



WA Centre for Leadership
& Community
Development

CHALLENGER TAFE

GOOD CORPORATE GOVERNANCE PROGRAM

COMPANY DIRECTOR

Can you fill the role?



MM MetaManagementGroup
GROWING SUCCESSFUL BUSINESSES

GOOD CORPORATE GOVERNANCE PRINCIPLES BRIEFING

A briefing for Directors and Executives on the Principles of Good Corporate Governance and Best Practice Recommendations recently released by the Australian Stock Exchange (ASX) and requirements of the new Australian Standard on Corporate Governance. The emphasis of the briefing will be the need to establish a sound management framework, ensuring Board reporting is adequate, and the importance of identifying and managing risks. Participants will be briefed and provided with Best Practice checklist to evaluate Boards' performance and address deficiencies.

OBJECTIVE

To raise the awareness of Good Corporate Governance Principles, clarify the roles of Directors, and explain the Best Practice Recommendations recently issued by the Australian Stock Exchange and provide guidance on compliance with the new Australian Standards on Corporate Governance, Fraud and Codes of Conduct. The focus is to alert Directors of their responsibilities, outline effective Board structures, stress the need to obtain adequate information and explain how to identify warning signs of poor business performance and management failure.

AUDIENCE

Directors (and aspiring Directors), Chief Executives, General Managers, and Senior Managers of private companies, public boards, government authorities, and not-for-profit organisations.

No prior knowledge of Corporate Governance, Financial Reporting or Corporate Law is necessary.

The briefing will be particularly useful for owners of medium sized enterprises, family businesses, members of government authorities, and directors of not-for-profit organisations.

STRUCTURE

Three-hour briefing.

CONTENT

- Good Corporate Governance Principles.
- ASX Best Practice Recommendations.
- Directors' Roles and Responsibilities.
- Best Practice Reporting and Monitoring.
- Risk Assessment and Warning Signs.
- Governance Evaluation Checklist.

OUTCOMES

By attending the briefing participants will:

- Be aware of Good Governance Principles.
- Understand the ASX Best Practice Recommendations.
- Be introduced to an effective management framework.
- Be alerted to the potential risks that Boards and Directors face.
- Be able to conduct a simple checklist evaluation of Corporate Governance in their organisations.

GOVERNANCE BEST PRACTICE – PLANNING SEMINAR

A full day seminar for Boards, Directors and Managers to plan a Good Corporate Governance framework, design effective Board functions, assign clear Directors' roles, and compile action plans to implement Best Practice monitoring, management and audit processes in their organisations. Best Practice checklist will also be provided to evaluate Boards' performance and address deficiencies.

OBJECTIVES

Participants will gain an understanding of the Good Governance Principles, be able to benchmark their organisations against Best Practice Recommendations and compile action plans to implement improvements and ensure compliance with Australian Corporate Governance Standards, Fraud and Codes of Conduct.

AUDIENCE

Directors (and aspiring Directors), Chief Executives, General Managers, and Senior Managers of private companies, public boards, government authorities, and not-for-profit organisations.

No prior knowledge of Corporate Governance, Financial Reporting or Corporate Law is necessary.

The briefing will be particularly useful for owners of medium sized enterprises, family businesses, members of government authorities, and directors of not-for-profit organisations.

STRUCTURE

Full day seminar and interactive workshop.

Outlines of concepts and explanation of requirements.

Practical exercises to benchmark against Best Practice Recommendations.

Identification of gaps and potential risks.

Compiling of action plans to close gaps and mitigate risks.

CONTENT

- Good Corporate Governance Principles.
- ASX Best Practice Recommendations.
- Directors' Role and Responsibilities.
- Best Practice Reporting and Monitoring.
- Risk Assessment and Warning Signs.
- Governance Structures and Board Organisations.
- Board Responsibilities and Functions.
- Directors Selection and Independence Guidelines.
- Corporate Strategy and Capital Investments.
- Financial Planning and Budget Monitoring.
- Audit Processes and Committee Oversight.
- Compiling of Action Plans.

OUTCOMES

By attending the seminar participants will:

- Be aware of Good Governance Principles,
- Understand the ASX Best Practice Recommendations,
- Be introduced to an effective management framework,
- Be alerted to the potential risks that Boards and Director face,
- Be able to conduct a simple checklist evaluation of Corporate Governance in their organisations,
- Understand the components of an effective management framework,
- Conduct high level assessment of their organisations' governance processes and management framework.
- Compile action plans to achieve Good Corporate Governance in their organisations.

CUSTOMISED SEMINARS OPTION

The maximum benefit from the Seminar will be derived when the whole Company Board of an organisation attends a seminar and has the opportunity to work together on improving governance in their organisation.

If eight or more individuals from one organisation plan to attend, then a customised seminar will be compiled to address their organisation's governance issues, plan exercises to evaluate particular management processes, devise improvement options, and compile an action plan for improving the governance and management in their organisation.

To develop a Customised Seminar participants will attend a two-hour pre-seminar briefing and will be provided a Best Practice checklist to identify the critical issues in their organisation. The checklist responses will be used to tailor the seminar content and exercises to address the organisation's governance issues.

At the Customised Seminar the participants will focus on evaluating their current situation and devising options for improving governance and management in their organisation. They will then compile specific actions plans to implement improvements.

One month after the Customised Seminar a two-hour follow-up debriefing will be held to assess the progress in implementing improvements and to provide guidance on dealing with any change management issues.

DIRECTORS' ROLES AND RESPONSIBILITIES – LEADERSHIP COURSE

A ten-week part-time course to equip Directors and Executives with the Best Practice checklist, knowledge, techniques and skills to compile action plans and lead the implementation of Good Corporate Governance, then chair Board meetings and mentor new Directors and Executives.

OBJECTIVE

To equip Directors and Senior Executives to be effective Board members by fully understanding their roles, applying Good Corporate Governance Principles, implementing Best Practice processes, and applying the management skills to participate and chair Board meetings.

ACCREDITATION

This course fulfils the unit “Meet the Roles and Responsibilities of a Board Member” of Certificate IV in Business (BSBATSIL401&501). Participants who demonstrate competence will be awarded with a Statement of Attainment from Challenger TAFE as a credit towards Certificate or Diploma in Business Management. Assessment will be by:

Practical Assignments (4)	60%
Tutorial Participation (4)	10%
Workplace Project (1)	30%

AUDIENCE

Directors (and aspiring Directors), Chief Executives, General Managers, and Senior Managers of private companies, public boards, government authorities, and not-for-profit organisations.

No prior knowledge of Corporate Governance, Financial Reporting or Corporate Law is necessary.

The briefing will be particularly useful for owners of medium sized enterprises, family businesses, members of government authorities, and directors of not-for-profit organisations.

STRUCTURE

Ten-week part time course, three hours per week with lectures, tutorials, assignments, and a substantial individual practical project based on the participants' organisations and their roles.

CONTENT

- Good Corporate Governance Principles.
- ASX Best Practice Recommendations.
- Governance Structures and Board Organisation.
- Boards' Responsibilities and Functions.
- Board Charter and Operating Procedures.
- Board Information, Reporting and Documentation.
- Directors' Roles and Responsibilities.
- Directors Selection and Independence Guidelines.
- Management Appointment, Oversight and Remuneration.
- Risk Assessment and Warning Signs.
- Risk Assessment and Contingency Planning.
- Best Practice Reporting and Monitoring.
- Corporate Strategy and Capital Investments.

- Financial Planning and Budget Monitoring.
- Managing External Stakeholder Expectations and Relationships.
- Investor Relations and ASIC Legislation.
- Audit Processes and Committee Oversight.

OUTCOMES

By attending the course participants will:

- Be aware of Good Governance Principles,
- Understand the ASX Best Practice Recommendations,
- Be introduced to an effective management framework,
- Be alerted to the potential risks that Boards and Directors face,
- Be able to conduct a simple checklist evaluation of Corporate Governance in their organisations,
- Understand the components of an effective management framework,
- Conduct high level assessment of their organisations' governance processes and management framework,
- Compile an action plan to achieve Good Corporate Governance in their organisations,
- Acquire knowledge of Good Corporate Governance concepts and management theories,
- Learn the organisations, processes, and procedures necessary for Good Corporate Governance,
- Experience through practical assignments the ability to research, evaluate and improve the governance and management of their organisations, and
- Acquire techniques for planning implementation projects and leading organisational change.

PROGRAM PRESENTER – STEVE STARLING

Steve Starling is an experienced Director, Consultant and Lecturer with a strong background in forming Company Boards, implementing sound management processes, and mentoring Directors and Executives.

Steve holds a Company Directors Diploma, a Master of Business Administration, and is a qualified Engineer and a Certified Management Consultant. He is a member of the Australian Institute of Company Directors, the Institute of Management, and is a State Council Member of the Institute of Management Consultants.

Steve is the Managing Director of Meta Management Group which specialises in launching new companies, designing effective organisations, and improving management performance to grow successful businesses.

Previously Steve was a Director of PricewaterhouseCoopers and worked internationally advising Directors and Executives on corporate strategy, business planning, organisational design, and the implementation of management reporting and performance measurement systems. These works included strategy formation for a Korean steel maker, merger integration for a Chinese Aluminium conglomerate, organisational restructure for an Australian Alumina producer and management reporting for a Western Australian Government Utility.

A large part of Steve's current work involves coaching Directors, Executives, and Senior Managers on international Best Practice, management techniques and leading major change programs. Recent assignments have included advising the CEO and Executives of a national food producer on corporate strategy, planning a communication strategy for a national bank, and coaching executives of a global minerals company on negotiation techniques.

Steve has a particular interest in company formation, new ventures and business start-ups. He is working with entrepreneurs, owners and directors to launch innovative ventures, commercialise technology and assist companies entering the Western Australian Market.

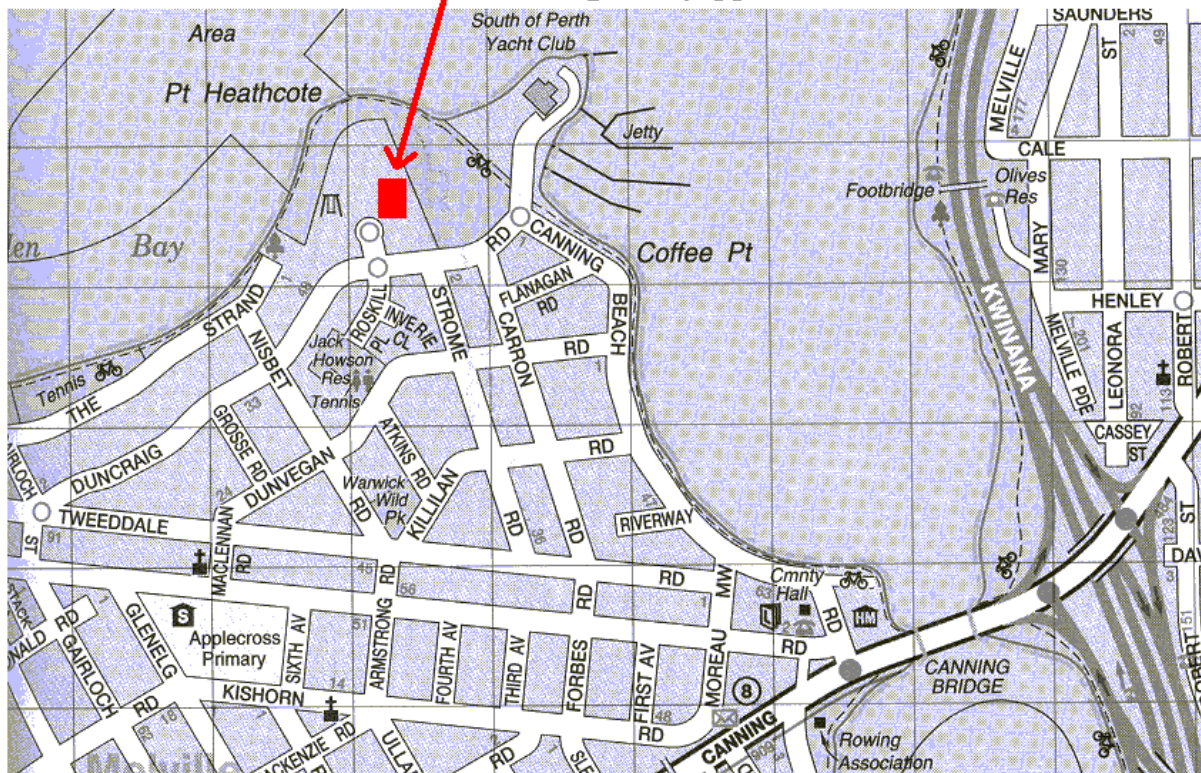
Steve is an experienced presenter, lecturer and trainer who has compiled and delivered briefings, seminars and training courses to participants from management, supervisory and worker levels in many public and private sector organisations. Steve has trained executive teams on Change Management, coached shop-floor staff on productivity improvement techniques, and delivered training courses in Process Re-engineering, Organisational Design, and Project Management. Steve is a guest lecturer on both the Curtin and UWA MBA programs.



WA Centre for Leadership & Community Development

CHALLENGER TAFE

**WA Centre for Leadership & Community Development
Murray House, Heathcote
Duncraig Road, Applecross**



DIRECTIONS TO MURRAY HOUSE, ONCE IN THE HEATHCOTE PRECINCT:

- Parking to the right hand side of the entrance
- Walk up the central path/road radiating from the roundabout within Heathcote
- Murray House is the first building on your right hand side
- Reception through main entrance on vine-bordered pathway

**CENTRE FOR LEADERSHIP AND COMMUNITY DEVELOPMENT
GOOD CORPORATE GOVERNANCE PROGRAM**

Print Date 20 August 2003

SESSION SCHEDULE AND ROOM BOOKINGS

Date	Day	Session	Time	Numbers	Room	Catering
4 Sept	Thur	Principles Briefing	17:30-20:30	25-30		Tea & Coffee On arrival & Break 19:00
8 Sept	Mon	Principles Briefing	17:30 – 20:30	25-30		Tea & Coffee On arrival & Break 19:00
9 Sept	Tues	Best Practice Seminar	08:30 – 16:30	12-16		Tea & Coffee On arrival & Breaks 10:30, & 14:30 Lunch 12:30
16 Sept	Tues	Principles Briefing	08:00 – 11:00	25-30		Tea & Coffee On arrival & Break 09:30
18 Sept	Thur	Best Practice Seminar	08:30 – 16:30	12-16		Tea & Coffee On arrival & Breaks 10:30 & 14:30 Lunch 12:30
22 Sept	Mon	Best Practice Seminar	08:30 – 16:30	12-16		Tea & Coffee On arrival & Breaks 10:30 & 14:30 Lunch 12:30
14 Oct to 16 Dec	Every Tues Evening	Directors Course	18:00 – 21:00	15-20		Tea & Coffee On arrival & Break 19:30

Course Administrator – Clare Denney – CL&CD -9237 4518- dennecc@murrayhouse.training.wa.gov.au

Lecturer – Steve Starling - Meta Management Group – 9380 9550 email steve.starling@metamanagement.com.au