



Inspiring business

“A comprehensive review of directors’ responsibilities and board governance issues. The course combined stimulating discussions with exercises that were delivered to an excellent standard.”

Simon Rogers

Chief executive, Nuffield Health

**Role of the Director
and the Board
2-day modular award**



IoD modular awards

Modular awards cover the key areas of governance, leadership, finance and strategy. Each award contributes to the **IoD Certificate in Company Direction** and can also be taken as a stand-alone course.



Course overview

Whether you're a newly appointed director, aspiring to a position on the board, or looking to improve your performance with fresh insight, this practical two-day course will equip you with the crucial knowledge and skill-set to fulfil your role successfully.

Delivering an essential understanding of the board's role in corporate governance and risk management, this introduction to the duties and legal responsibilities of a director will enable you to tackle the challenges of the boardroom with fresh confidence and progress your career to the next level.

Learning objectives

- Gain an in-depth view of the key duties, roles and legal responsibilities of the modern director
- Understand the essential differences between direction, management and ownership
- Examine the board's role in corporate governance and learn how to improve board effectiveness
- Understand the legal status of a company and other organisations and implications of the Companies Act 2006

“We look at the emotional intelligence of leaders – we want you to look at yourself and think about the sort of leader you want to be”

Course topics include:

Corporate governance

- Corporate governance – what it is, where has it come from and where is it going?
- Corporate Governance Codes
- The board’s role in corporate governance
- Differences in governance, direction, management and ownership
- Effective internal control
- Auditing and managing compliance

The company’s legal and regulatory environment

- Main legal forms in major jurisdictions
- Features of a company
- The legal position of stakeholders
- Disclosure of information and reporting requirements
- European directives
- Legal and regulatory environment
- Dispute resolution via litigation, arbitration or alternative dispute resolution

The role of the director

- Directors’ duties
- Consequences of a breach of duty and directors’ potential personal liabilities
- Directors’ service agreements
- The different types of directors
- Different roles: chairman, managing director, executive and non-executive director
- The role of the company secretary
- Selection and appointment of directors
- Induction
- Succession planning
- Leadership
- Assessing your own effectiveness

Board structure, operations and practice

- Role and tasks of the board
- Best practice principles
- Delegation to management
- Matters reserved for the board
- Board structure, composition and skills

- Board committees
- Board cycle
- Board policies
- The complexity of the board’s task and board dilemmas
- Board dysfunction
- Board evaluation – the board, its committees and individual directors

Strategic risk evaluation and management

- Principles of risk management
- Categories of risk
- Risk assessment and management
- Defining risk appetite
- Risk v entrepreneurial decisions
- Establishing a risk culture
- Delegation and risk management monitoring
- Risk reporting
- Role of the board committees
- Relationship between internal control, internal audit and risk management
- Crisis management

Stakeholder management

- The concept of stakeholder management
- Stakeholder mapping
- Developing a plan
- Communications
- Anticipating, balancing and managing conflicts of interest between stakeholder groups

Why train with the IoD?

- Meet course leaders and guest speakers with unique experience from within the boardroom and wider business community
- Experience an interactive workshop approach with real-world case studies, practical examples and scenarios
- Take advantage of opportunities for focused peer-learning and networking
- Access cutting-edge content underpinned by a solid foundation of professional research and theory
- Achieve an understanding of best practice and practical application in the workplace

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The Institute of Directors

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