

# INDEPENDENT DIRECTORS – GATEKEEPERS OF CORPORATE GOVERNANCE **NEW**

## COURSE OBJECTIVES

This course aims to provide knowledge on independent directors' roles and responsibilities and review their fiduciary duties beside encouraging ethical awareness and understanding regulatory requirements. The course has been designed considering the needs of corporate governance and the expected obligations of independent directors in the perspective of regulators and to act as watchdogs of management.

## LEARNING OUTCOME

By attending this course, participant will be able to:

- Outline the roles of independent director on company boards.
- Understand the board dynamics and participate actively and constructively in board activities.
- Describe the role of independent directors in monitoring breaches and non-compliance and improving the quality of decisions and strategies made.
- Formulate effective controls and filters to detect and prevent board manipulation.
- Formulate and implement key governance frameworks such as the system of internal controls, evaluation and assessment of board effectiveness, drafting of remuneration policies.

## COURSE CONTENTS

- Independence in an independent director – when should independent directors speak up.
- Independent directors as bulwarks against corporate frauds – knowing how to draft and identify a system of internal control.
- Protecting independent directors – is there a policy of conflict of interests (COI) where independent directors can evaluate and identify what to do in a COI situation.
- Independent directors for SMEs / small investors?
- Role of independent directors in Committees of the Board – knowing what is required in assessing and evaluating the effectiveness of the board and individual directors & drafting of remuneration policies.
- Corporate culture – ethics and code of conduct.
- Effective meeting participation – role of independent directors and challenges faced by them in remaining independent, how to identify “red flags” issues.
- Case studies.

## Trainer

Foo Poh Khean.

## Target participants

Independent directors currently sitting on board of companies or aspiring to do so, chairmen and company secretaries.

### ADMINISTRATIVE DETAILS

Date	Event Code
12 Apr 2011	CG/KL/11/051
29 Sep 2011	CG/KL/11/129
Time	9am - 5pm
Venue	Menara SSM @ Sentral, Kuala Lumpur
Fee	RM300
SSM CPE Points	8
PSMB Scheme	SBL

*Fee inclusive of certificate of attendance, compact disc pre-loaded with seminar materials, refreshment and lunch.*