Your professional development pathway
Welcome to world-class education

The Australian Institute of Company Directors is dedicated to advancing the practice of governance in Australia and aims to support all our members and clients to build their knowledge of governance.

We have a broad membership of more than 40,000 governance leaders from across the not-for-profit, listed, private and public sectors. Collectively, our members are responsible for millions of jobs and billions of dollars in investments and services.

Performing the role of a director of a company – regardless of its size and type – is complex and comes with many responsibilities and liabilities. Whether you are the director of a listed board or your local sporting club, whether you are paid or unpaid, all directors are subject to the same liabilities and obligations.

This 2017-18 Professional Development Handbook outlines how we provide you with a full and proper understanding of governance, as well as the duties and responsibilities of directors.

You will notice that for the first time we recommend courses and programs to suit your specific level of understanding of governance, as well as the duties and responsibilities of directors.

In this year’s edition of the handbook, you will find ways in which you can enhance not only your individual governance journey but also the governance capabilities of your entire organisation.

We have expanded our in-house options with many of our world-class education programs now able to be tailored to meet your organisation’s specific needs as part of our new benchmarking, assessment and advisory services.

When deciding on your professional development for the year ahead, we suggest you start with the Professional Development Matrix, found on page 17. Here, you can plot your own development path and find the best courses and programs to suit your needs. You can also go online and take our director Self-assessment Tool.

If you require further advice or are interested in whole-of-board or whole-of-business education, our Members and Directors Executives are happy to help and can be contacted on 1300 739 119.

The AICD is an organisation committed to best-practice, contemporary and quality education and to fulfilling our mission to achieve excellence in governance. We look forward to working with you as you progress along your learning pathway.
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What we do

**MEMBERSHIP**
With more than 40,000 members, we are the largest director institute in the world. We enable our members to access, adopt and benefit from leading insights and advice. Membership with us represents a commitment to excellence in governance, and is a powerful investment in your professional development.

**EDUCATION**
As a world-leading governance education provider, we are committed to enriching the practice of directorship and building the capability and performance of organisations, directors and executives. Our programs are delivered by experienced directors and facilitators to engage with you on the contemporary issues in governance and directorship.

**ADVOCACY**
We advocate on behalf of our members to governments, regulators and the media. We aim to positively impact society and the economy through improving governance standards, practices and regulations to maximise the benefits of good governance for organisations and their stakeholders.

**ADVISORY**
We provide high-quality board advisory services and in-house bespoke governance education and development solutions. We are committed to assisting the Governing Team to improve performance through the adoption of world-class governing practices tailored to your organisation.

**INTERNATIONAL**
We are internationally recognised as a trusted provider of governance education with a focus on raising global governance standards. We help deliver an international education curriculum that delivers practical and relevant solutions for those governing internationally and across jurisdictions.
Exclusive to members

**BUSINESS CENTRE AND MEMBER LOUNGES**
A place for you to drop in to work and meet with colleagues and other members.

**POST-NOMINALS**
Our highly respected post-nominals are an indication of your professional standing in the market, your education and experience.

**DIRECTOR TOOLS**
Our director tools are practical and comprehensive reference materials to help you establish and maintain leading governance practices.

**NEWS AND GUIDANCE**
Stay connected with the latest news and insights you need to perform your role.

**RESEARCH**
Data driven insights for leading boards, including research produced and curated by the Governance Leadership Centre.

**LEARNING AND DEVELOPMENT**
Exclusive member pricing on our unique and premier courses, events and webinars to support your learning pathway.

**COACH AND MENTOR CONNECT**
Partner with a coach or mentor who will help you evolve through your business life and career journey, with our Coach and Mentor Connect.

**DIRECTOR NEXUS**
Enhance your professional development as a director through our Director Nexus. This program allows directors to seek perspectives on boardroom issues.

**DIRECTORSHIP OPPORTUNITIES**
Australia’s leading listing service for board and advisory panel vacancies. The service has offerings from over 1,600 organisations of all sizes.

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### Travelling interstate?

Membership provides you with exclusive and complimentary access to our Business Centre and Member Lounges in Sydney, Melbourne, Adelaide, Hobart, Brisbane and Perth, with Canberra due to open in late-2017.

Located in the centre of each city with premium facilities, our lounges are the perfect space to work, relax, host meetings and connect with colleagues.

**Lounge locations**
- 20 Bond Street, Sydney NSW
- 367 Collins Street, Melbourne VIC
- 91 King William Street, Adelaide SA
- 85 Macquarie Street, Hobart TAS
- 123 Eagle Street, Brisbane QLD
- 77 St Georges Terrace, Perth WA
- 15 National Circuit, Canberra ACT

Find out more companydirectors.com.au/bcml

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- **Work** – Work in comfort and privacy at one of our many desk or lounge areas. Our complimentary WiFi, computer and printing services are available for all members.
- **Relax** – If you have time between meetings and need a place to relax why not make use of our concierge services and amenities. Settle in and enjoy complimentary refreshments while browsing our director and governance publications, newspapers and television news channels.
- **Connect** – Meet other members in the lounge or hold meetings with colleagues in private. Whether you are conducting a meeting, interview or training, we have rooms available for hire that can be configured to meet your needs.
Stay connected

Enhance your professional development, accrue DPD points and stay up-to-date with the latest news, insights and trends influencing the governance landscape with our range of resources and publications.

COMPANY DIRECTOR MAGAZINE

Australia’s leading publication for directors with news and features on the current legal, economic and strategic issues affecting your board.

THE BOARDROOM REPORT

The Boardroom Report provides updates on the latest news, views and hot topics on the critical issues that matter to directors.

MEMBERSHIP UPDATE

An insight into the activities, events and research undertaken in our community of members across the country and around the world.

ECONOMIC UPDATES

Our Chief Economist, Stephen Walters, provides updates on economic events such as Reserve Bank of Australia interest rate decisions, employment data and more.

RESOURCES AND REPORTS

Our online Resource Centres provide a curated library of practical tools and the latest articles and research on governance and director issues. Reports provide commentary and insights from leading directors.

PODCASTS


Flagship events

Along with a suite of lunches, briefings and roundtable events, each year we hold two key events designed to keep our members informed and connected.

Your duties. Your update.

Essential Director Update

Attended by more than 5,000 people across Australia each year between September and November, the Essential Director Update is complimentary and exclusive for AICD members.

Delivered by Graham Bradley AM FAICD, this event provides a comprehensive regulatory and legislative update on matters affecting directors.

Find out more companydirectors.com.au/edu

AUSTRALIAN GOVERNANCE SUMMIT

The Australian Governance Summit is the largest gathering of governance professionals in the southern hemisphere. Many of the nation’s leading experts on governance will share their knowledge and experiences allowing participants to directly engage with and partake in conversations on best business practice and good governance.

Find out more companydirectors.com.au/ags

For a wide range of other exciting events happening in your area, visit companydirectors.com.au/events
The Company Directors Corporate Governance Framework™

The Company Directors Corporate Governance Framework sums up the practices that comprise effective directorship and is critical to the development of all our courses. The Framework was developed with advice from leading Australian directors, and through a review of international governance and director guidelines and reports.

The Framework depicts four key areas:

- Individual – Reflects the practices every director brings as an individual to his or her director role
- Organisational – Focuses on the responsibilities of directors in relation to the performance of the organisation
- Board – Reflects the practices of individual directors in relation to the whole board
- Stakeholder – Focuses on the essential interaction between directors and stakeholders

Each quadrant is divided into a number of slices representing practices essential to that key area. The values enircle the practices of directors, boards, their organisations and interactions with stakeholders.

About the director Self-assessment Tool

Designed to guide your professional development, the director Self-assessment Tool allows you to assess your current capabilities and skills. The Tool allows members to identify ways to strengthen their current skill set and maintain currency in the ever-evolving governance environment.

The Self-assessment Tool takes about 30 minutes to complete and provides a brief report in the form of a heat map to assist members on their learning pathway based on potential areas of development. The Tool allows you to compare your report with previous reports to confirm shifts in your skills and capabilities. It also enables you to share your report with an AICD Members and Directors Executive so that you can engage in a personalised career conversation.

The Self-assessment Tool is based on the Company Directors Corporate Governance Framework and focuses on the key skills and attributes that directors need to enhance their boardroom performance and decision-making.

Completion of the Self-assessment Tool accrues 5 DPD units.

Access it online at companydirectors.com.au/dsat

Director Professional Development (DPD)

Director Professional Development (DPD) recognises your commitment to maintaining currency and lifelong learning. Its benefits flow beyond the individual director to contribute to enhanced board performance and improved leadership.

Our FAICD, GAICD and MAICD members are required to undertake 60 units of DPD over a three-year rolling cycle as part of their membership.

DPD activity covers a wide range of learning, both formal, such as courses and programs, and informal, such as professional reading, briefings, and sharing director and governance expertise. A number of the professional learning products and services outlined in this handbook are free to members and qualify for DPD units.

DPD units

Many of the offerings in this handbook are allocated a number of DPD units. The unit allocation takes into account the depth of expected participant engagement as well as the length of the activity.

For more information on DPD, unit values, and DPD through other providers, visit companydirectors.com.au/dpd. If you are a member, your record of DPD activity is available online. To ensure all of your learning and experience is counting towards the 60 DPD units goal for the end of your ‘three-year foundation cycle’, visit companydirectors.com.au/general/member-login.

Governance Analysis Tool™

Our proprietary Governance Analysis Tool (GAT) is designed to focus the board’s attention on the full system of governance.

Based on the Company Directors Corporate Governance Framework, the GAT considers governance from the perspective of individual directors, the functions of the board, the execution of governance in the business and the relationships held with the organisation’s stakeholders. Board members are asked to assess their organisation’s governance against a series of review statements that go to the heart of the area to be examined. Statements are assessed on a maturity rating scale and are supported by guidance notes describing the area under review, how it is applied and what directors should be observing as leading practice, offering an education element to the review process where this may be of benefit. Our most popular diagnostic, the GAT is our primary tool for benchmarking governance against both standards of practice and the market.

Find out more companydirectors.com.au/gat

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Development pathways

Our development pathway refers to the courses, programs, books, webinars, events and any other learning experiences that may be undertaken as you progress in your governance journey. We can also develop a specific pathway for your entire board or business that is tailored to meet your specific needs. Below are examples of some typical member journeys:

**EXAMPLE 1:**
Part-time director to full-time director
- Currently a director of a large NFP
- Objective is to become a full-time director

**PATHWAY:**
Reporting to the Board
Company Director Magazine
The Director Mindset
Company Directors Course
Duties and Responsibilities of Directors and Officers 21st Edition
ASX Roundtables
Conflicts of Interest
A Director’s Guide to Governing Information Technology and Cybersecurity
Company Directors Course Specialisation
Mastering the Boardroom

**EXAMPLE 2:**
Migrating from the C-suite
- Currently a senior executive
- Objective is to secure a first directorship

**PATHWAY:**
Reporting to the Board
Company Director Magazine
The Director Mindset
Company Directors Course
On Board Forum
Duties and Responsibilities of Directors and Officers 21st Edition
ASX Roundtables
Conflicts of Interest
A Director’s Guide to Governing Information Technology and Cybersecurity
Company Directors Course Specialisation
Mastering the Boardroom

**EXAMPLE 3:**
Reporting to the board
- Currently a company secretary with an ongoing need for high-level governance knowledge
- Objective is to improve impact with the board and stay abreast of governance best practice

**PATHWAY:**
Foundations of Directorship
Governance in Action
The Board and the Company Secretary
A Data-Driven Future
Essential Director Update
Company Directors Course
Which Two Heads Are Better Than One?
Directors’ Changing Responsibilities for Whistleblowing Procedures
Australian Governance Summit

**EXAMPLE 4:**
Consolidating director experience
- Currently a director with eight years’ board experience
- Objective is to master governance complexity and network with peers, consolidate local board experience, develop international board opportunities

**PATHWAY:**
International Company Directors Course
The Role of the Chair
Applied Risk Governance
Essential Director Update
ASX Roundtables

**What’s your pathway?**

Use the Professional Development Matrix to help plan your pathway:
Quickly find professional development opportunities in areas of interest that match your knowledge levels in a preferred learning format.

Search by learning level
Professional development options are grouped into three learning levels broadly representing levels of existing director knowledge:
- Starting
- Strengthening
- Mastering

Search by topic
Topic-specific professional development gives you the option of a quick information update through to deeper engagement to refresh or extend your skills.

Search by format
As people learn in different ways, our professional development is available in a wide range of formats, so you can choose the one that best suits your needs.
Learning formats that suit you

Our programs are delivered in a range of formats so that members can choose their optimum learning style.

- **Face-to-Face** – A learning program led by an accredited facilitator with related director experience; peer experiences shared; comprehensive reference materials included.

- **In-House** – Private delivery in your own boardroom of topics selected by you, led by accredited facilitators with relevant director expertise and tailored to your board and your business.

- **eLearning** – Self-paced electronic learning; access when and where it suits you.

- **Webinars** – 30 to 90 minutes live online, led by an accredited facilitator with related director experience; notes included. All webinars are recorded, allowing access in your own time.

- **Publications** – A collection of publications covering a range of topics and research to help you in your role as a director; often available in both hard and soft copy formats.

- **Tools and Resources** – A selection of practical templates, checklists, Q&As and FAQs prepared by experienced directors and subject matter experts.

- **Events** – From a briefing to a conference, events provide information updates, stimulus for reflection on director and board practice, and networking opportunities with peers.

- **Correspondence** – Course notes and supporting materials provided with some telephone or email support.

For a full list of the range and timing, visit companydirectors.com.au

Core

These offerings provide you with the critical elements of directorship. They extend and deepen your knowledge and skills in a number of practices across the four quadrants detailed in the Company Directors Corporate Governance Framework.
Foundations of Directorship

LEVEL: STARTING  ·  DPD: 24 UNITS  ·  DURATION: 3 DAYS

Benefits
- Understand the duties and responsibilities of a director and board meeting processes.
- Get a director-oriented view of governance, finance, strategy and risk in varying organisational structures.
- Learn from case studies.
- Build up your knowledge over time to achieve the Foundations of Directorship certificate.

The program consists of three one-day courses, which can be undertaken individually or as a suite for a packaged rate.

Day 1 – Governance for Directors

The Role of the Director and the Board
- Explains the role of the director and the board in establishing the governance of the organisation.
- Outlines the duties, responsibilities and rights of directors of private, public and not-for-profit organisations.
- Discusses the roles of the various regulatory bodies.

Introduction to Board Meetings and Governance
- An overview of how boards and directors undertake their roles.
- Explores good governance processes and practices.
- Discusses board composition.
- Outlines processes and practices for effective board meetings.

Day 2 – Finance for Directors

Finance for Directors may be useful as preparation for the finance modules in the Company Directors Course.

Introduction to Financial Statements for Directors
- An introduction to the financial statements of a company from the director’s perspective.
- Reviews the key financial statements.
- Outlines directors’ duties with regard to financial statements and systems.

Assessing Financial Performance for Directors
- Explores how directors use financial statements to monitor performance.
- Introduces key financial ratios and how directors can use them.
- Discusses the financial and non-financial indicators of company performance.

Day 3 – Strategy and Risk for Directors

Introduction to the Strategic Role of the Director
- An overview of basic strategic planning frameworks and the director’s role in formulating and overseeing strategy.
- Provides a broad understanding of the link between strategy and financial health and value creation.
- Introduces a set of practical tools to monitor the implementation of strategies to ensure their success.

Risk: Issues for Directors
- An introduction to the director’s role and the board’s responsibility in risk oversight and monitoring.
- Develops the language of risk.
- Demonstrates the link between risk management, risk culture and effective leadership.
- Creates awareness of the importance of an organisation developing and implementing robust risk management processes.

Day 4 – Introduction to the International Director

Suitable for Executives, new and aspiring directors, and sole directors who require an introduction to their duties.

Assessment
Participants seeking recognition of the successful completion of the Foundations of Directorship program must complete all three courses and online assessment to gain the Foundations of Directorship certificate and an additional five DPD units. See our website for more details.

Enrol now companydirectors.com.au/fod

International Foundations of Directorship

LEVEL: STARTING  ·  DPD: 24 UNITS  ·  DURATION: 3 DAYS

Benefits
- Understand the role and responsibilities of a director in an international context.
- Work more effectively with your board to drive positive performance outcomes.
- Identify and mitigate the risks faced by international directors and multinational companies.
- Enrich the contribution you make to your board and organisation.
- Demonstrate currency on contemporary international corporate governance practice.
- Immediately apply your learnings to real-world situations.

Day 2 – Strategy and Risk for International Directors

Introduction to the Strategic Role of the International Director
- An overview of basic strategic planning frameworks and the director’s role in formulating and overseeing strategy.

Risk: Issues for International Directors
- An introduction to the director’s role and the board’s responsibility in risk oversight and monitoring.

Day 3 – Finance for International Directors

Introduction to Financial Information for International Directors
- A straightforward introduction to financial statements from the director’s perspective, including the three key financial statements: balance sheet, income (profit and loss) and cash flow.

Risk: Issues for Directors
- A guide to the financial performance of a company from the director’s perspective.

Day 1 – Governance for International Directors

The Role of the International Director and the International Board
- An exploration of the role of the board, directors, chairs and management in organisations operating across international borders.

Introduction to Board Meetings and Governance
- Discover the composition and structure of effective boards and meeting procedures, taking account of cultural influences that impact board dynamics and how a board exercises its governance responsibilities.

Day 4 – Introduction to the International Director

Suitable for Executives accepting their first directorship of a multinational organisation, those considering accepting a directorship at a multinational organisation and executives who report directly to a multinational board.

Assessment
Participants seeking recognition of the successful completion of the International Foundations of Directorship program must complete all three courses and online assessment to gain the International Foundations of Directorship certificate and an additional five DPD units. See our website for more details.

Enrol now companydirectors.com.au/education

Sector-specific Foundations of Directorship

The Foundations of Directorship program is available in versions tailored to a range of specific sectors. These include: Indigenous Governance, Sports Governance, and Public Sector Foundations of Directorship.

Fiji Directors Course

Based on the three-day International Foundations of Directorship program, the Fiji Directors Course is designed especially for executives and aspiring directors looking for a comprehensive introduction to the key areas of directorship in Fiji. You will obtain a comprehensive view of governance, strategy, risk and finance as they relate to the local Fijian law.

Find out more companydirectors.com.au/fiji
Facilitated sessions include
- Comprehensive course materials in hardcopy and e-notes
- Study skills booklet
- Interpreting Financial Statements (eLearning) as pre-work
- The Director Mindset (eLearning) as pre-work
- Facilitation and assessment
- Orientation and assessment preparation support video

Correspondence include
- Comprehensive course materials in hardcopy and e-notes
- Study skills booklet
- Interpreting Financial Statements (eLearning) as pre-work
- The Director Mindset (eLearning) as pre-work
- Email support
- Assessment
- Assessment preparation support video

Suitable for
Directors seeking knowledge of both performance and compliance issues, and those who want to develop or grow their directorships.

Recommended preparation
Foundations of Directorship  Page 24

Assessment
Attendance at a minimum 8 of 10 modules plus the successful completion of the assessment tasks will enable you to graduate to receive the Company Directors Course award and an additional 10 DPD units. See our website for more details.

Enrol now companydirectors.com.au/cdc
Benefits
- Equip yourself with the knowledge you need to ensure you understand your role, and the compliance issues for your board, no matter where you operate.
- Lead beyond compliance to better understand the governance expectations and ethical considerations for businesses that aim for international success.
- Help build a better board and improve and streamline board processes.
- Focus your future strategic discussions and gain the knowledge and tools you need to monitor your organisation’s financial performance and risk management.
- Broaden your view of directorship and improve your personal performance, and consequently the performance of your organisation.
- Gain insight into the legal and risk issues for directors who work in a global context.
- Hear from directors with international experience and special interest guest speakers.
- Network with international peers.
- Gain the International Company Directors Course award.

Course includes
- Comprehensive course and reference materials
- Interpreting Financial Statements (eLearning) as pre-work
- The Director Mindset (eLearning) as pre-work
- Facilitation and assessment
- Orientation and assessment preparation video
- All meals and beverages taken with the group
- Internationally experienced directors (facilitators and guests)

Suitable for
Practising directors and experienced senior executives who work across regulatory frameworks.

Assessment
Attendance at a minimum 8 of 10 modules plus the successful completion of the assessment tasks will qualify you for the International Company Directors Course award and an additional 10 DPD units. See our website for more details.

Enrol now companydirectors.com.au/icdc

Modules
1. The Role of the Board and the Practice of Directorship in an International Context
2. The Cultural Environment and its Impact on Decision Making
3. The International Legal Environment
4. Director’s Duties and Responsibilities in an International Context
5. Risk: The Board’s Role
6. Strategy: The Board’s Role
7. Financial Literacy for Directors
8. Driving Financial Performance
9. The Effective International Board
10. The Board Meeting

Enrol now companydirectors.com.au/mtb

Benefits
- Enhance your strategic and lateral thinking
- Learn to enhance boardroom processes and arrive at better decisions.
- Learn to work more effectively with a diverse range of personalities.
- Discover techniques for improving board and company performance.
- An immersive, hands-on residential program for experienced directors.
- Make the most of your own unique strengths as a leader.
- Reflect on personal dynamics and their impact on your role.
- Apply your existing knowledge and stretch your skills.

Program includes
- Materials
- High-calibre guest directors and panel discussion
- Internationally renowned strategist presentation and workshop
- Three nights’ accommodation
- Breakfast, lunch and formal program dinners

Suitable for
Experienced directors who have completed the Company Directors Course or International Company Directors Course at least 18 months prior and have a minimum three years’ director experience.

Recommended preparation
Company Directors Course
International Company Directors Course

Assessment
Participants who complete the assessments are eligible for the Mastering the Boardroom award and an additional 10 DPD units. See our website for more details.

Enrol now companydirectors.com.au/mtb

Director Tools

Benefits
- Each tool is written and reviewed by subject matter experts, and represents the best of our ‘for directors by directors’ approach.
- Quickly access checklists, templates, pro forma documents and practical guidance.
- Understand core issues across an extensive range of topics, including:
  - Duties of directors
  - Role of the board
  - Board composition
  - Governance relations
  - Meeting effectiveness
  - Board performance

Suitable for
All members. These tools can be utilised by both individuals and organisations.

View the full suite of director tools: companydirectors.com.au/director tools
Webinars

DPD: 5 UNITS • DURATION: 30 TO 90 MINUTES

We deliver over 100 webinars each year, globally. Our webinars are a convenient and cost-effective way to learn, with the convenience of being accessible from anywhere.

Benefits
- Convenient – access webinars anywhere in the world via an internet connection.
- Practical – walk away with new applicable skills and practical learning.
- Interactive – live sessions give you the opportunity to interact with the facilitator and ask questions.
- Current – learn from subject matter experts on updates to topical governance issues.
- Flexible – live and recorded sessions available.
- Extensive – a wide range of topic areas, including aspiring director skills; cyber governance; annual budget breakdown; digital disruption; and board finances.

Frequently asked questions:
What can I expect?
Our webinars are live online presentations facilitated by practicing directors with specific expertise on the topic. Questions and comments are addressed live through an interactive ‘chat’ function.

What do I need to participate?
You will need a computer or laptop with an internet connection and headphones or speakers. High speed internet is required as audio is broadcast over the internet.

If I can’t attend live is there another option?
If you missed out on the live webinar, recordings are also available. Recordings are valid for a limited period of time and must be viewed before the expiry date.

Suitable for
Directors and business leaders committed to excellence in governance and leadership.

For the full list of topics and more information visit companydirectors.com.au/webinars

eLearning

DPD: 10 UNITS • DURATION: 2 TO 3 HOURS

Our suite of eLearning courses offers you the flexibility to choose from a range of governance-related learning that best meets your needs to help you to establish and further your director knowledge. Offering ultimate flexibility, our eLearning courses provide a way for you to facilitate your own learning on a wide range of key directorship topics at a pace and place that suits you.

The eLearning offer is for directors, board members, CEOs and senior executives from publicly listed, private, government and not-for-profit organisations, who are seeking a flexible and convenient way to further their knowledge of specific directorship topics.

Benefits
- Convenient – access eLearning anywhere in the world via an internet connection.
- Practical – walk away with new applicable skills and practical learning.
- Flexible – just-in-time access to timely information.

Current eLearning courses:
- Conflicts of Interest
- Effective Board Meetings
- Governance in Action
- Interpreting Financial Statements
- Reporting to the Board
- The Director Mindset
- The Role of the Board
- The Role of the Director

For more information companydirectors.com.au/elearning

Books

CONTRIBUTES TO DPD

Keeping up-to-date with professional reading that contributes to your director knowledge is recognised as part of your Director Professional Development (DPD).

Benefits
- Preferential member pricing.
- Dedicated online bookstore allowing 24/7 access.
- Written for the time-poor practitioner market, with strong use of features such as chapter summaries, checklists, question and answers, case studies and war stories.
- Program learnings are supported through recommended reading.
- Extensive range, from best-selling classics to topical examinations.

Latest titles include:
- Which Two Heads Are Better Than One? How diverse teams create breakthrough ideas and make smarter decisions
- Duties and Responsibilities of Directors and Officers 21st Edition
- Creating Value: A practical guide for boards and directors
- A Director’s Guide to Governing Information Technology and Cybersecurity
- 50 Matters to be Considered Before Signing a Company’s Financial Statements 3rd Edition
- Asset Management for Directors
- How to Thrive Under the NDIS: A pathway to sustainability for service providers
- Audit Committees: A guide to good practice 3rd Edition

Forthcoming titles include:
- The Role of the Company Secretary: Influence, impact and integrity
- Board and Director Evaluation
- Developing Your Director Career

For a copy of the latest catalogue and more information, visit companydirectors.com.au/bookstore

John Bale GAICD
CEO and Co-founder, Soldier On

John Bale GAICD and Michael Fussell met at school, joined the army together and, in 2005, graduated from the Royal Military College. Six years later, Fussell was killed by an improvised explosive device in Afghanistan.

As well as grieving for his friend, Bale was concerned for the future of the two Australian soldiers injured in the same blast. The seeds of Soldier On were sown the following year when he heard about Help for Heroes, a British charity which works to galvanise the community behind the defence force as it helps injured veterans to rebuild their lives.

Bale was still serving as a captain when, in 2012, he founded Soldier On with his psychologist wife Dr Danielle Clout and close friend Cavin Wilson, a flight lieutenant in the Royal Australian Air Force. Soldier On works to help wounded veterans reintegrate into society.

Bale says they need family support, community support and help to find the right kind of employment. When they lose their military rank they are in danger of losing their sense of self.

Soldier On has already helped thousands of veterans to deal with physical and psychological wounds.

Bale is the CEO and Managing Director of Soldier On and a graduate of the Company Directors Course in the ACT.
Individual

This quadrant offers you specific professional development options in:

- Director Roles and Responsibilities
- Leadership

STARTING
- The Director Mindset
- Getting Started as a Director
- The Role of the Director
- The Role of the NFP Director

STRENGTHENING
- Ways Women Lead
- Boardroom Financial Acumen

MASTERING
- The Role of the Chair
- The Role of the NFP Chair
INDIVIDUAL DIRECTOR ROLES AND RESPONSIBILITIES

LEVEL: STARTING  •  DPD: 5 UNITS  •  DURATION: 2 HOURS

The Director Mindset

Benefits

• Understand the due diligence requirements when offered
• Discover the key insurance considerations.
• Examine the issues that may give rise to conflicts of interest
• Consider the differences in thinking like an executive to
• Understand the personal risk in accepting a board position.
• Consider the transition needed for collective/consensus
directors and the ways they may be handled.
• Develop skills in applying collective decision-making.

Suitable for

Senior executives considering a directorship, or newly
appointed directors.

Enrol now companydirectors.com.au/elearning

Getting Started as a Director

The Role of the Director

LEVEL: STARTING  •  DPD: 5 UNITS  •  DURATION: 1 HOUR

Benefits

• Recognise the duties and responsibilities of directors.
• Learn about rights and protection for directors.
• Identify liabilities and consequences for breaching the duties
imposed on directors.

Suitable for

Senior executives and newly appointed directors.

Enrol now companydirectors.com.au/elearning

The Role of the Not-for-Profit Director

LEVEL: STARTING  •  DPD: 5 UNITS  •  DURATION: 2 HOURS

Benefits

• Appreciate the potential personal liability of directors and
council members.
• Identify criteria for measuring achievements in not-for-profit
organisations.

Suitable for

Newly appointed not-for-profit directors or those seeking
directorships.

Enrol now companydirectors.com.au/shortcourses

Duties and Responsibilities of the Not-for-Profit Director

LEVEL: STARTING  •  DPD: 5 UNITS  •  DURATION: 3 HOURS

Benefits

• Identify liabilities and consequences for breaching the duties
• Learn about rights and protection for directors.
• Examine the duties and responsibilities of directors or
council members in not-for-profit organisations.
• Understand the role of the regulatory authorities in the
not-for-profit sector.
• Appreciate the potential personal liability of directors and
council members.
• Identify criteria for measuring achievements in not-for-profit
organisations.

Suitable for

Senior executives and newly appointed directors.

Enrol now companydirectors.com.au/elearning

Boardroom Financial Acumen

LEVEL: STRENGTHENING  •  DPD: 10 UNITS  •  DURATION: 1 DAY

Benefits

• Comprehend your organisation’s underlying financial issues
to properly review and challenge financial reports.
• Comprehend your organisation’s underlying financial issues
and not-for-profit sectors.
• Play a more meaningful role in the development and
monitoring of financial performance.
• Powerful peer learning and sharing of experiences.

Suitable for

Directors of listed companies from either a financial or non-
financial background, public sector organisations, and large
private and small to midcap organisations in both the for-profit
and not-for-profit sectors.

Recommended preparation

Company Directors Course  Page 26
International Company Directors Course  Page 28

Enrol now companydirectors.com.au/shortcourses

NFP Governance and Performance Study: Raising the Bar

Our must read NFP Governance and Performance Study: Raising the Bar, highlights the key themes, challenges and
opportunities the sector is currently facing. Compiled from focus groups, one-on-one interviews and a survey of NFP
directors and executives, this study is the most up-to-date snapshot of governance across the sector.

The study found that the sector is well-governed and achieves outstanding results. However, it has also highlighted key issues
to address to ‘raise the bar’ in the sector. The research emphasised that NFPs must aim to be financially strong and make a
profit that can be re-invested to achieve the organisation’s outcomes. It also underlined the importance of strategy as directors
in the sector reported they are being drawn in to short-term or operational matters at the expense of the bigger picture.

In addition to the themes of financial strength and strategic focus, the study delves into the need for the sector to redefine
its relationship with government, the increasing level of collaboration within the sector, and the trend towards performance
measurement in NFP organisations. The results of the 2017 survey will be published in September 2017.

Find out more companydirectors.com.au/nfpstudy
Naseema Sparks AM FAICD
Non-Executive Director and Chair

Following a successful career in marketing and advertising, Naseema Sparks AM FAICD is now a full-time non-executive director at winemaker, Australian Vintage; printer, PMP; cloud consulting business, Melbourne IT; and video tech company, Genero.

She also serves on the NSW Council of the AICD, is a director of the Biennale of Sydney and is a member of the board of trustees of Sydney Living Museums. Her willingness to put her hand up for opportunities means she is also a member of the advisory board for Sport at the Service of Humanity for the Vatican, despite not being a Catholic.

Sparks’ father was an executive at Shell, so while she was born in Australia she grew up in Singapore and Kuala Lumpur and was schooled in the UK before coming back to Australia to finish high school and go to university.

She studied pharmacy and pharmacology but only worked briefly as a pharmacist. While working at what was then Glaxo she decided she was more interested in strategy and marketing.

“I started working in the technical side and then I realised that the marketing people had a lot more fun, so I did a marketing degree and became a product manager,” she says.

After moving to what is now Sanofi as marketing director, she wanted a new challenge and did an MBA at Melbourne Business School and joined what was to become PwC as a strategy consultant.

One particular consulting assignment involved an in-depth assessment of a client’s marketing and advertising expenditure and return on investment. Sparks was reviewing the advertising agency involved and thought she may be able to add value to an agency business with her background in marketing and strategy.

“It was at that time that I understood that I had a creative streak, and enjoy being in creative and innovative environments,” she says.

Sparks worked in various senior roles in the advertising industry in both Australia and in London, and joined M&C Saatchi in 1997. In 2000, she became managing director of the Sydney business and a global partner.

“I enjoy being in creative and innovative environments.”

While managing director of M&C Saatchi, Sparks acquired her first commercial board role at vitamin and health supplement company, Blackmores, thanks to her combined background in pharmaceuticals and marketing.

She now describes herself as “a business strategist who just happens to understand marketing, brands, digital and technology.”

Many boards are now seeking out directors with marketing expertise, particularly as the marketing and media landscape has become more complex with the rise of digital technologies and social platforms, Sparks says.

Sparks believes senior executives should be able to have one listed board director role if they wish as it allows them to see into a business and culture that might differ from the one they are managing, and gives them variety in what is otherwise an all-consuming work life.

Sparks says she enjoys her work as a non-executive director. “I tend to work in the scale-up space and the mid-cap space, and you see an awful lot of variety in those spaces. I really genuinely enjoy it.”

For those aspiring to a board career, Sparks says networking is key, as is completing the Company Directors Course.

Find out more about our Company Directors Course on page 26 or visit companydirectors.com.au/cdc
Board

This quadrant offers you specific professional development options in:

- Board Roles and Responsibilities
- Board Operations
- Board Performance

STARTING
- The Role of the Board
- Establishing Boards for Business Owners
- In the Boardroom: Responsibilities and Practice
- Board Committee Series – Part 1

STRENGTHENING
- The Board and the Company Secretary
- Subsidiary Boards
- International Subsidiary Boards
- Conflicts of Interest
- Board Committee Series – Parts 2 and 3
- Effective Board Meetings
- Advanced NFP Governance
- NFP Board Dynamics
- Advanced NFP Governance for Indigenous Boards

MASTERING
- Board Advisory
BOARD ROLES AND RESPONSIBILITIES

**The Role of the Board**

**LEVEL:** STARTING - **DPD:** 5 UNITS - **DURATION:** 2 HOURS

**Benefits**
- Outline the functions of the board.
- Investigate the relationship between board and management.
- Learn how to evaluate and improve board performance.

**Suitable for**
Managing directors, CEOs, directors, consultants and senior managers who seek a greater appreciation of the role of the board.

Enrol now companydirectors.com.au/elearning

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**Establishing Boards for Business Owners**

**LEVEL:** STARTING - **DPD:** 5 UNITS - **DURATION:** 3.5 HOURS

**Benefits**
- Understand the demanding and unique governance role of the managing director/business owner.
- Explore the differing relationships and behaviours between being a manager/director/owner.

**Suitable for**
Business owners looking to implement appropriate governance practices.

Enrol now companydirectors.com.au/shortcourses

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**In the Boardroom: Responsibilities and Practice**

**LEVEL:** STARTING - **DPD:** 5 UNITS - **DURATION:** 3.5 HOURS

**Benefits**
- Recognise the duties of a director.
- Learn about key functions of a board.
- Gain insight into internal and external relationships of the board.
- Explore good governance processes and practices.

**Suitable for**
Established boards with recently appointed directors, consultants and senior managers who seek a greater appreciation of the role of the board.

Enrol now companydirectors.com.au/shortcourses

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**The Board and the Company Secretary**

**LEVEL:** STRENGTHENING - **DPD:** 5 UNITS - **DURATION:** 3.5 HOURS

**Benefits**
- Explore how to get the most from your company secretary.
- Gain insight into the collaborative relationships (board, management, regulators).
- Identify the core legal responsibilities of the company secretary to support directors, the board and the organisation.

**Suitable for**
Directors and those seeking insight into the role of the company secretary in supporting the board and corporate governance for the organisation.

Enrol now companydirectors.com.au/shortcourses

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**International Subsidiary Boards**

**LEVEL:** STRENGTHENING - **DPD:** 10 UNITS - **DURATION:** 3.5 HOURS

**Benefits**
- Participants can examine the governance structures relevant to their business environment.
- Participants gain insight into how to manage their multiple responsibilities, roles and working relationships to ensure they are effective contributors to the board.
- Participants learn how to examine and work effectively with their own organisations’ reporting and communication lines and in compliance with legislation for jurisdictions involved.

**Suitable for**
Directors of corporate subsidiary boards.

Enrol now companydirectors.com.au/shortcourses

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**Subsidiary Boards**

**LEVEL:** STRENGTHENING - **DPD:** 5 UNITS - **DURATION:** 3.5 HOURS

**Benefits**
- Explore the complexities and risks faced by directors of corporate subsidiary boards.
- Understand the significant personal liability and reputational risks for directors who get it wrong.
- Discuss case studies and examples – providing a practical application of the issues.
- Gain tips and guidance to enhance governance performance.

**Suitable for**
Current and aspiring directors of subsidiary boards.

Enrol now companydirectors.com.au/shortcourses

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**Conflicts of Interest**

**LEVEL:** STRENGTHENING - **DPD:** 5 UNITS - **DURATION:** 1.5 HOURS

**Benefits**
- Recognise when you may have a conflict of interest.
- Discover frameworks for working through conflicts.
- Learn about mechanisms to highlight conflicts.

**Suitable for**
Experienced directors looking to strengthen their understanding of the factors that constitute a conflict of interest and how to manage and address the issue.

Enrol now companydirectors.com.au/shortcourses

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**Board Advisory and Customised Education**

**LEVEL:** STARTING TO MASTERING

**Benefits**
- Bespoke advice, benchmarking and professional development for your board and senior leadership group.
- We partner with you to develop a tailored solution through focused diagnostic tools to help evaluate your need.
- Our education programs can be contextualised to your industry.
- Bespoke advice, benchmarking and professional development

**Suitable for**
Whole boards and organisations looking to implement best practice governance, build capabilities and raise performance. Organisations looking for advice, benchmarking and tangible improvements across board effectiveness.

Enrol now companydirectors.com.au/advisory
**Governing for Performance**

A new report, *From blind-spots to sweet spot* by Dr Robert Kay and Dr Chris Goldspink of Incept Labs, supported by the AICD, asked chairs to examine their beliefs around governance, performance and decision-making.

It found that good governance is particularly important in managing biases inherent in the decision-making process. In the view of the chairs, better decision making was exhibited when the organisation's Governing Team displayed:

- Diversity of experience
- Independence of mind
- Openness to alternatives

The chairs interviewed spoke of a 'sweet spot' where the social dynamic created by the combination of personalities, experience and circumstance resulted in the quality of decision making being superior. The whole was greater than the sum of the parts.

**Recommended preparation**

Foundations of Directorship  
Company Directors Course  
Governance Foundations for Not-for-Profit Directors

**Enrol now companydirectors.com.au/shortcourses**

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**Effective Board Meetings**

**LEVEL:** STRENGTHENING  
**DPD:** 5 UNITS  
**DURATION:** 2 HOURS

**Benefits**

- Recognise what makes a good board meeting
- Learn about planning, the structure and the processes before, during and after a meeting
- Gain practical information about how to improve individual and whole board performance
- Discover strategies for practising directors to both prepare for and participate in successful board meetings
- Hear interviews with leading directors

**Suitable for**

Directors and chairs interested in improving the structure and processes of their board meetings and enhancing their contribution.

**Recommended preparation**

Requires knowledge of board meeting procedures.

**Enrol now companydirectors.com.au/elearning**

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**Advanced Not-for-Profit Governance**

**LEVEL:** STRENGTHENING  
**DPD:** 20 UNITS  
**DURATION:** 2 DAYS

**Benefits**

- Recognise the role of the board in leading the executive, organisation and stakeholders in the areas of strategy and risk
- Gain clarity on the issues facing the board with respect to funding and sponsorship arrangements
- Learn techniques for ongoing monitoring of the organisation’s financial health and performance
- Gain insight into board composition, board structure and internal board processes that add value to the organisation
- Learn how to apply procedures and processes to enable effective board meetings
- Take away practical steps and tools to assist with driving organisation and board performance.

This program comprises two one-day courses, which can be undertaken individually or combined for a packaged rate.

**Day 1 – Driving and monitoring not-for-profit performance**

Develop an understanding of the board's obligations in developing, executing and monitoring your organisation’s strategic direction, risk management and financial health and performance.

**Day 2 – Not-for-Profit Board Dynamics**

Identify and apply tools and frameworks for improving board dynamics and internal culture for better board decision-making and enhanced board performance.

**Suitable for**

Directors and senior executives of not-for-profit organisations.

**Recommended preparation**

Foundations of Directorship  
Company Directors Course  
Governance Foundations for Not-for-Profit Directors

**Enrol now companydirectors.com.au/shortcourses**
**Board Performance**

**Not-for-Profit Board Dynamics**

**Benefits**
- Gain insight into board composition, board structure and internal board processes which add value to the organisation.
- Take away practical steps and tools to assist with driving organisation and board performance.
- Recognise the impact of ethics, behaviour and culture on board performance.

**Suitable for**
Directors and senior executives of not-for-profit organisations.

**Recommended preparation**
Foundations of Directorship  
Company Directors Course  
Governance Foundations for Not-for-Profit Directors

**Enrol now companydirectors.com.au/shortcourses**

**Advanced Not-for-Profit Governance for Indigenous Boards**

**Benefits**
- Outline the role of the board in leading the executive, organisation and stakeholder in areas of sustainability, strategy and risk.
- Identify techniques for ongoing monitoring of the organisation's strategic plan and its objectives.
- Discuss strategies and methods for board succession planning and diversity.
- Discuss the impact of ethics, behaviour and culture on board performance.
- Identify criteria for measuring board performance and the performance of its committees in relation to their delegated functions.

**Suitable for**
Directors and senior executives of indigenous, not-for-profit organisations.

**Recommended preparation**
Indigenous Governance  
Company Directors Course  
Governance Foundations for Not-for-Profit Directors

**Enrol now companydirectors.com.au/shortcourses**

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**Member Profile**

**Fiona Harris FAICD**
Non-Executive Director

Fiona Harris FAICD is a familiar name among directors in the governance community. Since leaving her position as Partner of KPMG in Sydney more than 21 years ago, Harris has served on some 27 boards that have spanned all four sectors. To say that her governance portfolio is diverse is an understatement; few in Australia would equal it.

Harris’ first directorships included appointments to Sydney Philharmonia Limited, HBF Health Funds and the Government Employees Superannuation Board, where she was later appointed chair. She then deployed her talents at Alinta, Burswood, WASO, the Holmes-à-Court entity Heytesbury and Rothschilds in Australia. Harris turned her focus to the energy and natural resources sector when, after seven years as a professional company director, she joined the board of iron ore miner Portman Mining – as its only woman.

Since then Harris has been involved with companies such as Altona Mining, Aurora Oil and Gas, Sundance Resources, Territory Resources, Toro Energy, Infigen Energy, BWP Trust and Oil Search. Harris has served on some 27 boards that have spanned all four sectors. To say that her governance portfolio is diverse is an understatement; few in Australia would equal it.

This goes hand-in-hand with her belief that professionalism and a respect for the role are the keys to success. “Directors need to do their due diligence around the people and the board on the way in, because being on a board comes with great responsibilities to the company and may suggest you as a candidate. That person will likely be offered roles they cannot accept and may suggest you as a candidate.

Speaking of her conduct as a director, Harris says, “I am very firmly of the belief that when you take on the role of director, with the duty to act in the best interests of the company, then you need to consider this duty to test any action that you might take. Quitting at the first sign of trouble just doesn’t cut it for me. Being a professional non-executive director to me means just that – being professional.”

“Quitting at the first sign of trouble just doesn’t cut it for me. Being a professional non-executive director to me means just that – being professional.”

This goes hand-in-hand with her belief that professionalism and a respect for the role are the keys to success. “Directors need to do their due diligence around the people and the board on the way in, because being on a board comes with great responsibilities to the company and can be a precarious existence.”

Having done the due diligence, the work around a boardroom table can be fascinating and very rewarding: “Over the years, I have had the great pleasure of dealing with a variety of highly intelligent people and often the most difficult, challenging situations can provide the most satisfaction when they are ultimately resolved as a team – that is what I have enjoyed most.”

Find out more about membership with the AICD on page 8 or visit companydirectors.com.au/membership
Organisational

This quadrant offers you specific professional development options in:

- Governance
- Risk and strategy
- Finance
- Management relations

STARTING
- Governance Foundations for NFP Directors
- Governance Foundations for NGOs in Asia
- Interpreting Financial Statements
- Reporting to the Board
- Working with the Board
- Preparing Effective Board Reports

STRENGTHENING
- Governance in Action
- The Strategic Board
- Driving and Monitoring NFP Performance
- The Board’s Role in Mergers and Acquisitions in the NFP Sector
- Directors’ Duties: Annual Financial Reporting Considerations for Directors
- The Board and the CEO

MASTERING
- Applied Risk Governance
- Company Directors Course Specialisation: Mergers and Acquisitions
- Company Directors Course Specialisation: Preparing for Sale
- Company Directors Course Specialisation: The Board’s Role in Crisis Management
- Company Directors Course Specialisation: Ensuring Solvency
- Mastering Financial Governance
**ORGANISATIONAL GOVERNANCE**

**Governance for Directors**

**LEVEL:** STARTING  | **DPD:** 8 UNITS  | **DURATION:** 1 DAY

**ELEARNING WEBINAR FACE-TO-FACE IN-HOUSE**

**Benefits**
- Understand the duties and responsibilities of a director.
- Gain familiarity with governance and board meeting processes.
- Learn from case studies.
- Take away plain English course materials and tools you can use immediately.
- Successfully complete all three Foundations of Directorship courses and the online assessment to gain the Foundations of Directorship certificate and an additional five DPD units.

**Modules**

**The Role of the Director and the Board**
- Explains the role of the director and the board in establishing the governance of the organisation.
- Outlines the duties, responsibilities and the rights of directors of private, public and not-for-profit organisations.
- Discusses the roles of the various regulatory bodies.

**Introduction to Board Meetings and Governance**
- An overview of how boards and directors undertake their roles.
- Explores good governance processes and practices.
- Discusses board composition.
- Outlines processes and practices for effective board meetings.

**Suitable for**
Executives, new and aspiring directors, and sole directors who require an introduction to their duties.

Enrol now companydirectors.com.au/fod

**Governance for International Directors**

**LEVEL:** STARTING  | **DPD:** 8 UNITS  | **DURATION:** 1 DAY

**ELEARNING WEBINAR FACE-TO-FACE IN-HOUSE**

**Benefits**
- Understand the role and responsibilities of a director in an international context.
- Consider issues from a director’s perspective, as they apply to various organisational structures across different countries and cultures.
- Identify and manage internal and external stakeholder interests when working across borders and how culture may impact on these relationships.
- Immediately apply your learnings to real-world situations.

**Modules**

**The Role of the International Director and the International Board**
- Explore the role of the board, directors, chairs, and management in organisations operating across international borders.
- Investigate the role and key functions of the international board and its directors.
- Discuss the impact of different countries and cultures on effective governance.

**Introduction to Board Meetings and International Governance**
- Discover the composition and structure of effective boards and meeting procedures, taking account of cultural influences that impact board dynamics and how a board exercises its governance responsibilities.
- Outline practices and processes for effective board meetings.
- Discuss the impact of culture on board function and dynamics.

**Suitable for**
Senior executives and mid-level managers of multinational organisations, who report to a board; executive and non-executive directors of multinational organisations; and international business owners of private or family companies.

Enrol now companydirectors.com.au/international

**Governance Foundations for Not-for-Profit Directors**

**LEVEL:** STARTING  | **DPD:** 8 UNITS  | **DURATION:** 1 DAY

**ELEARNING WEBINAR FACE-TO-FACE IN-HOUSE**

**Benefits**
- Recognise how directors in the not-for-profit sector can link duties and responsibilities with the not-for-profit environment.
- Recognise the duties and responsibilities of directors in an international context.
- Gain an appreciation of the potential personal liability of directors and council members.
- Gain an understanding of the governance structures that apply in the not-for-profit context.
- Appreciate the role of directors in overseeing the strategy formulation and risk management approach of the organisation.
- Recognise how directors in the not-for-profit sector can link the financial statements to understand the financial ‘story’ and health of the organisation.

This program comprises of three half-day courses, which can be undertaken individually or as a suite for a packaged rate.

**Suitable for**
Newly appointed not-for-profit directors or those seeking their first not-for-profit directorship.

Enrol now companydirectors.com.au/shortcourses

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**Driving Productivity from the Top**

AICD and KPMG recently partnered to deliver a study *Driving Productivity from the Top* which asks directors and governance leaders to evaluate the conditions and decisions that drive productivity in Australia.

Specifically, the report identifies the impacts of often fluid public policy on productivity, innovation and social cohesion. It highlights the challenges of the current – largely short-term – policy-making process with respect to creating longevity, stability and meaningful reform for the Australian economy and society. It also underlines where the government should focus policy development for the long-term and how public policy can impact on productivity and innovation and reshape the workforce.

For more information visit companydirectors.com.au/drivingproductivitykpmg
ORIGINATIONAL GOVERNANCE

Governance Foundations for NGOs in Asia

LEVEL: STARTING  •  DPD: 8 UNITS  •  DURATION: 1 DAY

Benefits
- Recognise the duties and responsibilities of directors in the NGO environment.
- Discuss what financial aspects you should be reviewing to evaluate company performance.
- Develop an understanding of how to measure the productivity and efficiency of your organisation.
- Gain an understanding of governance structures that apply in the non-governmental organisation context.
- Appreciate the role of directors in overseeing the strategy formulation and risk management approach of the organisation.

Recommended Preparation
Nil

Enrol now companydirectors.com.au/int-shortcourses

Interpreting Financial Statements eLearning is provided complimentary with this course.

Governance in Action

LEVEL: STRENGTHENING  •  DPD: 5 UNITS  •  DURATION: 2 HOURS

Benefits
- Recognise how the board fulfils its functions.
- Learn about appropriate structures for an effective board meeting.
- Discover frameworks for developing a board meeting agenda.
- Recognise appropriate board composition.

Suitable for
Executives accepting their first directorship, and those considering accepting a directorship, executives who report directly to a board; directors who are seeking to transition into NGO directorship; and directors of NGOs.

Enrol now companydirectors.com.au/elearning

Public Sector Forum

LEVEL: STRENGTHENING  •  DPD: 5 UNITS  •  DURATION: 2 HOURS

Benefits
- Explore current and emerging governance issues and opportunities in the public sector.
- Access subject matter experts and tap into their experience and knowledge.
- Learn how others in the public sector are dealing with governance issues and trends.
- Share insights, connect with peers and expand your network.

Suitable for
Directors and executives of Commonwealth authorities and companies, senior executives in public sector agencies, including government departments, members of advisory committees of government organisations, advisors to government organisations.

Enrol now companydirectors.com.au/sectorforums

Strategy and Risk for Directors

LEVEL: STARTING  •  DPD: 8 UNITS  •  DURATION: 1 DAY

Benefits
- Develop a director-oriented view of strategy and risk.
- Create awareness of personal risk appetite in relation to board decisions.
- Take away plain English course materials and tools you can use immediately.
- Learn from case studies.
- Successfully complete all three Foundations of Directorship courses and the online assessment to gain the Foundations of Directorship certificate and an additional five DPD units.

Modules
Introduction to the Strategic Role of the Director
- An overview of basic strategic planning frameworks and the director's role in formulating and overseeing strategy.
- Introduces a set of practical tools to monitor the implementation of strategies to ensure their success.
- Provides a broad understanding of the link between strategy and financial health or wealth creation.

Risk: Issues for Directors
- An introduction to the director's role and the board’s responsibility in risk oversight and monitoring.
- Develops the language of risk.
- Creates awareness of personal risk appetite and how this affects board decisions.
- Provides a stepped approach to risk for directors.

Suitable for
Executives, new and aspiring directors, and sole directors who require an introduction to their duties.

Enrol now companydirectors.com.au/fod

Strategy and Risk for International Directors

LEVEL: STARTING  •  DPD: 8 UNITS  •  DURATION: 1 DAY

Benefits
- Work more effectively with your board to drive positive performance outcomes.
- Identify and mitigate the risks faced by directors and multinational companies.
- Enrich your contribution to your board and organisation.
- Examine the effectiveness of adopting a structured approach to formulating strategies.
- Develop a clearer perspective on your role in monitoring the implementation of strategic plans, and identify the influence of risk on your organisation.
- Immediately apply your learnings to real-world situations.

Modules
Introduction to the Strategic Role of the International Director
- An overview of basic strategic planning frameworks and the director's role in formulating and overseeing strategy.
- Discuss strategic measures and clarifies the organisation’s, board's and directors' roles in an international context.
- Outline a comprehensive process on how to formulate a strategic plan.

Risk: Issues for International Directors
- An introduction to the director's role and the board’s responsibility in risk oversight and monitoring.
- Consider how to determine the acceptability of risk avoidance, reduction and transfer.
- Compare a director's risk appetite with those of the board and the organisation.

Suitable for
Executives accepting their first directorship of a multinational corporation; executives considering accepting a directorship at a multinational; and those who report directly to a multinational board.

Enrol now companydirectors.com.au/international
Marina Go MAICD
NED, Energy Australia

In the last decade, Marina Go MAICD has made the transition from media executive to non-executive director and chair. An accomplished director, Go is chair of the Wests Tigers Rugby League Club and Office Brands. She also sits on the board of Energy Australia, Autosports Group Ltd, digital startup Daily Siren and the Walkley Foundation.

Her executive roles include Country CEO of luxury media publisher Hearst Australia, Chief Executive of digital media publisher Private Media, and Group Publishing Director of Independent Digital Media. A graduate of the AICD’s Chairs’ Mentoring Program, Go was mentored by Graham Bradley AM FAICD.

‘Graham is an extremely professional and accomplished chairman. He also cares about diversity. As my mentor he pushed me, he opened doors for me and he challenged my thinking.’

‘He devoted time to meeting with me. I met with Graham on a monthly basis for about an hour. He asked a lot of why questions,” said Marina.

‘I also got to ask him a lot of questions. He’s chaired a lot of boards so I was fortunate that during the first stage of my chair career, I got to work with such an accomplished chairman.’

Marina says undertaking the Company Directors Course accomplished chairman. ‘I also got to ask him a lot of questions. He’s chaired a lot of why questions,” said Marina. Graham on a monthly basis for about an hour. He asked He devoted time to meeting with me. I met with Graham on a monthly basis for about an hour. He asked a lot of why questions,” said Marina. ‘I also got to ask him a lot of questions. He’s chaired a lot of boards so I was fortunate that during the first stage of my chair career, I got to work with such an accomplished chairman.’

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Suitable for Newly appointed directors or those seeking directorships in the not-for-profit sector.

Enrol now companydirectors.com.au/shortcourses

The Strategic Board

LEVEL: STRENGTHENING - DPD: 10 UNITS - DURATION: 1 DAY

Benefits

• Investigate the role of the board in strategy.
• Discover practical frameworks for strategic thinking.
• Use case studies to explore the use of the frameworks.
• Take away practical steps and tools to assist with strategy development.

Recommended preparation
Company Directors Course Page 26

Suitable for Managing directors, CEOs, directors, consultants and senior managers who seek a greater appreciation of the role of the board in strategy.

Enrol now companydirectors.com.au/shortcourses

Organisational Strategy and Risk

Strategy and Risk for the Not-for-Profit Director

LEVEL: STARTING - DPD: 5 UNITS - DURATION: 3.5 HOURS

FACE-TO-FACE IN-HOUSE

Benefits

• Appreciate the director’s role in formulating and overseeing strategy, risk oversight, monitoring and management.
• Establish the link between strategy and risk management, risk culture and effective leadership.
• Identify stakeholders and stakeholder management strategies.
• Analyse board issues relating to fundraising and sponsorship.
• Create awareness of personal risk appetite and how this affects board decisions.

Recommended preparation
Foundations of Directorship Page 24
Company Directors Course Page 26
Governance Foundations for Not-for-Profit Directors Page 49

Enrol now companydirectors.com.au/shortcourses

Driving and Monitoring Not-for-Profit Performance

LEVEL: STRENGTHENING - DPD: 10 UNITS - DURATION: 1 DAY

FACE-TO-FACE IN-HOUSE

Benefits

• Critically evaluate the role of directors of not-for-profit boards in driving performance, resilience and sustainability.
• Recognise the current challenges facing the board in driving the development of an enduring organisation able to effectively fulfill its purpose.
• Identify and analyse significant strategic issues facing the board that will impact the sustainability and success of the organisation.

Recommended preparation
Foundations of Directorship Page 24
Company Directors Course Page 26
Governance Foundations for Not-for-Profit Directors Page 49

Enrol now companydirectors.com.au/shortcourses

The Board’s Role in Mergers and Acquisitions

LEVEL: STRENGTHENING - DPD: 5 UNITS - DURATION: 3.5 HOURS

FACE-TO-FACE

Benefits

• Assess your organisation’s position to ensure any mergers and acquisitions are strategically sound.
• Evaluate the suitability of a proposed mergers and acquisitions transaction for your organisation, taking strategic and cultural fit into account.
• Help to increase capabilities in order to maximise the competitive advantage of your organisation.
• Identify the current and relevant trends, frameworks and regulatory requirements of mergers and acquisitions transactions.
• Work more effectively with management in implementing major organisational changes associated with a merger.

Recommended preparation
Foundations of Directorship Page 24
Company Directors Course Page 26
Governance Foundations for Not-for-Profit Directors Page 49

Enrol now companydirectors.com.au/shortcourses
**Organisational Strategy and Risk**

**Applied Risk Governance**

**Recommended preparation**

Company Directors Course  Page 26

Enrol now companydirectors.com.au/shortcourses

**Benefits**

- Consider processes for setting and reviewing risk appetite/tolerance and the relationship between organisational culture and risk appetite/tolerance.
- Review the interrelationship between risk and strategy and between risks and organisational activity.
- Examine the function of the board’s risk committee and board risk reporting systems.

**Suitable for**

Chairs, directors and executives involved in risk management.

**Company Directors Course Specialisation: Mergers and Acquisitions**

**Recommended preparation**

Company Directors Course  Page 26

Enrol now companydirectors.com.au/specialisations

**Benefits**

- Make powerful networking and business connections with peers in a specific area of interest.
- Develop a strategic framework for how to approach your company’s journey for growth through mergers and acquisitions.
- Gain knowledge directly from industry experts who have experienced the journey successfully in their own businesses.

**Suitable for**

Past participants of the Company Directors Course wanting to launch an acquisition strategy.

**Company Directors Course Specialisation: Preparing for Sale**

**Recommended preparation**

Company Directors Course  Page 26

Enrol now companydirectors.com.au/specialisations

**Benefits**

- Make powerful networking and business connections with peers in a specific area of interest.
- Develop a framework for how to approach your company’s journey through preparing to sell your business.
- Gain knowledge directly from industry experts who have experienced the journey successfully in their own businesses.

**Suitable for**

Past participants of the Company Directors Course preparing their business for sale.

**AICD Remuneration Survey**

Each year, the AICD releases the Remuneration Survey. This provides much-needed insight into the remuneration of Australian non-executive directors, chairs and members of audit, risk, nomination and health and safety committees from across the not-for-profit, private and listed sectors.

In 2016, the Survey received 1,627 responses, of which 245 (15%) relate to listed companies, 732 (45%) to not-for-profit organisations, and 650 (40%) to private enterprises. Public sector remuneration was not covered in the survey, as board fees are set by an independent tribunal and are already publicly available.

The results of the survey have been compiled into a database, available exclusively to AICD members to benchmark their pay and evaluate how it compares to the average director fees of their peers.

All AICD members are eligible to request up to two complimentary extracts from the remuneration database.

Download yours today at companydirectors.com.au/remuneration

**Dennis Gentilin MAICD**

**Founding Director, Human Systems Advisory**

Dennis Gentilin MAICD was a 29-year-old trader working in the National Australia Bank’s (NAB) London dealing room when he learned his colleagues were racking up hundreds of millions in trading losses and covering them up. What he chose to do about this would have profound ramifications for the traders, for NAB and ultimately for himself.

Working at NAB was Gentilin’s first job. He studied banking and finance at Monash University before joining the bank as a graduate and he discovered an environment where unethical behaviour had become normalised.

He struggled with this culture and responded by trying to turn a blind eye. What transformed Gentilin from a bystander to a whistleblower after he moved to London was a heated exchange with a colleague, who revealed the full extent of the losses that the foreign exchange team was hiding.

His wife urged him to do something about it, as did a trusted colleague. That history ultimately led to four NAB traders being jailed for unauthorised trading, which cost the bank $360 million in 2003–04.

Unusually, Gentilin was able to stay on at NAB for another 12 years but the experience led Gentilin to complete a psychology degree. After leaving NAB, Gentilin became a public speaker and consultant, helping leaders create the conditions within their organisations that promote ethical conduct. He has also written a book, *The Origins of Ethical Failures*.

Gentilin says directors have a very important role to play in setting an organisation’s culture.

“As much as we like to think that what goes on in the boardroom stays in the boardroom, people hear stories,” he says. “And if the stories they’re hearing paint a picture of a boardroom in which directors lack personal integrity and don’t listen to those who speak up, then people will naturally become cynical.”

Dennis Gentilin MAICD spoke about how to make ethical decisions in the boardroom at the AICD’s 2017 Australian Governance Summit.
Company Directors Course

Specialisation: The Board’s Role in Crisis Management

LEVEL: MASTERING  •  DPD: 10 UNITS  •  DURATION: 1 DAY

Benefits
- Make powerful networking and business connections with peers in a specific area of interest.
- Develop a framework for how to approach a crisis situation for your business.
- Gain knowledge directly from industry experts who have managed a variety of crises for many businesses.

Suitable for
Past participants of the Company Directors Course looking to gain confidence in their planning, approach and response to a crisis situation.

Recommended preparation
Company Directors Course  Page 26

Enrol now companydirectors.com.au/specialisations

Specialisation: Ensuring Solvency

LEVEL: MASTERING  •  DPD: 10 UNITS  •  DURATION: 1 DAY

Benefits
- Make powerful networking and business connections with peers in a specific area of interest.
- Develop a framework for identifying and mitigating early warning signs of financial downturn, ensuring director duties as they relate to insolvency are upheld.
- Gain knowledge directly from industry experts who have advised boards in their planning and approach to organisational turnarounds.

Suitable for
Past participants of the Company Directors Course looking for the confidence and tools to govern and turnaround a business in times of financial distress.

Recommended preparation
Company Directors Course  Page 26

Enrol now companydirectors.com.au/specialisations

Finance for Directors

LEVEL: STARTING  •  DPD: 8 UNITS  •  DURATION: 1 DAY

Benefits
- Obtain a director-oriented view of finance.
- Recognise financial and non-financial indicators of company performance.
- Learn from case studies.
- Take away plain English course materials and tools you can use immediately.
- Successfully complete all three Foundations of Directorship courses and the online assessment to gain the Foundations of Directorship certificate and an additional five DPD units.

Modules
Introduction to Financial Statements for Directors
- A straightforward introduction to financial statements from the director's perspective.
- Reviews the three key financial statements: balance sheet, income (profit and loss) and cash flow.
- Outlines directors' duties with regard to financial statements and systems.

Assessing Financial Performance for Directors
- A guide to the financial performance of a company from the director's perspective.
- Introduces key financial ratios and how directors can use them.
- Discusses the financial and non-financial indicators of company performance.

Suitable for
Executives, new and aspiring directors, and sole directors who require an introduction to their duties.

Enrol now companydirectors.com.au/fod

Finance for International Directors

LEVEL: STARTING  •  DPD: 8 UNITS  •  DURATION: 1 DAY

Benefits
- Work more effectively with your board to drive positive performance outcomes.
- Learn a financial vocabulary that is in general use across most entity types, and gain skills to assess the financial position of your organisation.
- Discuss what financial aspects you should be reviewing to evaluate company performance and develop understanding of how to measure the productivity and efficiency of your organisation.

Modules
Introduction to Financial Information for International Directors
- A straightforward introduction to financial statements from the director's perspective.
- Reviews the three key financial statements: balance sheet, income (profit and loss) and cash flow.
- Discusses how directors use these statements in monitoring financial performance.

Assessing Financial Performance for International Directors
- A guide to the financial performance of a company from the director's perspective.
- Introduces key financial ratios and how directors can use them.
- Discusses the financial and non-financial indicators of company performance.

Suitable for
Executives accepting their first directorship of a multinational organisation and those who are considering accepting a directorship at a multinational organisation.

Enrol now companydirectors.com.au/international
Finance for the Not-for-Profit Director

**LEVEL:** STARTING • DPD: 5 UNITS • DURATION: 3.5 HOURS

**Benefits**
- Identify the major elements of the financial statements and the linkages between them.
- Appreciate a director’s duties with regard to a company’s financial statements and financial reports.
- Evaluate financial performance by reviewing financial statements over time.
- Use financial data in analysing simple financial ratios.
- Apply and interpret financial ratios applicable to not-for-profit organisations.
- Appreciate how to evaluate solvency, what should be done and when.
- Discuss the board’s role in improving financial performance.

**Suitable for**
Newly appointed not-for-profit directors or those seeking directorships in the not-for-profit sector.

Enrol now companydirectors.com.au/shortcourses

Interpreting Financial Statements

**LEVEL:** STARTING • DPD: 5 UNITS • DURATION: 2 HOURS

**Benefits**
- Identify the three main types of financial statements and their relationship to each other.
- Assess financial trends and ratios.
- Identify questions to ask when assessing the organisation’s financial performance.
- Identify early warning signs of insolvency.
- Those with a basic through to a more comprehensive understanding of financial concepts.

**Suitable for**
The course allows learners to self-select the level of learning needed and is therefore suitable for those with a basic through to a more comprehensive understanding of financial concepts.

Enrol now companydirectors.com.au/elearning

Directors’ Duties: Annual Financial Reporting Considerations for Directors

**LEVEL:** STRENGTHENING • DPD: 5 UNITS • DURATION: 1 HOUR

**Benefits**
- Understand directors’ duties with regard to financial statements and financial reports.
- Learn the associated processes that should be implemented.
- Identify the potential legal ramifications of signing off the accounts.
- Develop strategies for effective financial governance.

**Suitable for**
Directors wanting to confirm their duties regarding signing off company financial accounts.

Register now companydirectors.com.au/webinars

Mastering Financial Governance

**LEVEL:** MASTERING • DPD: 10 UNITS • DURATION: 1 DAY

**Benefits**
- Consider the organisation’s lifecycle and how this impacts financial governance.
- Consider the key financial reporting obligations of the board.
- Examine the contentious financial issues that boards commonly face and consider ways in which they may be handled.

**Suitable for**
Directors from either a financial or non-financial background.
Directors of large private and small to medium organisations.

Recommended preparation
Company Directors Course  Page 26

Enrol now companydirectors.com.au/shortcourses

Director Sentiment Index (DSI)

Now in its seventh year, the Director Sentiment Index (DSI) is a key indicator of the issues that are important to our members and the wider director community. It is a driver for discussions on the economy, policy reform and corporate governance and is one way we consult and engage with members on advocacy issues.

Conducted bi-annually, the survey measures the opinions, current priorities, future intentions and expectations of Australia’s directors and is the only index of its kind in Australia.

To find out more visit companydirectors.com.au/dsi
**Organisational Management Relations**

### Reporting to the Board

**Level:** Starting  | **DPD:** 5 units  | **Duration:** 1.5 hours

**Benefits**
- Define the needs of the board and the role of management in board reporting.
- Identify the objectives of board reporting and the structure and purpose of the various types of board reports.
- Outline what the board looks for in executive reports.
- Identify the board’s requirements for written and verbal presentations.

**Suitable for**
Executives and directors or anyone who reports to a board.

**Recommended preparation**
An understanding of corporate governance.

**Enrol now** companydirectors.com.au/shortcourses

### Preparing Effective Board Reports

**Level:** Starting  | **DPD:** 5 units  | **Duration:** 1 hour

**Suitable for**
Senior managers and aspiring or new directors who are seeking to enhance their understanding of good practice, preparation and presentation of reports to the board.

**Register now** companydirectors.com.au/webinars

### Working with the Board

**Level:** Starting  | **DPD:** 20 units  | **Duration:** 2 days

**Suitable for**
Executives working with the board to develop strategy and monitor risk.

**Find out more** companydirectors.com.au/inhouse

### The Board and the CEO

**Level:** Strengthening  | **DPD:** 5 units  | **Duration:** 3.5 hours

**Suitable for**
Chairs, non-executive directors, CEOs and whole boards.

**Recommended preparation**
Company Directors Course

**Enrol now** companydirectors.com.au/shortcourses

### Governance of the Nation: A Blueprint for Growth

**2017 Edition**

In 2017, we released the second edition of the AICD’s national reform agenda, *Governance of the Nation: A Blueprint for Growth*. The report calls on Australia’s political and business leaders to take action to end policy and governance paralysis. The comprehensive plan outlines steps to help boost productivity and ensure Australia can face its current economic and social challenges.

The report recommends national policy reforms that would deliver real benefits and a longer-term focus for national policy making. Its recommendations are informed by member insights through our regular Director Sentiment Index, consultation with the AICD’s Divisional Council and Policy Committees, and the insights of the AICD’s Chief Economist, Stephen Walters.

**The report sets out a plan for long-term growth with recommendations in six areas:**

1. **Reforming national governance** – calling for fixed, four-year terms for the federal government, reforms to the Council of Australian Governments (COAG) process and leadership from Australian directors in governance standards and practice.

2. **Fiscal sustainability** – calling for spending reforms to return government expenditure as a percentage of GDP to pre-GFC levels, and tax reform to promote economic growth, improve fairness and increase competitiveness. A change in the tax mix from inefficient direct taxes is recommended, supported by a lift in the GST rate (with compensation).

3. **Innovation and entrepreneurialism** – calling for a pushback against protectionism in all its forms, review of regulatory settings that encourage risk aversion and increased engagement between business, government and academia.

4. **Partnership with not-for-profits** – calling for five-year funding cycles for the NFP sector and national harmonisation in NFP regulations, such as fundraising.

5. **Human capital** – calling for an increase in female participation, industrial relations reform, and a national focus on skills training and education.

6. **National infrastructure** – calling for a 15-year infrastructure plan with project reporting, benchmarking and governance, increased use of ‘good’ debt to fund productive infrastructure, and greater use of private sector funding models.

**Download the full report at** companydirectors.com.au/blueprint
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