



Corporate Directors Program CDP Online

November 22nd, 2022 – January 10th, 2023

(Evening Program – Tuesdays and Wednesdays)



Program Synopsis

Corporate Directors Program

Why is corporate governance important?

Corporate governance is the system by which companies and banks are directed and controlled. Well-governed companies are associated with **lower risk** and **higher returns** for shareholders. Well-governed companies are also thought to operate more **effectively** and **efficiently**. Corporate governance is known to build **trust** among the company's many stakeholders.

Countries that have good corporate governance frameworks tend to have better risk/return profiles. Equity markets that have good governance characteristics enjoy greater respect and confidence from investors. They also tend to be less vulnerable to financial shocks.

Why is corporate governance significant for companies?

Companies benefit from corporate governance as the risks associated with the corporation decrease. Since good corporate governance minimizes 'rent-seeking' by managers or controlling shareholders, investors invest with a greater sense of security and confidence. The result for the company is greater access to capital. The cost of capital is effectively reduced, and the value of the corporation increases. The reduction in risk is complemented by improved operations, which come from better information flows and more rigorous strategic decision-making, and which ultimately contribute to better performance.

In general, corporate governance is known to:

- improve operational efficiency;
- enable access to capital markets;
- lower the **cost of capital**; and
- create **better reputation** and **trust** among stakeholders.

Program objective

The **Corporate Directors Program** is offered by IFC along with a selection of institutes of directors across the MENA region. The first of its kind, the program is designed to provide participants with tools to tackle improvement of corporate governance practices, which impact the long-term planning and procedures of the board. Covering a wide range of corporate governance issues, participants will acquire the tools for strategic supervision and administrative control, learn about the board's role in disclosure and transparency, and understand how to protect shareholder rights. Participants will be able to become Board Qualified Directors after **obtaining a minimum of ten out of twelve credit hours and scoring at least 80 per cent on the program tests.**

Targeted participants

The **Corporate Directors Program** is designed for board members, board chairs, corporate directors, senior executive officers, and top management of companies who want to ensure the sustainability of their business and take their enterprises to new frontiers of business growth, all the while dealing professionally with the challenges associated with improving performance, business expansions, succession and access to capital by learning and applying the Corporate Governance framework and best practices developed by IFC.

Program structure

The **Corporate Directors Program** consists of four related parts, with a total of 23 modules and case studies delivered online in the evenings. There will be 23 sessions in total to be held two times a week (Tuesday & Wednesday) starting at 4:00 pm for 3-4.5 hours each day. The program will be delivered in English.

- **Commitment to Good Corporate Governance:** The demonstration of a clear focus on effective structures and processes for achieving the benefits of good corporate governance.
- **Board Structure & Functioning:** The existence of a competent, legitimate, well-structured and effective board, including recommendations related to the composition, structure, and work procedures of the board.
- **Management Control:** The presence of an environment facilitating the achievement of sound internal control; management of risk; and the integrity of financial information.
- **Disclosure & Transparency:** The easy availability of timely, accurate, relevant, complete, and actionable information equally to shareholders and, as appropriate, to other stakeholders, including regulators.
- **Shareholder Practices:** The equal treatment of all shareholders, including protection from abuse from company insiders.
- **Family Governance:** The existence of appropriate mechanisms to help govern the involvement of the family in the business and address other family matters.

Training methodology

The instructors are all experts on governance issues, who will deliver the course in an interactive manner to allow and encourage peer discussions among participants. Course materials will comprise of presentations, background materials (e.g. articles and papers), and best practice documents.

Corporate Directors Program Dates

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|---|-------------|-------------|---|
| Part (I) Board Basics – An Introduction | 2022 | November | 22 nd , 23 rd & 29 th |
| Part (II) Board Specifics – Practical Tools | 2022 | Nov. – Dec. | 30 th , 6 th & 7 th |
| Part (III) Risk & Financial Responsibility of the Board | 2022 - 2023 | Dec. – Jan. | 13 th , 14 th , 20 th , 21 st , 27 th , 28 th & 3 rd |
| Part (IV) Board Specifics – Shareholder Rights | 2023 | January | 4 th & 10 th |

Program outline

Part (I) Board Basics – An Introduction
22nd, 23rd, and 29th of November, 2022

- MODULE 1: RATIONALE FOR GOOD CORPORATE GOVERNANCE
- MODULE 2: THE EFFECTIVE BOARD – ROLES AND AUTHORITIES, DUTIES, AND LIABILITIES
- MODULE 3: THE BOARD COMPOSITION, STRUCTURE, AND NEED FOR INDEPENDENT DIRECTORS
- MODULE 4: WORKING PROCEDURES OF THE BOARD AND ITS COMMITTEES
- MODULE 5: EXECUTIVE AND NON-EXECUTIVE EVALUATION AND REMUNERATION
- MODULE 6: CASE STUDY

Part (II) Board Specifics – Practical Tools
30th of November, and 6th, and 7th of December 2022

- MODULE 1: THE ROLE OF THE BOARD IN SETTING STRATEGY
- MODULE 2: CHOOSING AND EVALUATING THE CEO
- MODULE 3: A GUIDE TO SUCCESSION PLANNING
- MODULE 4: CASE STUDY
- MODULE 5: THE BOARD'S ROLE IN INFORMATION DISCLOSURE AND TRANSPARENCY
- MODULE 6: CASE STUDY

Part (III) Board Specifics – Risk and Financial Responsibility of the Board
13th, 14th, 20th, 21st, 27th, 28th of December 2022, and 3rd of January 2023

- MODULE 1: WHAT EVERY DIRECTOR NEEDS TO KNOW ABOUT ACCOUNTING AND FINANCE
- MODULE 2: CONTD/ WHAT EVERY DIRECTOR NEEDS TO KNOW ABOUT ACCOUNTING AND FINANCE
- MODULE 3: CASE STUDY
- MODULE 4: HOW TO INTERACT WITH THE EXTERNAL AUDITOR
- MODULE 5: THE BOARD'S AUDIT COMMITTEE
- MODULE 6: THE BOARD AND RISK MANAGEMENT
- MODULE 7: ESTABLISHING INTERNAL AUDIT AND CONTROL PROCEDURES
- MODULE 8: RELATED PARTY TRANSACTION & INSIDER TRADING

Part (IV) Board Specifics – Shareholder Rights
4th and 10th of January 2023

- MODULE 1: PREPARING FOR AND CONDUCTING THE ANNUAL GENERAL MEETING
- MODULE 2: THE BOARD'S ROLE IN PROTECTING SHAREHOLDER RIGHTS
- MODULE 3: THE ROLE OF THE BOARD IN SETTING THE COMPANY'S DIVIDEND POLICY
- MODULE 4: MANAGING CORPORATE CONFLICTS

Investment

Program cost: **2,500 US\$** per participant

- 16% sales tax will be added to the values above. يضاف ١٦٪ ضريبة مبيعات على المبالغ المذكورة أعلاه.
- Payment must be made in one installment and in advance "prior to the training dates".

For registration and more details

For registration and for more details please contact us:

- By email at Oraib@JIoD.org, or
- By phone number: +962 6 5866448

Please complete and return the attached form. This form is considered as confirmation of your registration.

Online Corporate Directors program (CDP) Registration Form (Evening Program – Tuesdays and Wednesdays)

Personal Details:

First Name _____

Last Name _____

Job Title _____

Organization Name _____

Telephone No. + _____

Mobile Number + _____

Email Address _____

LinkedIn: _____

Social Media Twitter: _____

How did you hear about this program?

Method of payment:

Cash

Cheque

Signature: _____ Date: _____

*** Please return this registration form upon completion either:**

- By email to Oraib@JIoD.org or Shatha@JIoD.org
- By fax on +962 6 5856448