HELLENIC CORPORATE GOVERNANCE COUNCIL

nestoradvisors
A MORROW SODALI COMPANY

HCGC AND NESTOR ADVISORS TRAINING - COMPREHENSIVE GOVERNANCE FOR BOARD MEMBERS AND SENIOR EXECUTIVES

AGENDA – PART 1 – MONDAY, APRIL 19TH 2021 (3PM-6PM ATHENS TIME)

Chapter	Topic	Sub-Topics (*indicative*)
Introduction		
Purpose, Expectations & the Case for CG	What it is and why we need it	• Definition of corporate governance ("**CG**") • Fundamental principles of CG • Benefits of good CG and pitfalls of bad CG
	The elements and sources of good CG	• Key dimensions that affect corporations: type of industry; ownership structure, family involvement & level of maturity • Pillars to good CG and elements of good CG • Shape and models of CG (high-level) • High level hot topics/trends in CG
	Current trends in CG	• Emerging CG trends: ESG
	The benefits of CG from the perspective of the company's various stakeholders	• The importance of managing stakeholder relations • The role of the board in stakeholder management • Reputational risk
Break – 15 minutes		
Organising Leadership & Ensuring Accountability	The role and responsibilities of the board of directors	• Responsibilities of the board • Directors' duties
	Different types of directors	• Roles and responsibilities of the different type of directors (chair, executive vs non-executive directors, independent directors)
	Directing vs managing: responsibilities and delegation	• Difference between the responsibilities and accountability between senior management and the board
Concluding remarks		

AGENDA – PART 2 – TUESDAY, APRIL 20TH 2021 (3PM-6PM ATHENS TIME)

Chapter	Topic	Sub-Topics (*indicative*)
Introduction		
Board effectiveness	Key drivers of board effectiveness	• Key drivers of board effectiveness – structural dimension and process dimensions
	Board types and structure	• Shape and models of CG
	Board size and composition	• Best practice expectations and trends on board size and composition (diversity, mix of expertise, independence, mix of executives and non-executives) • Competency matrix example
	Director recruitment	• Approaches taken to director recruitment
	Board functioning, leadership and support	• Trends in meeting frequency, virtual meetings etc. • Role of the chair in steering discussions • Role of the company secretary in supporting the board
	Organising board information	• Board materials and note best practice expectations as to exec. summaries, delivery deadlines etc. • Key elements of information that gets to the board
	Maintenance: board evaluations	• Best practice approach to self- and facilitated evaluations
Break – 15 minutes		
Board Committees	Why committees	• Roles and responsibilities of committees generally • Benefits of committees, as well as legal obligations to have some • Trends in new committees
	Remuneration committee	• Key responsibilities, composition, functioning etc.
	Audit committee	
	Nomination committee	
	Other committees	
Concluding remarks		