

# The effective director

## A one-day workshop

### Overview

- Do you know as much as you should about the role of the director? ... and of the board?
- Do your fellow directors know as much as they should?
- And are you all working together as effectively as you could? Are you being the best board you can be?

If you can't say 'yes' to all these questions, you need to do something about it. This programme will help you fill in the gaps and point you in the right direction.

### Objectives

This workshop will give you:

- A clearer understanding of the directors' individual and collective liabilities and responsibilities – and the penalties of getting it wrong
- A better appreciation of how to apply the principles of corporate governance to help build an effective organisation
- An insight into how to balance the different aspects of the role – governance and entrepreneurship
- An opportunity to discuss with your fellow directors what you need to do next

### Who should attend?

This workshop has been designed primarily for recently appointed directors (and those shortly to be appointed to the board), although it delivers maximum benefit when the entire board takes part.

### Workshop format

- Usually delivered as a one-day session
- Can be run as a series of half-day modules
- For individual directors, can be run on a one-to-one basis if required (this works best as a series of bite-sized sessions, the first face-to-face and the others virtual)

### Special features

This workshop can be tailored to meet your specific requirements. You can choose to follow the agenda set out below or you can talk it through with the trainer and set a new one. The choice is yours.

### Meet the trainer

Samantha is an independent consultant specialising in corporate governance – including narrative reporting and investor relations board evaluations, key messaging sessions with senior executives, governance reviews, gap analysis and best practice benchmarking and investor perception studies, as well as delivering corporate governance training.

*The sample agenda below is Sam's. Our other trainers come from a variety of backgrounds (corporate, quoted, unquoted, public sector, VCSE, international, etc) and their 'take' on the subject varies accordingly. Give us a call if you've got a specific requirement.*

**For a no-obligation discussion about running this workshop for your organisation on an in-house basis, just give us a call on **01582 463465**.**

## Agenda

### 1 Directors' liabilities and corporate governance

- What is a company? What can it do?
- What is a director? Types of director
- Director's responsibilities
  - Internal governance
  - Corporate administration
  - Financial difficulties and investigations
  - General duties
- Promoting the success of the company
  - Embedding duties
  - Practical steps
- Legal context
  - Duty to act in good faith and with due care
  - Conflicts of interest

### 2 Corporate accountability and the board

- Corporate governance – the wider debate
- Preventing failure
- Leadership
- Key drivers of *effective* governance
- Where does governance slip up?
- What is a board?
  - Roles of the board
  - The Chair-CEO relationship
  - NED roles
  - ED roles
  - Effectiveness of the board
  - Board maturity matrix
  - Governance for large private companies – the Wates principles

### 3 The entrepreneurial board

- Characteristics of entrepreneurial directors
  - Traditional director competencies
  - Director motivation
  - Balancing governance and innovation
- Entrepreneurial leadership
  - The importance and application of innovation within the business
  - Developing a sustainable value creation model
  - Improving and driving the agenda
  - Board calendar
  - Directors as entrepreneurs

### 4 Next steps

- What will you do to improve your approach to governance and your role as a director?
- What will be different about your next board meeting?
- Board maturity
  - What do performance and success mean to your board?
  - Are there key messages / assumptions you need to challenge?
  - Do you have adequate succession plans in place?
  - What are your board's future and legacy issues?
- Action plans
  - Turning rhetoric into reality
  - Starting conversations to develop board and senior management team insight
  - Evaluating board and senior management effectiveness
  - Improving information flows between the board and the senior management team