

1. Assign a Project Advisor to you ~ the advisor will have appropriate skills and expertise relating to your project and will be selected from a list of approved advisors (who have been pre-approved by the Examination and Awards Committee).
2. Send you a Project Proposal Form - discussions between you and your proposal advisor will enable refinement of the scope of your project(s) and the content of the project(s) prior to completion of this Form. These discussions will typically take place over a 1 to 3 month period and involve a number of meetings.
3. Provide you with a guidance document for the completion of the Project Proposal Form
4. Send you an invitation to a voluntary GCC BDI briefing session on project selection.

The Project Proposal Form includes sections on:

1. A project title (this may be revised from your original title on the Application Form as a result of discussions with your proposal advisor)
2. Reasons for selecting the project(s)
3. The purpose, background and context of your project
4. The project objectives, scope, assumptions and approach that you will use
5. Deliverables – the expected benefits and impact upon your board and organisation and the types of evidence that you may wish to use to substantiate your project's results and your involvement in the project
6. Methods of recording and evaluating
7. Expected milestones (at least 3) with associated timescales (normally the project would be expected to be completed within 9 – 12 months)
8. Anticipated barriers and consideration of how these barriers will be overcome
9. Any confidentiality, legal or ethical issues that may need to be taken into consideration
10. Clear identification of the involvement of others in the project

The completed Project Proposal Form should be submitted to GCC BDI and will subsequently be considered by the GCC BDI Examination and Awards Committee for approval before commencement of the project can take place.

### 4.3 Project Start

Once your Project Proposal Form has been reviewed by the Examination and Awards Committee, the GCC BDI team will notify you within one month of the Committee's decision and:

- a) If your Project Proposal is declined – you will be allowed to re-submit a revised proposal for reconsideration by the Exam and Awards Committee.
- b) If your Project Proposal is approved
  - o Invite you to a briefing session on project development and invite you to your first project support group meeting
  - o Liaise with you over the meeting calendar that you have agreed with the project advisor (this will include regular meetings and the proposed date of the first quarter review meeting).
  - o Send you a guidance booklet on writing a learning log

During this phase, you should meet with your project advisor to discuss progress either virtually or in person. These meetings should be on a regular and on-going basis.

#### Project Support Groups

The GCC BDI team will invite you to join a Project Support Group. These groups will comprise participants registered on the Chartered Director Programme and will meet on a regular basis, usually every 2 months. These meetings may take a variety of formats (face to face meetings, zoom meetings etc.) and may occur at participants' places of work, giving an opportunity of exposure to aspects of each other's organizations, etc. The meetings will provide you with an opportunity to discuss progress, problem solve and brainstorm etc., with other participants as well as networking generally. Participants on similar programmes have found these groups to be very supportive and most beneficial.

#### Learning Log

It is recommended (although it is not compulsory) that you maintain a learning log that records key learning processes and outcomes arising from the change project. This could be used in developing the project presentation.

### 4.4 Project progress - interim presentations to the project advisor

In addition to regular progress meetings, once the project has reached an appropriate key milestone or at the end of a quarter (whichever is the shorter) you will be required to make a short presentation on the progress of the project to the project advisor and agree the quarterly report that will be submitted to the GCC BDI team. During these quarterly presentations the project advisor will ask you questions on the project and the learning that has taken place. It is recommended that these milestones, where possible, should be approximately every quarter.

### 4.5 Project Presentation & Panel Assessment

#### Assessment

The assessment will comprise:

1. A written summary of the project (maximum 20 pages)
2. PowerPoint materials for the presentation
3. A presentation on the project to an assessment panel
4. Questions being asked about the project by the assessment panel members

The Assessment Panel will usually last up to 2 hours.

A guidance booklet on the assessment will be made available to you at least 3 months before the assessment. You will also be invited by the GCC BDI team to attend a voluntary 3 hour briefing session that will provide guidance on preparing for the final presentation to the assessment panel.

### **Assessment Registration**

When both you and your advisor consider that the project goals have been sufficiently attained, you should complete an Assessment Registration Form and submit it to the GCC BDI team. GCC BDI will then make the necessary arrangements for the assessment to take place. The Assessment Registration Form must be received by GCC BDI at least one month prior to the intended presentation.

A written summary of the project (maximum 20 pages) and PowerPoint materials (a maximum of 25 slides) must be sent to the GCC BDI team at least 15 working days before the presentation date.

### **Presentation Format and Coverage**

The presentation will be in front of a panel of 3 - 5 distinguished and experienced directors and must be in English. The presentation should be of 40 - 45-minute duration and it will be followed by 30 - 45 minutes of questioning by the assessment panel. Your presentation should provide evidence of your involvement in the project and the project deliverables and you will be required to describe:

1. Reasons for selecting your project(s) topic / area
2. Project approach used
3. The achievement of project goals – including a discussion of the benefits and impact upon the board and organisation, and evidence to attest that the outputs have occurred (e.g. signed statement by the board Chair or lead independent director).
4. Any ethical or legal issues associated with the project
5. Clear identification of the involvement of others in the project
6. Identification of barriers and discussion of how these barriers were overcome
7. Your learning outcomes from the project

### **Assessment**

GCC BDI endeavours to regulate the assessment in such a way that each participant receives fair opportunity. In the GCC, the examination is regulated and hosted by the Financial Academy in Riyadh. The Panel will assess the written documentation, the PowerPoint pack and the presentation from a two-fold perspective:

- i. an assessment of project outcomes that consider whether the project objectives have been achieved in terms of benefit and impact upon the board and the organisation
- ii. the learning that you have acquired through the implementation of the change project, that demonstrates the appropriate application of the knowledge and understanding, skills and attitudes, mindset and values.

## 4.6 Notification of Results

The assessment results from the presentation will be communicated by GCC BDI and the Financial Academy to the GCC BDI Examination and Awards Committee. This committee will subsequently ratify the results and issue the Award Certificates. You will receive your results in writing from GCC BDI 2 weeks of the Panel Assessment.

## 4.7 Certification and Award Ceremony

Upon successful completion of the Chartered Director programme you will:

- Receive a certificate from the GCC BDI and the Financial Academy stating that you have successfully attained Chartered Director status
- Be invited to attend an Annual Award Ceremony at which Award Certificates will be presented. If you do not wish to or are unable to attend the ceremony, GCC BDI will send the Award Certificate to you.

Your status as a Chartered Director will also be published by the GCC BDI on its website.

## GCC BDI Code of Conduct

Upon successful completion of the Chartered Director Programme, every participant will make a formal commitment to uphold the GCC Board Directors Institute Code of Conduct which is aligned with international best practices and which you will be expected to uphold. The Chartered Director award will be revoked if you are found to have contravened the GCC BDI Professional Code of Conduct and have had your Fellowship or Membership status of GCC BDI withdrawn.

## 4.8 Continuing Professional Development

Once you have been Chartered, there will be a requirement to continue your professional development and to stay up to date. In order to do this, you must maintain your GCC BDI annual membership and the GCC Board Directors Institute will provide you with one free workshop per annum.

## Fellowship

As a Chartered Director, you will automatically be invited to become a Fellow of the GCC Board Directors Institute

## 5. Fees and administrative regulations

Application	Upon Application Approval	Assessment Fee
\$500 USD	\$6,500 USD	\$1,500 USD

### Payment Conditions

Fees should be paid in full before the start of each stage of the Programme by credit card or bank transfer as determined by GCC BDI.

### GCC BDI Education Policies

GCC BDI is committed to strict quality assurance and the continuous enhancement of the Director Development Programme, its operations and education services for participants. The Education Committee has approved the following policies, which directly impact participants:

- Appeals and Complaints Procedures Policy
- Assessment Policy
- Learning Environment Policy
- Participant Engagement Development and Achievement Policy
- Participant Transition Policy
- Programme Design and Approval Policy
- Programme Monitoring and Review Policy
- Recruitment, Selection and Admission Policy
- Teaching and Learning Policy

Participants are required to be aware of and familiarise themselves with these policies which are available on the website <https://gccbdi.org/page/Policies>. All policies and regulations are binding on the staff, faculty and participants of GCC BDI certified courses.

### Participant Data Protection and Confidentiality

Participant information will be entered into the GCC BDI databases and the GCC BDI data processing policies will be applied. Your information will be kept strictly confidential, in accordance with the existing data protection legislation. GCC BDI will use this information to manage participation on the Chartered Director Programme. GCC BDI marketing communications will be sent to you unless you opt-out. Please see the GCC BDI Website Privacy Policy for more information. GCC BDI reserves the right to publish any pictures taken of participants during the Chartered Director Programme specifically for the use of GCC Board Directors Institute marketing and promotional activities. If awarded Chartered Director status, admission to the profession of Chartered Director may be publicized.

Confidential information should only be included in the project in highly exceptional cases. If it is required as essential for the participant to fulfil the programme requirements concerning the



development of the project or its evaluation, a participant can request that their project advisors and assessment panel members sign a confidentiality and non-disclosure agreement.

## 6. Programme Governance and Management



### Programme Provider: GCC BDI

GCC BDI is the pre-eminent institute for boards and directors in the GCC, promoting the highest professional standards of corporate governance and professional directorship. Its mission is to make a positive impact on the economies and societies of the region by promoting professional directorship and raising the level of board effectiveness.

GCC BDI was founded in 2007 by four leading regional corporations: Saudi Aramco, SABIC, Investcorp and Emirates NBD.

It has 7 GCC Strategic Partners, namely: Saudi Aramco, SABIC, FAB, Allen & Overy, Heidrick & Struggles, McKinsey & Company, and PwC and works closely with all the regional regulatory authorities, including the Emirates Security and Commodities Authority, the Saudi Arabian Central Bank (SAMA), the Capital Market Authorities of Saudi Arabia, Kuwait and Oman and the Central Banks of Bahrain and Kuwait.

The GCC BDI works with over 2,200 members who benefit from a network of business leaders and a variety of workshops and development programmes designed for senior directors.

### Project Advisors and Assessment Panel Members

GCC BDI works with a large talented pool of top international, regional and local experts in their fields, mainly practitioners. All GCC BDI programmes provide a mix of best international practice and actual board experience, combined with specialist knowledge and experience of corporate governance and director issues in the GCC.

### GCC BDI Committees

GCC BDI has two committees (see also GCC BDI website) that are responsible for managing the Chartered Director Programme:

1. **Education Committee** ~ overseeing all matters concerning certificated training and education activities. This Committee is responsible for the appointment of the GCC BDI Examinations and Awards Committee
2. **The Examinations and Awards Committee** ~ overseeing all GCC BDI educational assessments and awards.

## Programme Partner: The Financial Academy



The Chartered Director Programme is run in collaboration with The Financial Academy. The Financial Academy is the joint CMA-SAMA Training Academy in Saudi Arabia. It was established in line with the Saudi Vision 2030 initiative and Financial Sector Development Program (FSDP) to provide educational and developmental solutions in order to provide practitioners in the financial sector, or those with advanced experience, with the necessary knowledge and skills in order to improve the performance of the personnel in the sector and enhance their capabilities.

*“The Financial Academy is pleased to announce its partnership with the GCC Board Directors Institute (GCC BDI) in delivering this important programme for Board of Directors. The GCC BDI the Chartered Director Programme is an important programme which helps participants demonstrate their mastery of knowledge and skills in the boardroom.”*

**Mana Alkhamsan, Managing Director, The Financial Academy, Saudi Arabia**

## Programme Endorsement: The Capital Market Authority

The Chartered Director Programme is endorsed by the Capital Market Authority. The Capital Market Authority strongly encourages the professional development of board directors in Saudi Arabia. Organisations such as the GCC Board Directors Institute fulfil a valuable role in enhancing board director capabilities through programs such as the new Chartered Director Programme.

*“We encourage all listed companies and institutional investors to invest in the development of their directors to ensure all boards have the requisite knowledge and expertise to operate at the highest level of effectiveness”.*

**H.E Mohammed EIKuwaiz, Chairman of the Capital Market Authority**

## 7. Frequently asked questions (FAQs)

Question	Answer
Can I pause the project?	You may formally request a pause of up to 2 years in the project implementation process at any time. The Examination and Awards Committee will sympathetically consider any such request for a pause.
Can I extend the duration of the project?	If the project needs to be extended, then with the agreement of the project advisor, you may request an extension in writing of a further year from the Examination and Awards Committee. This may be repeated for a further additional year. The Examination and Awards Committee will sympathetically consider any such request for an extension.
How does GCC BDI deal with any conflicts of interest and confidentiality issues relating to my project?	<p>GCC BDI takes matters relating to conflicts of interest and confidentiality issues very seriously. There should be no existing or recent relationship between yourself and the project advisor or any of the assessment panel members.</p> <p>You may request through the GCC BDI that your project advisor and / or the assessment panel members sign a confidentiality agreement and a statement that there are no conflicts of interest between themselves and you and your company.</p>
Can I withdraw from the Programme?	Course participants must formally notify the Institute by writing to the Programme Manager if they decide to withdraw from the programme. No refunds will be provided.
How do I complain?	You are entitled to submit complaints regarding any aspect of the programme by following the appropriate procedure, which can be found on the GCC BDI website: <a href="http://www.gccbdi.org/about-us/policies">http://www.gccbdi.org/about-us/policies</a> .
What happens if I fail to attend the assessment presentation?	In the event that you are registered and fail to turn up for the presentation, or are excluded by lateness from delivery the presentation to the panel, the full fee will normally be charged. There will be an additional charge for registering a new panel assessment. The Examination and Awards Committee may consider any mitigating factors concerning affecting attendance or participant performance during the presentation.
Can I postpone the assessment presentation?	<p>It is possible for you to postpone the presentation date but only under the following conditions:</p> <ul style="list-style-type: none"> <li>written notice is sent to GCC BDI a minimum <u>15 working days</u> before the presentation date</li> <li>if you change the date of your panel assessment within 15 working days of the agreed date, an additional administration fee of USD 300 will be charged.</li> <li>If you cancel your panel assessment, the fees are non-refundable.</li> </ul>
What happens if I violate any of the rules associated	<p>Your presentation may be invalidated if you violate any of the following:</p> <ul style="list-style-type: none"> <li>You are not allowed to disclose any part of the presentation content to any person or company verbally, electronically, or using any other communication methods without the explicit permission from GCC BDI.</li> </ul>

<p>with the project?</p>	<ul style="list-style-type: none"> <li>Disciplinary measures may be taken against any applicant who has been found to have violated the GCC BDI and Financial Academy rules. Fines and disciplinary measures may be imposed for plagiarism, falsification of documents, cheating or hacking or any type of fraudulent activity, and the Institute and the Financial Academy are entitled to inform the participant's organisation and the appropriate regulatory body concerning any disciplinary action taken.</li> </ul>
<p>Can changes to the date, time and location of the assessment presentation be made?</p>	<p>GCC BDI and The Financial Academy reserve the right to change: the presentation assessment date and time, and the presentation assessment location, if it finds any reason that might affects the assessment, the proper procedures, or if postponement is necessary for the protection and safety of the participants / assessors, etc. Any such changes would require the approval of the Financial Academy Director General and participants would then be notified.</p>
<p>Can changes to the project area, scope or duration be made once it is started?</p>	<p>The environment and context in which you are developing your project is likely to change in the 12 – 18 months whilst the project is going on. Any material changes in the project area, scope or duration will need to be discussed and approved by the project advisor as soon as possible.</p>
<p>Can I request a change of project advisor?</p>	<p>Yes - you can make a request to the Examinations and Awards Committee through the GCC BDI team or Executive Director to make a change of project advisor at any time. This replacement process can only take place on one occasion.</p>
<p>If I receive a "Fail" result, can I re-sit the Assessment again?</p>	<p>If your presentation and / or associated materials do not satisfy the panel of assessors you are permitted to make a maximum of two additional presentations until an appropriate standard has been attained. There should be at least a 6 week gap before making the presentation again. The full assesment fee is payable for each retry.</p>
<p>How do I appeal against my assessment grade?</p>	<p>You are entitled to submit an appeal regarding any aspect of the examination by following the appropriate procedure, which can be found on the GCC BDI website: <a href="http://www.gccbdi.org/about-us/policies">http://www.gccbdi.org/about-us/policies</a>.</p>
<p>Can the Chartered Director award be revoked?</p>	<p>Yes – the Chartered Director award will be revoked if you are found to have contravened the GCC BDI Professional Code of Conduct and have had your Fellowship or Membership status of GCC BDI withdrawn.</p>