

SUSTAINABLE GOVERNANCE

One Day Workshop for Boards of Directors



"The GUTS, the GLORY, the RULES, and the REALITY"

This workshop is not intended to be a superficial overview of "Governance 101: How to Hold a Meeting" NOR will it be a one-off "Everything-you-ever-needed-to-know and are now officially rubber-stamped-certified to be a Director" type workshop.

Instead it is meant to point out the real legal responsibilities, financial accountability, corporate duties and personal obligations of serving on a Board.

Participants will review the importance of decision-making (the good, the bad and the ugly), unintended consequences and repercussions (both corporate and personal). And of course, cover the topics - the electoral body, By Laws, Board politics, roles, officers & committees, conflict of interest, confidentiality, ethics, staff, regulatory bodies, risk mitigation & management, insurance, liability, audit, etc....

In one day, the group will gain a hard factual overview rather than absolute and final expertise.

Enough to understand their responsibilities, ability to formulate the right kind of questions to satisfy due diligence, knowledge of their limitations and the confidence to seek advice from the right sources on all else.

The format is fairly fast-paced - topical info by PPT, three situational exercises with real-life scenarios to promote informal inter-action. Breakout tables of 2-3 work together to pool opinions & provide rapid five minute decision-making on well-defined questions, followed by group discussion on each situation with an account of "what really happened at the Board table".

At the end of the day, the participants will have a better understanding of the hard skills a Director needs to sit on a Board to facilitate making the hard decisions.



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Introduction(s) - Topic, Participants & Overview of day

"The GUTS, the GLORY, the RULES and the REALITY"

- Board Governance - Policy vs Operational
- For Profit, Not-For-Profit & Charitable
- The Electoral Body vs the Corporation
- By Laws, Mission & Mandate
- Meetings & Minutes

Board Situational exercise # 1

- Decision-making in small working groups
- Analysis, proposed solution, group evaluation & "what actually happened"

Roles vs Duties- Directors, Officers, Committees

- Responsibilities vs Accountability
- Conflict of Interest
- Confidentiality
- Ethics
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Board Situational exercise # 2

- Legal Obligations
- Financial & Fiduciary Duty
- Risk Management, Assessment & Mitigation
- Due Diligence & Duty of Care
- Insurance & Liability
- Human Resources - Staffing, Labour Law
- And everything else....

Board Situational exercise # 3

Conclusions, Questions, Resources and Wrap-up

