

CORPORATE GOVERNANCE: BOARDS IN A DIGITAL WORLD

26 MARCH 2020

SECURITIES COMMISSION MALAYSIA



Fee: **RM950**

**Fee is not inclusive of 6% SST*

PROGRAMME OVERVIEW

In today's competitive landscape, no industry is immune, nor is any company spared from the forewarning forces of disruption. When board composition and practices remain largely static and fail to reflect the fast-moving digital era in which we live, the company is set up for failure. Change is supposed to start at the top, and therein lies the irony. As directors, they are tasked with evaluating management on their ability to innovate and leverage emerging technology for competitive advantage, yet they rarely apply any of these standards to themselves.

The impact of technological innovation and disruption, unpredictable economic and social climate, intricate government regulations - these and other factors have made today's board governance increasingly more challenging. Despite the many obstacles, corporate board directors are expected to respond instantly and precisely to any situation no matter how complex it is.

Boards are starting to shift their approaches and processes. Some have rethought meetings and shareholder engagement. Others have adopted digital tools to work more productively. But efficiency is just one small part of the equation. As governance undergoes a major transformation, governance professionals are hungry for new ways to stay ahead of change and gain advantage.

This programme will highlight six (6) key areas where board roles, responsibilities, and processes are evolving: value creation, resilience, risk management, strategy, sustainability and personal accountability.

PROGRAMME OBJECTIVE

The aim of this programme is to highlight the impact of technology on board's governance and practices. In preparing for a tech-savvy boards, it is critical they understand the role they play in managing the innovations and implications effectively.

LEARNING OUTCOMES

By the end of this programme, participants will be able to:

- gain a fundamental understanding of the influences of new technologies
- learn how to test the rigour of digital business cases presented to their board
- assess the technology-related skills which board may need to look out for in future recruits
- adopt a mentality that encourages the board to 'disrupt itself'
- discuss the board learning plan in relation to emerging technologies

ICF COMPETENCIES COVERED

- Core – Corporate Governance (Level 4)
- Functional (Technical) – Digital Technology Application (Level 4)

METHODOLOGY

Interactive presentations, classroom activities (guided discussions), practical case studies and question-and-answer (Q&A) session

TARGET AUDIENCE

INDIVIDUALS

Directors, Company Secretaries, Partners of Firms, C-Suites, Lawyers, Accountants, Corporate Consultants, Capital Markets Services Representative's License Holders, Professionals undertaking corporate advisory work, Financial Controllers, Head of Compliance, Head of Legal, Integrity Officers, Risk Officers, Sustainability Officers, Internal Auditors

INSTITUTIONS

Public Listed Companies (PLCs), Legal Firms, Consultancy Firms, Accounting Firms, Fund Management Companies, Stockbroking Firms, Investment Banks

SPEAKERS



DATUK JOHN ZINKIN

John Zinkin has 47 years' experience in business, of which thirty have been in Asia, holding senior line management and corporate strategy/business development positions in major multinational manufacturing, marketing and consulting companies. Since moving to Malaysia in 2001, John has set up his own independent consulting company specializing in corporate positioning, change management and communication, as well as marketing strategy and training.

He was the CEO of the Securities Industry Development Corporation (SIDC) the training and development arm of the Securities Commission. He was the Managing Director, Corporate Governance at Iclif Leadership and Governance Centre from 2011 to 2013. He was a founder member of the Institute of Corporate Responsibility Malaysia (ICRM), Vice President of the Business Council for Sustainability and Responsibility Malaysia (BCSRM), and is a member of the Global Coaching Partnership based in Sydney.

John has written "Better Governance Across The Board: Creating Value Through Reputation, People and Processes" published by De Gruyter in February 2019 and has contributed a chapter "Corporate Governance in Asia-Pacific" for the "Handbook of Corporate Governance, 2nd edition", edited by Professor Richard Leblanc due to be published by John Wiley in 2019; "Rebuilding Trust in Banks: Leadership and Governance in Finance" published by John Wiley in 2014, "Challenges in Implementing Corporate Governance: Whose business is it anyway?" published by John Wiley in 2010 and "What CEOs must do to succeed" published by Prentice Hall in 2003, and co-authored "Corporate Governance" published by John Wiley in 2005. He is faculty of the Institute of Corporate Directors Malaysia and does board effectiveness evaluations. He is a regular speaker on corporate governance and trainer of boards in the subject and a regular writer on issues of governance for the Star and was awarded writer of the year award in 2014 by MSWG.

John was Associate Professor of Marketing and Strategy at Nottingham University Business School, Malaysia Campus teaching marketing and strategy in the MBA program and International Management and International Marketing in the M.Sc program on International Business. He has published articles on CSR in international journals and was a Visiting Fellow at the International Centre for Corporate Social Responsibility in Nottingham, UK.

John has been awarded the Panglima Mahkota Wilayah which carries with it the title 'Datuk'.

He is currently the Managing Director of Zinkin Ettinger Sdn Bhd for the past 18 years.



CHARI TVT

Chari is currently a financial consultant and a board member of a number of listed and non-listed companies. He was also group CFO of Malaysia's Axiata Group up until December 2016. Axiata is one of the largest telecommunications groups in Asia with more than 250 million customers and a market cap of approximately RM50 billion.

Chari has also served as the CFO of Celcom Axiata since mid-2009 and was responsible for a series of new initiatives which help to drive the financial performance of the company.

Prior to joining the Axiata Group, Chari spent 20 years working for HP, 10 of which spent in senior finance positions within Hong Kong, Malaysia, Thailand and Singapore. He also has sales and marketing responsibilities.

PROGRAMME

8.30 am Registration

9.00 am Boardroom Practices: Value Creation

- New boardroom culture; fresh and refreshed?
- New ideas (outside the boardroom)
- Expand board diversity - backgrounds, skillsets, leadership styles

Intervention 1: Discussion: *What kind of data does your board need to govern effectively?*

Speaker: **Datuk John Zinkin**

9.50 am Boardroom Practices: Building Resilience

- Shareholders meeting in the digital age; board meetings re-think
- Board evaluation process as opportunity for improvement
- Openness to change

Intervention 2: Case Study: *Virtual Shareholder Meetings – New Zealand experiences*

Speaker: **Chari TVT**

10.40 am Coffee Break

11.10 am Boardroom Practices: Managing Risk

- Does your board have a dashboard indicating overall threats and security measures and red flags?
- What tactics/strategies are in place to monitor and review risks?
- Board's role in crisis management

Intervention 3: Discussion: *What questions should your board of directors ask about crisis management?*

Speaker: **Datuk John Zinkin**

12.30 pm Lunch

2.00 pm Boardroom Practices: Shaping Strategy

- External expertise to explore alternate perspectives
- What emerging business models offer potential for innovation or pose a potential threat?
- Definition and measurement of success
- Communication to investors and stakeholders

Intervention 4: Case Study: *Digital Transformation*

Speaker: **Chari TVT**

2.50 pm Boardroom Practices: Sustainability

- Latest requirements and best practices for ESG reporting and disclosure
- Is your board's ESG commitment structural or cultural—and which is the most important?
- What ESG issues matter most to your investors? What is the board doing to address them?

Intervention 5: Discussion: *How is your company making a positive impact in the community?*

Speaker: **Datuk John Zinkin**

3.40 pm Coffee Break

4.00 pm Boardroom Practices: Personal Accountability

- Trust between the board members and the CEO
- Use of corporate secretary and general counsel as a strategic asset
- Examine the board's current policies and procedures

Intervention 6: Discussion:

- Are you communicating candidly in board meetings—and maintaining confidentiality outside of them?
- Are boards communicating via new digital technology or just the regular email? Is the email encrypted/ new technology secured?

Speaker: **Chari TVT**

4.50 pm Q & A session

5.00 pm End of Programme