

WEBINAR SERIES: Fundamentals of board governance

18 Dec 2024, Wednesday

9.00am - 1.00pm

Speaker: PROF DR ZUBAIDAH ZAINAL
ABIDIN FCIS (CS) (CGP)

Virtual

Course code: CG181224W1

Closing date: 16 Dec 2024



**4 CPD
HOURS**

Introduction

Board governance is the framework that structures the board and how it operates. Boards that understand the division of responsibilities among the members and the committees and how to work with management, perform better. Policies for board governance must clearly define the board's scope of authority for the members, and the board must decide upon a set of parameters to guide all board decisions. Board governance policies embrace matters such as board composition, recruitment procedures, board matrix, functions of the Nomination Committee, board development, relations with management and board evaluation. There are a variety of board models to suit all kinds of board structures. It is important for companies to use the most appropriate board governance model that most closely aligns with the company's goals.

Course objectives

This course will assist company secretary to develop and strengthen their board governance practices in the areas of board roles and responsibilities, governance structures, the board and risk management, board development, effective board meetings and evaluation.

Who should attend

Company secretaries, directors, corporate advisors, corporate governance professionals, lawyers, auditors, accounting professionals, risk management professionals and compliance officers.

About the trainer:

Prof Dr Zubaidah Zainal Abidin FCIS (CS) (CGP)

Dr Zubaidah Zainal Abidin is currently engaged as an Academic Fellow with the Faculty of Economics and Muamalat, Universiti Sains Islam Malaysia (USIM). She retired as a Professor from Universiti Teknologi MARA (UiTM) in 2015 where she had served for more than 25 years, holding various senior academic positions, among others as the Dean of the Institute of Graduate Studies. From 2015 to 2018, she was with Kolej Universiti Poly-Tech MARA (KUPTM) initially as the Dean for the Institute of Graduate Studies and later appointed as Deputy Vice Chancellor (Academic and Internationalisation).

In 2019, she accepted an invitation by UNITAR as an Associate Research Fellow for a year. She was then offered an appointment as a Professor with Putra Business School for the year 2020-2021. Prior to joining academia in 1986, she worked as a company secretary for private companies and public listed companies spanning over a period of more than 13 years (1973-1986). Dr Zubaidah has a diverse academic qualification with professional ICASA UK, Masters in Accounting and Management Science from University of Southampton, UK, and her PhD from Curtin University of Technology, Australia.

Dr Zubaidah has authored five books on company secretarial practice which are being used nationwide by students in both public and private universities. She is an ardent researcher in corporate governance, board diversity, boardroom dynamics, and corporate social responsibility, the research findings of which have been presented at national and international conferences and published in refereed journals.

She is frequently invited as speaker by professional and regulatory bodies including Companies Commission of Malaysia (CCM), MAICSA, Malaysian Association of Company Secretaries (MACS) and Institute of Approved Company Secretaries (IACS) to share her thoughts on matters pertaining to governance, board leadership, and sustainability

Course outlines

Introduction to board governance

- Evolution of board governance
- What is governance
- Fundamentals of board governance

The board's first responsibilities: The right CEO

- Evolution of board governance
- What is governance
- Fundamentals of board governance

The board's second responsibility: The right board chair

- The non-executive Chairman: Towards a shareholder value maximization
- Great boards don't exist without great chairs

Who is at the board table: Board composition, dynamics and decision-making

- Director independence, competency and behavior
- Director Competency Matrix
- Diversity on boards
- Assessing important director behaviours

Director behavior and board dynamics

- 15 dimensions of director behavior and board dynamics that should be regularly assessed
- 11 C's Governance Model
- From board to boardroom dynamics
- Culture, cohesion and challenge
- How women directors influence decision outcomes
- The state of gender diversity in the boardrooms

Board succession, evaluation and recruitment

- Board succession management
- Building a fit-for-purpose board
- Objective of board evaluation
- Six reasons why you need a board evaluation
- Four dimensions of board evaluation
- Themes for board evaluation
- Parameters of board evaluation
- Board skills and evaluation
- Board Profile Matrix
- A brief guide to onboarding directors

Climate governance

- Climate change and directors' duties: Closing the gap between legal obligations and enforcement practice
- Board oversight and climate change: What directors need to know

Technology governance

- Technology and the C-orporate Board 2020 and beyond
- Responsive governance in a digital world: The need to up-skill
- Nexus technology driving the need for new competencies and speed

Risk and financial governance

- Governing boards, risk management, and deliberative thinking
- Accountant's advices to company directors: Directors' obligations to detect top 10 frauds
- Ten tell-tale signs of possible fraud: A director's primer
- Risk governance: Leading practice and demographic impacts

Strategic governance

- The three dilemmas for creating a long-term board
- Strategic blind spots in the boardroom
- New boardroom blind spots for the next 5 years

Human capital and compensation governance

- Measuring and improving pay for performance: Board oversight for executive pay
- Mind the gap: How human resources can be more integral to the corporate boardroom agenda

Legal and governance responsibilities of directors

- Board risk and responsibilities under regulatory and criminal law

Shareholder engagement and board accountability

For directors: The long-term relationship between directors, companies and institutional investors

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MAICSA Member's staff**	400	400	400

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Tel: **03-2282 9276 (ext 804)**

Attention: Ms Shafika

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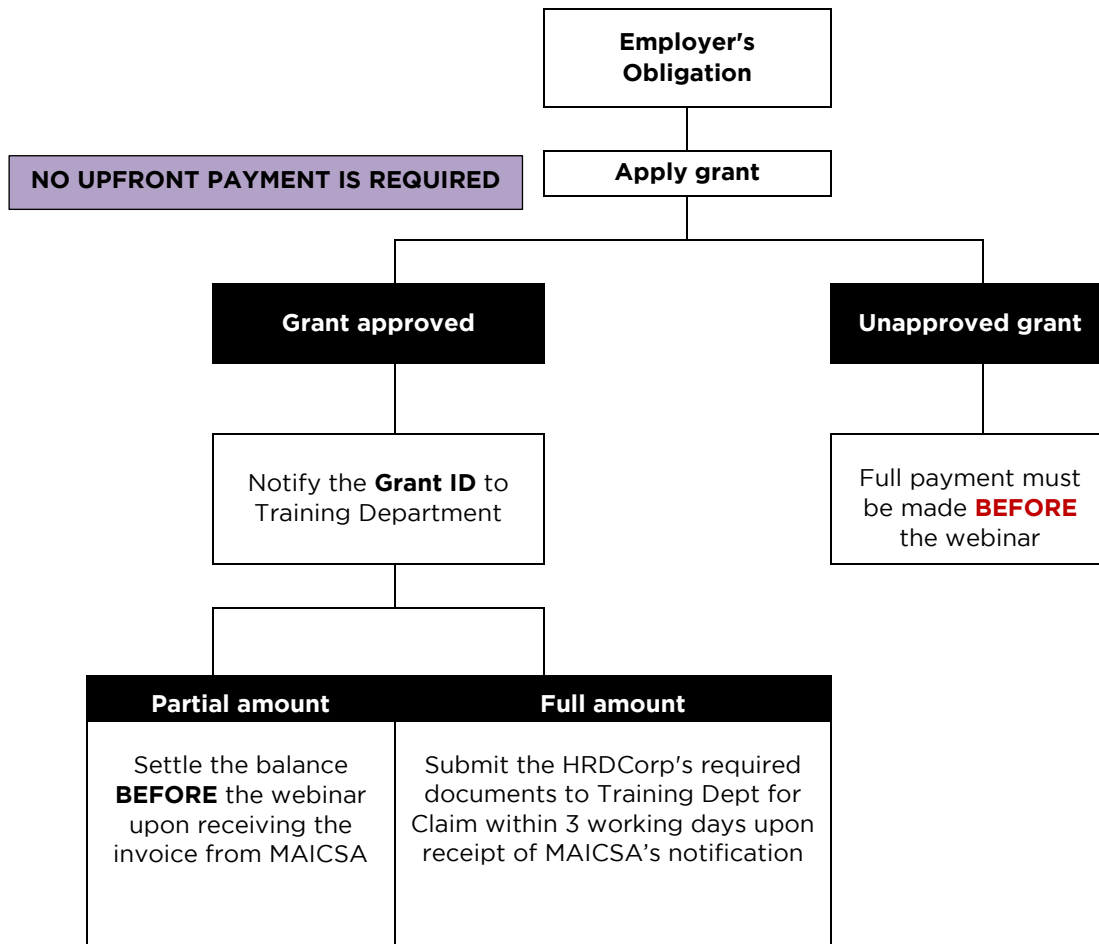
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