

“EMPOWERING BUSINESS & GROWING PROFITS WITH GOOD GOVERNANCE”

Governance Beyond Boards® Intervention

(also featuring a live demonstration of the digital Corporate Governance Framework®)

18 – 19 September 2019, Randpark Club, Johannesburg

A 2-day practical Corporate Governance, Risk & Compliance Intervention, providing insights to the GRC risks, rewards & challenges linked to the daily tasks of running a company

Essential for existing directors, new directors, prescribed officer & managers rising through the ranks . . . avoid the unexpected surprises!

OVERVIEW

Join Terrance M. Booyesen in a 2-day practical Corporate Governance, Risk & Compliance ('GRC') Intervention, where he provides insights to company directors, prescribed officers and managers covering the GRC risks, rewards and challenges linked to the daily tasks of fulfilling your duties in a company or state-owned organisation.



In South Africa -- regrettably -- many directors and prescribed officers are not properly informed, neither aware of the vast liabilities they are exposed to within their daily job functions. Moreover, many senior managers may be unwittingly exposed as prescribed officers in terms of the Companies Act 2008, and similar to their directors, share the same personal liabilities when various governance matters become scrutinised. Understandably this could have massive implications upon the organisation as a whole, and the associated risks must be managed appropriately so that the performance and profitability of the organisation remains intact, and sustainable.

The training and skills transfer found within CGF's renowned *Governance Beyond Boards® Intervention* is highly recommended in the ordinary course of a director's and a senior manager's daily tasks, as well as their personal career development. CGF's *Governance Beyond Boards® Intervention* will assist delegates understand the many nuances attached to their functions, and unpack practical issues to equip them to becoming more confident and informed of their fiduciary duties. Directors and senior managers have to be ahead of their game, and in order to stay ahead, their wider practical understanding of governance, risk and compliance related matters is a non-negotiable.

CGF's *Governance Beyond Boards® Intervention* has been awarded 30 Continued Professional Development ('CPD') points through the Institute of Risk Management South Africa ('IRMSA').

BENEFITS OF ATTENDING

Participate with your peers, through your expert facilitator and learn how good governance -

- drives accountability across the organisation
- increases greater transparency between all the stakeholders of the organisation
- improves oversight and monitoring at a management and at a board level
- enhances organisational resilience
- reduces vulnerability of directors, executives and prescribed officers
- facilitates a changed organisational culture

Also have the following peace of mind -

- no text book lectures: practical key governance matters are discussed using best governance practices, and discussing ways to avoid corporate scandals
- no boring inexperienced facilitators reliant on PowerPoint slides: enjoy an interactive discussion, guided by a seasoned governance executive, backed by almost two decades of renowned research
- no academic rhetoric: know how good governance affects the organisation, its profitability & sustainability

WHO SHOULD ATTEND?

Existing and newly appointed directors, all senior managers, prescribed officers of companies for profit & non-profit, government departments, including human resources, governance, risk, compliance, legal & risk professionals.

WHY ATTEND?

This 2-day accredited *Governance Beyond Boards® Intervention* is designed to maximise individual attention to the delegate's unique circumstances as it relates to many issues attached to corporate governance, risk & compliance.

Once you have attended the *Governance Beyond Boards® Intervention*:

1. as an existing director or senior manager, you will be better equipped to discuss and apply your new-found knowledge within your workplace, as well as understand its relevance to a *Corporate Governance Framework®*;
2. as an existing director or senior manager, you will have greater confidence as you fulfil your daily fiduciary role and tasks to mitigate the risks faced by the organisation and its officers;
3. as a member of IRMSA you will earn **30 CPD points**.

After completing the *Governance Beyond Boards® Intervention*, why not update your CV and send it to CGF. CGF will place your CV on our database for a potential NED position for organisations seeking your new skills!

KEY LEARNING

1. Explain the responsibilities of the different role players and the principles of corporate governance & accountability;
2. Develop a common understanding of corporate governance, enterprise risk & compliance; including the manner in which it affects all directors, senior management, prescribed officers and employee levels in public, private & government spheres;
3. Simplify complex governance topics into a common language which is understood across all vertical business units - provide a real-time learning experience;
4. Dispel beliefs that corporate governance is only contained in board rooms & managed by the directors - unify the process amongst all company officers and understand your role within a *Corporate Governance Framework®*;
5. Show the connection of good governance, organisational performance & increased investment;
6. Provide practical examples to demonstrate various governance related concepts seen against the Companies Act 2008, King IV™*, including the Business Judgement & Turquand Rules;
7. With the rapid knowledge transfer of information, senior managers are put 'through their paces' in order to better align them with the expectations flowing from their directors & the board.

VOTE OF THANKS

CGF is grateful for the fabulous support we have received from Chubb Insurance South Africa, who has generously supported this event.

The logo for Chubb Insurance South Africa, featuring the word "CHUBB" in a bold, purple, sans-serif font with a registered trademark symbol (®) to the right.

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DAY ONE

08h00 - Intervention Registration

08h30 - Start of Programme

- ✓ Introduction to understanding of Corporate Governance (Companies Act 08, King III & differences to King IV™)
- ✓ Importance of governance & what is expected in King IV™
- ✓ Duties, responsibilities & liabilities of directors

10h30 - **Mid-morning refreshments & networking****Business Judgment Rule - Group discussion**

- ✓ The Board as a team
- ✓ Roles: Chairman, CEO, Company Secretary, directors & managers
- ✓ Accountability vs. responsibility
- ✓ Board evaluation, Board types, Board dysfunction, director removal & delinquency
- ✓ Preparing for a board position

Foundational vs Innovational boards; Unitary vs Two-tier boards - Group discussion12h30 - **Lunch & networking**

- ✓ Board meetings & effectiveness
- ✓ Understanding board committees & serving on them
- ✓ Managing a company - a tricky act
- ✓ Ethics & decent corporate citizen
- ✓ Ethical leadership
- ✓ Connecting governance with innovation

Turquand Rule & 'ring-fencing' - Group discussion15h30 - **Mid afternoon refreshments & networking**

- ✓ Connecting governance to risk - including legislative risks
- ✓ Understanding the *Corporate Governance Framework®*

Practical work group exercise**Open session / Q&A / Lessons Learnt**17h00 - **Close of Programme**

DAY TWO

08h30 - Commencement of Programme

- ✓ What exactly is Governance, Risk & Compliance (GRC)?
- ✓ Management's role in governance
- ✓ Assurance vs. Combined assurance
- ✓ The 6 lines of organisational defense
- ✓ Environmental sustainability

Practical work group exercise10h30 - **Mid-morning refreshments & networking**

- ✓ Why the break-down in trust
- ✓ Common GRC hurdles & complaints (directors, managers, organisation)
- ✓ Applying the *Corporate Governance Framework®* to build trust & improve the organisation's GRC (Live demonstration)
- ✓ Integrated reporting; how it will change

12h30 - **Lunch & networking****Governance failures: Why they happen - Group discussion**

- ✓ State of the GRC nation & geo-political climate
- ✓ Key board issues & thoughts (local & international) from:
 - management, directors, organisation
 - rating agencies and research houses

15h30 - **Mid afternoon refreshments & networking**

- ✓ Impacts & benefits that can be expected from good governance
- ✓ Video (Implications on Africa's future governance & the Fourth Industrial Revolution)

Open session / Q&A16h30 - **End of Programme**

Additional sections may be added and / or amended by CGF as necessary

30 CPD POINTS

IRMSA is recognised by the South African Qualifications Authority (SAQA) as the Professional Body for Risk Management in South Africa, and is therefore the institute of choice for risk professionals and practitioners in Southern Africa, dedicated to the advancement of the risk management profession and accreditation, through research, promotion, education, upliftment, training, guidance & strong relationships with other Institutes or Associations.

"...yet another powerful, inspiring and absolutely insightful presentation which was well received by all present. It's really amazing what a huge impact your presentations always seem to leave on your audience!"

Development Bank of Southern Africa

"Terry is very experienced on the topic governance. I think he is the best educator...the material was presented clearly and conveyed in an understandable manner. Brilliant! Clear and to the point. I expected a clinical presentation but was pleasantly surprised." - **City of Johannesburg**

"Terry is very informed and passionate. He spoke with confidence and used general/outsider verification to support credibility... he has a high level of expertise and is very knowledgeable on the subject of governance. The presentation made a lot of sense. Examples are clear, easily illustrated and to the point - a lively interactive session." - **WesBank**

"Excellent. Highly informative, and interactive, yet informal and easily understandable." - **Services Seta**

"Very well presented. Provided empowerment to do my job more effectively and with confidence." - **Prof. Michael Herbst (CANSA)**

"Covered a vast amount in a short time - definitely whet the appetite! Thanks for sharing and making it 'tangible'" - **Laura Bertrand (Total SA)**

"Great to listen to the presentation - factual and to the point." - **Adj. Willie Hills (Tasima)**

"Excellent presentation and great food for thought." - **Paul Marketos (Isometrix)**

"Definitely worth attending. Well done! Would love to attend again." - **Salona Govender (SABRIC)**

"Thanks for the inspirational and credible leadership example. Our interest in governance is complimentary so there's additional value." - **Prof. Anthony Turton**

"Very informative and excellent presentation." - **Linda Kempster (Hydraform)**

"Good value for money which will certainly save and prevent huge costs for the SABC now and in the future..." - **SABC**

"Terry knows his stuff and presents it well!" - **Rob Jackson (Symbiotics)**

"Excellent - of great value, worth every second." - **Marius Joubert (Independent)**

"Great day, great lecture and I hope you continue to do the same for other companies, and also help them to grow." - **Telkom**

"Was an excellent presentation and would recommend it to everybody." - **Michael van der Merwe (Babcock Africa)**

"Great value for the team. To be recommended for all people serving as leaders and officers." - **Andrew St Clair-Laing (Lephale Site Services)**

"The Intervention is highly fruitful at this phase of impending implementation of the Companies Act and grounds competition in the market." - **Johan Beer (PSPC Group)**

"...conveyed in an informative & thoroughly professional manner which left the entire team under no illusions as to the extent the importance of Corporate Governance and it's implications." - **Dell SA**

"Excellent. I balked at the thought of spending two days out of the office in a governance course. I left educated and having been thoroughly entertained." - **Ramani Naidoo (Rand Refinery)**

"The facilitator had a very good way of connecting business, government and global issues and their importance incorporated in good governance and importance to strategy." - **Louis Kabula (CIH Group, Namibia)**

"Terry has a deep understanding of corporate governance, including excellent understanding of King III; a humble presenter." - **Fefe Sefare (Sentech)**

"CGF approaches the subject of Corporate Governance in a 'no nonsense' manner . . . their program and material is a must for all ethically serious public and private enterprises."

Andrew Levy Education

INTERVENTION FEE *

R 4,628.75 which includes 15% VAT per delegate

or

R 11,500.00 which includes 15% VAT for a table booking of 4 delegates

Package fee includes:

- ✓ 2 full day Intervention, with training material
- ✓ certificate of attendance
- ✓ lunch & refreshments, parking

*All Chubb Insurance South Africa employees, including Chubb Insurance South Africa's commercial and private clients qualify for a 15% discount. Through the strategic alliance partnerships with IRMSA, all their respective members qualify for a 15% discount. Double discounting does not apply.

CGF BANKING DETAILS

Account Name: CGF Research Institute (Pty) Ltd

Bank: First National Bank

Branch: Cresta Centre

Branch Code: 254 905

Account N^o: 6-206-290-027-2

Vat Reg. N^o: 4140211162

Your proof of payment confirms your registration

Please fax proof of payment to +27 (0)86 623 1269

Book early to avoid disappointment!

Include your name, company name, or invoice number on the proof of payment as your reference
T&C's apply. All rights reserved.

YOUR COMPANY DETAILS & AUTHORISATION

Company name: Company VAT number: Name & position of person authorising this attendance? Signature: _____	Company physical address: Company postal address:
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I have noted the reservation, cancellation & payment requirements which are accepted

DELEGATE DETAILS

Delegate name: Position: Email:	Delegate name: Position: Email:
Delegate name: Position: Email:	Delegate name: Position: Email:

TERMS AND CONDITIONS

To register ☎ 011 476 8264 ✉ accounts@cgf.co.za 🌐 www.cgf.co.za

Email / Fax your completed forms to +27 (0)86 623 1269 or email accounts@cgf.co.za Telephonic bookings also welcome on + 27 (0)11 476 8264

Please read the following Terms and Conditions for your peace of mind:

1. This offer is valid on the specific dates as recorded, and delegates must be registered prior to the Governance Beyond Boards® Intervention ('Intervention')
2. Admission to the Intervention is based upon CGF Research Institute (Pty) Ltd (CGF) receiving payment prior to the Intervention. No provisional bookings will be allowed. No payments will be received at the Intervention
3. Once your registration form is received, you will be invoiced by CGF where you agree that you are liable for the full amount payable for this Intervention
4. Your registration will be confirmed on receipt of payment
5. Replacement delegates are acceptable at no extra charge, provided that arrangements have been made in writing with CGF five (5) working days prior to the Intervention
6. CGF reserves the right to make changes to the Intervention programme if necessary and commits to notify all delegates of such changes prior to the Intervention
7. If CGF cancels the Intervention for reasons beyond its control, delegates will be reimbursed 100% of their full payment or delegates may elect to transfer such payment to a future CGF Intervention
8. CGF will not be held responsible for the loss of personal possessions, money or any other valuables from the venue or Intervention

CONDITIONS FOR CANCELLATIONS ARE:

9. Cancellations will only be accepted when made in writing to CGF and sent to accounts@cgf.co.za The receipt of your cancellation will be confirmed by CGF in writing. Any cancellations must be made five (5) working days prior to the Intervention
10. Any cancellations made 5 (five) working days prior to the event will be liable for 50% of the Intervention fee
11. Any cancellations made less than 2 (two) working days prior to the event will be liable for 100% of the Intervention fee
12. When a full amount is repayable for cancellations not falling within the above time periods, a 15% administration fee will be charged by CGF
13. Non attendance of a delegate without written cancellation is regarded as a cancellation with no entitlement to any refund or credit
14. No cash refunds are available for cancellations or postponements
15. Indemnity: CGF and its sponsors are absolved from and indemnified against any loss or damage as a result of substitution, alteration or cancellation / postponement of a Intervention arising from any cause whatsoever, including, without limitation, any fortuitous event, act of God, unforeseen occurrence or any other event that renders performance of the event impracticable or impossible. A "fortuitous event" may include, but is not limited to, war, fire, flood, riot, industrial action, extreme weather or other emergency
16. Warranty of Authority: The signatory to this Registration Form warrants that the person authorising the attendance of this Intervention has the authority to sign this Registration Form and agree to be personally liable to CGF for non-payment

ABOUT YOUR PRESENTER

Terrance M. Booyesen (CEO: CGF Research Institute (Pty) Ltd) has presented this Intervention to public and private audiences in and out of South Africa and has received many accolades directly linked with its content. He is a regular podium presenter and is considered knowledgeable in the practice, having produced many governance, risk and compliance reports and articles over the last 13 years.

Terrance (Terry) is recognised by the Worldwide Who's Who® organisation for his business accomplishments and knowledge within the arena of corporate governance. Through this recognition, he forms part of an extensive international network comprised of diverse and talented professionals, helping members to develop strong personal brands in order to distinguish themselves from others in their respective industries. This Intervention is well timed as organisations deal with changes in the Companies Act 2008, King IV™*, the arrival of new "sunshine laws" as well as the manner in which the supply chain is impacted across all industries and organisations in and out of South Africa. The Intervention also deals with the components expected within a *Corporate Governance Framework*®, which has become a critical risk-model for South African organisations.

To register ☎ 011 476 8264 ✉ accounts@cgf.co.za 🌐 www.cgf.co.za

Email / Fax your completed forms to +27 (0)86 623 1269 or email accounts@cgf.co.za Telephonic bookings also welcome on + 27 (0)11 476 8264