

8:00 – 9:00 A.M.
REGISTRATION AND BREAKFAST

9:00 – 9:45 A.M.
INTRODUCTION AND OVERVIEW

Cornell Wright and Andrew Gray

- Overview of the scope of director duties and liabilities
- Oversight of risks
- Current issues facing boards

9:45 -10:30 A.M.
THE NECESSITY OF STRATEGIC PLANNING: IN THE NORMAL AND HOSTILE TIMES

Trudy Curran

- The importance of board skills sets for driving performance and dealing with the M&A events
- Good governance: get it right in normal times and it will pay dividends in the unusual situations
- Knowing what matters and when: contingency planning and real life events that take you sideways

10:30 – 10:45 A.M.
REFRESHMENT BREAK

10:45 – 11:30 A.M.
SUBSIDIARY GOVERNANCE AND MANAGING RISKS ABROAD

Stephanie Stimpson

- Subsidiary governance
- Establishing and tailoring a global compliance program
- The stuff that keeps you awake at night: corruption, political risk, human rights, security and safety
- Specialized skills for directors of international companies
- Best practices to protect your investment
- Litigation risk related to foreign subsidiaries

11:30 – 12:15 P.M.
LEVERAGING TECHNOLOGY TO PROTECT WHAT MATTERS

Peter Nguyen

- Plan, prepare, respond and recover – ensuring risk resilience across your organization
- From enterprise list management to enterprise risk management – focusing upon the risks that matter
- The transformational potential of GRC technology – breaking down silos across the three lines of defense
- Getting personal – achieving the right balance between technology-enablement and human engagement

12:15 – 1:15 P.M.
NETWORKING LUNCH

1:15 – 2:00 P.M.
CYBER RISK

Adam Armstrong

- The increasing scope of cyber-attacks and data access risk
- How to assess vulnerabilities
- How can this risk be managed and what recovery plans should be in place
- What is the role of the board in managing this risk

2:00 – 2:45 P.M.
THE ROLE OF D&O INSURANCE

Carolyn Oliver

- What risks are covered by insurance
- The mechanics of a D&O insurance policy
- How to structure a D&O insurance program
- Questions to ask before sitting on a Board

2:45 – 3:00 P.M.
REFRESHMENT BREAK

3:00 – 3:45 P.M.
BEING AN EFFECTIVE DIRECTOR

Maryse St.-Laurent

- How can directors effectively discharge their oversight responsibilities given the changing technical and regulatory landscape we all face today
- What proportion of time should boards spend on compliance-related matters
- What should boards expect from management

3:45 – 4:00 P.M.
Q&A AND COURSE CONCLUSION

**Program agenda subject to change

- Board Directors
- CEOs, COOs and Presidents
- CFOs and Controllers
- Vice Presidents and Directors of Finance
- Corporate Directors and Corporate Secretaries
- In-house Corporate Counsel
- Vice Presidents, Directors and Managers of:
 - Corporate Governance
- Employment
- Risk Management, Shareholder Services and Investor Relations
- Vice Presidents and Directors of Human Resources
- Compensation Specialists
- Auditors, Principals and Senior Accounting Professionals
- Management Consultants

ACCREDITATION

LAW SOCIETY OF BRITISH COLUMBIA

This program has been accredited by the Law Society of British Columbia for up to 5.25 hours towards the professional development requirement for certification.

LAW SOCIETY OF UPPER CANADA (CPD)

This program can be applied towards the 9 Substantive Hours of Continuing Professional Development (CPD) required by the Law Society of Upper Canada. This program is eligible for up to 5.25 Substantive Hours.

BARREAU DU QUÉBEC

The Barreau du Québec automatically recognizes the same number of hours for this training activity, as long as it has been accredited by another Law Society that has adopted MCLE.

LAW SOCIETY OF ALBERTA

For Alberta lawyers, consider including this course as a CPD learning activity in your mandatory annual Continuing Professional Development Plan as required by the Law Society of Alberta.

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