

THE IN-HOUSE TRAINING COMPANY

The effective company director

Overview

Effective directors understand that directing the organisation is much more than managing it. They aim to maximise their contribution to the work of the board and ensure that they achieve high performance in all aspects of their role as director. This programme has been designed to help newly-appointed directors manage their transition to the board effectively, by explaining both the theory and the practice of corporate governance and by building on their existing competencies.

Training objectives

At the end of this workshop each participant will have:

- 1 A knowledge of the law relating to directors' liabilities
- 2 A better appreciation of how to apply the principles of corporate governance to building an effective organisation
- 3 An insight into how to balance the different aspects of the role – governance, entrepreneurship and management
- 4 A clear understanding of the leadership and organisational issues involved in stakeholder management and performance delivery
- 5 A sharper focus on their own competencies and how they can be further enhanced in order to maximise the effectiveness of their dealings with the rest of the board as well as with the organisation as a whole

Audience

This workshop has been designed specifically for recently-appointed directors (and those shortly to be appointed to the board), although there are clear benefits to having the entire board take part.

Format

A one-day course, featuring examples and case study work to ensure an appropriate balance between the practical and the theoretical.

Special features

This workshop can be tailored to meet the needs of your particular organisation. The programme as presented here is timed to run from 9.15 to 5.30, but the timetable can be adjusted, the start and finish times can be extended or the amount of time the participants spend on examples or case studies can be reduced in order to accommodate additional or replacement topics, as required: the choice is yours!

The expert trainer

Depending on (a) diary availability and (b) the best 'fit' with your organisation, this course is presented by either of two expert trainers (both of whom have also run director development courses on behalf of the IOD):

David is a consultant and trainer in corporate governance. He is a Senior Lecturer in Strategic Management and Corporate Governance at Wolverhampton Business School and was formerly Programme Director with IoD Director Development West Midlands (and was also a member of the Executive Committee and the Council of the Institute of Directors in Birmingham).

For sixteen of the twenty-five years he spent in manufacturing industry before joining the Business School in 1992, he held board level appointments, including nine years as Managing Director. He has experience of serving on the boards of a family company, of subsidiary companies within a UK plc and a foreign owned multinational, where he was a member of the European Management Group. Originally a market researcher, David has experience of setting up overseas joint ventures and has

held personal responsibility for company disposals and acquisitions in the UK. He has wide experience of doing business in Europe.

His extensive practical experience is complemented by his academic work. He is visiting lecturer at two other Business Schools and lectures throughout the UK and abroad, recently in Russia, Hong Kong, the Caribbean and throughout Europe. He is also conducting doctoral research into the role of the non-executive director in private companies and has published on the role of company directors and the effectiveness of boards, especially in the context of family businesses and closely-held companies.

Chris is a main board director of a UK plc, an international engineering group, as well as president of two US subsidiaries of the group. He is an engineering and business administration graduate with professional qualifications in marketing and engineering.

An experienced and highly successful Managing Director, used to working at board-level, with a proven track record of managing companies for growth and profit, he has had experience in running, profitably, a group of engineering companies, with manufacturing facilities in many European countries, exporting to Europe, the Middle East Far East and the USA. Sustained growth has been achieved both organically and through strategic acquisitions.

An engineer by profession, he moved into sales and marketing, before holding board appointments in the UK subsidiaries of both Swedish and US multinational companies as well as a family controlled UK plc. He has held board-level appointments in the UK, the USA, Sweden, France, Germany, Holland and Italy and is well used to operating in a multicultural environment.

Chris and David are both very accomplished trainers, as the feedback from course participants shows:

- 'Relaxed style but good engagement'
- 'Well balanced and easy to follow'
- 'Excellent – very thought-provoking'
- 'Lots of opportunity to discuss content of the course'
- 'Input will stimulate board discussion'
- 'Really enjoyable – participative humorous style with obvious depth of knowledge to back it up'
- 'Great pace – very inclusive style – good examples'
- 'Good balance of quiz, case studies, video and notes'
- 'Delivered a very complex subject extremely effectively'
- 'More than met my objectives'
- 'Brilliant course'

Course outline

1 Directors' liabilities and corporate governance

- Legal basis of directors' liabilities
 - Legal basis of the company
 - Fiduciary duties
 - Due skill and care
 - Further duties
 - Who is a director?
- Context of directorships
 - The basis of corporate governance
 - Directorships in public companies
 - Listing regulations
 - Directorships in private companies
 - Governance of private companies
 - Other forms of incorporation

2 Corporate accountability

- Shareholder agreements

- Composition of shareholder agreements
- Control through the shareholder agreement
- Ownership and shareholder management
 - General meetings of shareholders
 - Business of the general meeting
 - Communication with shareholders
- Relationships with venture capital
 - The VC viewpoint
 - Managing the VC relationship
- Other ownership relationships
 - The holding company board
 - The trust board
 - The public sector
- Stakeholder accountability
 - Who are the stakeholders?
 - Governance and strategy
- Wider governance debate
 - Accountability to stakeholders
 - Managing the stakeholder relationship
 - Corporate social responsibility

3 Governance, entrepreneurialism and management (GEM)

- Corporate governance in context (1)
 - Introducing the GEM model
- Director as governor
 - Exercising oversight
 - Being held accountable
 - Representing the stakeholders
- Director as entrepreneur
 - Risk management at the board
 - Innovation at the board
- Director as manager
 - Leading the people – style and context
 - Achieving results
 - Controlling the business
 - Management information
- Corporate governance in context (2)
 - The GEM balance at the board

4 Director competencies and personal development

- Director competencies
 - Director skills and knowledge
 - Director attributes
 - Director motivation
- Effectiveness at the board
 - Logic and intuition at the board
 - Exercising power
 - Politics at the board
- Personal development planning
 - The personal development checklist
 - Pulling together a personal development plan