



CORPORATE GOVERNANCE – Risk & Compliance

PIK624-0525 IST-2



Place: Istanbul (TURKEY) **Venue:** Levni Hotel (Hoca PaÅŸa, Mahallesi, Ankara Cd. No:12, 34110 Fatih/Å°stanbul, TÅ¼rkiye)
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**If you can't train them,
you can't blame them!**

Short Description:

Corporate governance differs from management in that while executive management handles the day-to-day operations of the enterprise, the governing body ensures that the organisation is moving in the right direction and being managed effectively. Directors, named for their responsibility in setting the organisation's direction, developing strategies, and making policies, play a crucial role. Additionally, the board oversees management activities and ensures accountability. Ultimately, the board holds the responsibility for the organisation's decisions and performance. In this educational program, participants will delve into the historical roots of Corporate Governance, despite the relatively recent introduction of the term. The diverse topics covered in this training will equip participants with the skills necessary to enhance stakeholder interests within their organisations effectively.

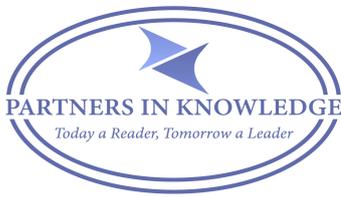
Course Overview:

Who should attend?

- Senior Managers driving corporate governance initiatives.
- Leaders engaged in strategic and day-to-day operations (finance, corporate strategy, HR & government relations).
- Managers of Pension & Investment Funds.
- Corporate Executives & Non-Executive Board Members.
- Government Officials in regulatory, supervisory, or compliance roles.
- Representatives of Shareholders.
- Investor Relations professionals overseeing interactions with the financial community.

Learning Objectives

- Comprehend the responsibilities of corporate directors.
- Assess the organisational structures of company boards.



- Describe the foundational issues that prompted the development of corporate governance as a field.
- Display understanding of the oversight mechanisms applicable to the boards of publicly traded companies.

Program Outline:

COURSE OUTLINE

DAY 1: INTRODUCTION TO CORPORATE GOVERNANCE

1. The early days: Merchants & Monopolists.
2. Definition & Scope of Corporate Governance.
3. Corporate VERSUS Management.
4. Performance & Conformance aspects of Governance.
5. Alternative Board Structures.

DAY 2: THEORIES & PHILOSOPHIES OF CORPORATE GOVERNANCE

1. Agency Theory.
2. Stewardship Theory.
3. Resource Dependency Theory.
4. Enlightened Shareholder Theory.
5. Differing Boundaries & Levels: Systems Theory.

DAY 3: THE GOVERNANCE PARTNERSHIP: Investors, Companies & Directors

1. Shareholder Rights, Stewardship & Activism.
2. Different types of Directors.
3. Directors' Legal Duties & Rights.
4. The Board Leadership Role of the Chairman.
5. The Corporate Officers.

DAY 4: THE REGULATORY FRAMEWORK

1. Legislation, Regulation & Corporate Governance Codes.
2. Corporate Regulation in the US.
3. Corporate Regulation in the UK.
4. Corporate Regulation in other countries.
5. Principles of Prescription: The Governance Debate.

DAY 5: MODELS OF CORPORATE GOVERNANCE

1. How Context & Culture affect Corporate Governance.
2. The American Rules-Based Model.
3. The UK/Commonwealth Principles-Based Model.
4. The Continental European Two-Tier Model.
5. The Japanese Business Network Model.
6. The Asian Family-Based Model.

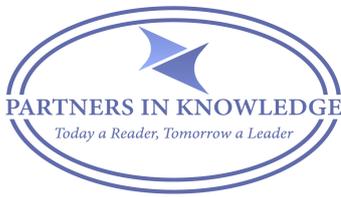
DAY 6: FUNCTIONS OF THE BOARD

1. What the board does?
2. Balancing the Board's Performance & Conformance Rules.
3. Board Committees' Functions & Authority.
4. Delegating Board Functions to Management.
5. Corporate Transparency.

DAY 7: THE GOVERNANCE OF CORPORATE RISK

1. The Global Financial Risks: A new emphasise on Corporate Risk.
2. Levels of Risk: the concept of Enterprise Risk Management.
3. Responsibility for Risk Profiling, Risk Strategy, Risk Policy & Risk Supervision.
4. Identifying types of risks.
5. Risk Management Information Systems.

DAY 8: CORPORATE SOCIAL RESPONSIBILITY (CSR) & SUSTAINABILITY



1. The concept of CSR.
2. Changing expectations in the governance of organisations.
3. Sustainability & the Triple-Bottom Line.
4. Communication with Stakeholders: Integrated Reporting.
5. The United Nations Global Reporting Initiative.

DAY 9: COMPLIANCE OF LISTED COMPANIES

1. Ownership of Listed Companies.
2. Shareholders Rights & Relations.
3. The Governance of Complex Corporate Structures.
4. Block-Holders & Universal Ownership.
5. CASE-STUDY 1.

DAY 10: THE FUTURE OF CORPORATE GOVERNANCE

1. The frontiers of Corporate Governance.
2. Beyond the frontiers of Corporate Governance.
3. New Corporate Governance Policies & Practices.
4. Society's changing expectations.
5. CASE-STUDY 2.