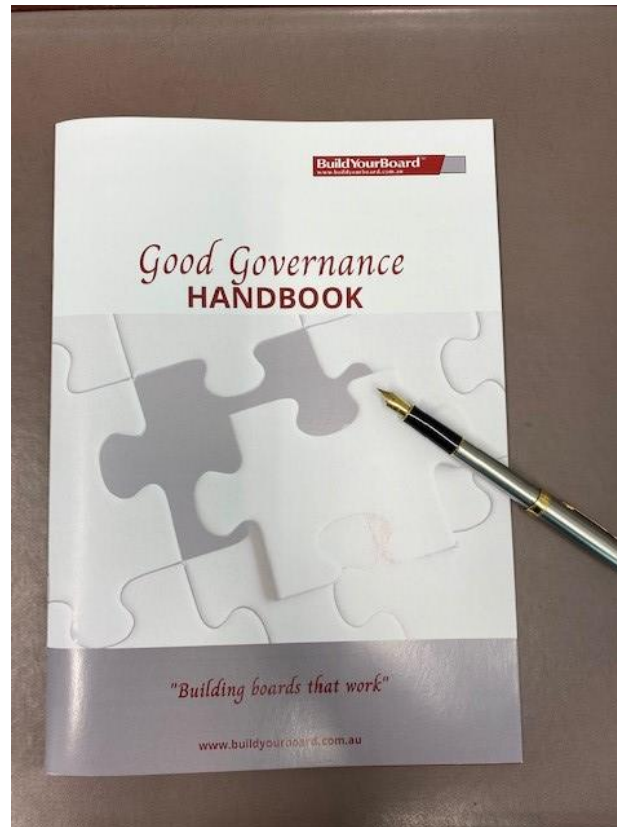


# BYB - Governance & Board Protocols Masterclass

International Directors - Offered Online (Zoom) with Self study between sessions



# Session One

- ▶ Governance explained in a global & national context
- ▶ What is good governance in the Boardroom environment
- ▶ The distinction between Governance and Management
- ▶ Governance theory in a practical environment

# Session Two

- ▶ The role of the NED on any Board and qualities and KPI's required in;
  - ▶ Good Corporate Governance
  - ▶ Good Financial Management
  - ▶ Diversity and Integrity
  - ▶ Independence as a director
- ▶ Board formulation, size and diversity
- ▶ Role & importance of Independent Directors
- ▶ How Board formulation impacts Organisational performance

# Session Three

- ▶ How does the R.I.Tricker Model apply to Directors on 21<sup>st</sup> Century Boards
- ▶ Strategic decision making as a Board skill
- ▶ Risk recognition and management of risk as a Board skill and process.
- ▶ ESG, Ethics, Sustainability and responsible directorship
- ▶ Director liability & indemnity precautions & guidelines

# Session Four

- ▶ The difference between Managing & Governance at Board level
- ▶ Review and understanding of related legislation & guidelines in your jurisdiction
- ▶ What is conflict of interest, how to manage it.
- ▶ Cause of Disputes & Dispute resolution on Boards

# Session Five

- ▶ What sort of personality dynamics exist on Boards
- ▶ What KPI's are critical for good NED's
- ▶ List an Action plan for future professional development.
- ▶ Review your Directorship CV design & prepare for interviews
- ▶ How to choose the Board that is right for your Directorship journey

# Learning Outcomes

- ▶ LO 1- What is governance as corporate discipline and where is it best applied and what imperatives must be observed in the Boardroom.
- ▶ LO 2- KPI's and key skills required to function as an effective director in challenging as well as ordinary times, to be most effective and efficient.
- ▶ LO 3- Key doctrines and theories that drive good governance in the western world, and how they can be used to drive leadership in the boardroom.
- ▶ LO 4- Driving and owning the relationship between management and the board, role of the CEO & role of the Chair.
- ▶ LO 5- Preparing to enhance your PD as a Director in a ever changing governance environment.

# Session Study & Options

- ▶ *The BYB Sessions (5) are available globally via Zoom, with a maximum of 10 attendees so as to ensure even interaction and learning contribution by all involved.*
- ▶ *In between each calendar session readings, will be assigned for candidates to undertake. Homework readings & research is set in between Sessions (approx. 2hrs)*
- ▶ *Certification is issued under the BYB brand at completion of the program.*

## Alternatives

- ▶ MP8 or MP12 Offered as a more detailed Training Program.....apply to BYB for more information
- ▶ Masterclass in Tuscany also offered as a 2.5 day accelerated course;

<http://buildyourboard.com.au/information-hub/masterclass20/>



# About your Facilitator

**Max Franchitto**, BA,MBA, Grad.Dip.Legal St., PC.Arb.

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Max Franchitto is the Founder and Managing Principal of MGF Consulting Group (est. 1999)

***Areas of proven expertise include;***

***Corporate Governance and Compliance - Strategic Planning - Business Performance –  
Mergers & Acquisition strategy & implementation - Dispute Resolution.***

In his advisory role Max has worked with over 300 Boards & Directors Nationally, in both the NFP and Commercial sectors.

He is a recognised mentor and advisor to aspiring and established Directors, CEO's and Business owners throughout Australia.

Max holds a Bachelors Degree (Flinders Uni. SA.) in Politics & Economics, an MBA (University of SA & Macquarie GSM).

He holds a Graduate Diploma in Legal Studies (UNSW Law School) in Corporate Governance, Contracts and IP Law.

He received the Macquarie University, Graduate School of Management "Brambles Management Prize" (1995),

He attended Harvard Business School (Boston, MA) to specialise his studies in Service & Customer retention management.

He holds a Professional Certificate in Arbitration & Mediation (Adelaide Uni.- Law School & IAMA).

He has been a past Fellow of the Australian Institute of Management (SA) and

a Fellow Certified Practising Marketer (FCPM) with the Australian Institute of Marketing.

He has been an assessor in the Masters of Applied Finance at Kaplan Professional Education.

He is a current faculty member at Kaplan Business School as facilitator of the MBA 402 – Governance Ethics & Sustainability.

Max has held a number of Directorships, including Chairman on Not-for-Profit Boards.

- Resolution Institute of Australia – Deputy Chair SA Committee
- Asthma Foundation of SA – Chairman (& now Life Member)
- Asthma Foundations Australia – Non Executive Director
- National Asthma Council – Non Executive Director

***For further details his Linked In profile showcases his contribution to business thinking.***



## Good Governance in your Boardroom

For further assistance or for an individualised training program contact us at BYB;

[www.buildyourboard.com.au](http://www.buildyourboard.com.au)