



CORPORATE GOVERNANCE MASTER CLASS - (Hybrid Training) ENABLING BUSINESSES TO THRIVE BEYOND TURBULENCE

4th – 5th March, 2021

Mövenpick Hotel & Residences Nairobi

Background

Scribe Services™ is a leading corporate services firm, duly registered in Kenya in accordance with the provision of The Companies Act 2015 providing a wide spectrum of corporate services ranging from Corporate Secretarial, Governance Training, Auditing and Board Evaluation services.

The training programmes are facilitated through Leading Edge Governance Consult (NITA/TRN/954), a wholly owned business name of Scribe Services™.

Scribe Services™ is a CMA recognized trainer on the Code of Corporate Governance Practices for Issuers of Securities to the Public (2015), and conducts Masterclasses and bespoke corporate governance trainings for Directors and C-Suite Managers with the aim of strengthening corporate governance structures in Kenya.

While the scrutiny placed upon the Boards of both public and private companies continues to intensify, regulators, shareholders and other stakeholders have become more demanding and less forgiving. On the other hand, the business environment has become more complex, turbulent and competitive.

Program Overview

The Boards That Lead Masterclass Series seeks to examine the changing role of boards with some of the country's most distinguished thought leaders on the subject. Participants who currently serve on a board will learn how to improve their leadership and decision-making effectiveness. Aspiring board members and those whose roles involve extensive contact with directors will get fresh insights on how to establish partnerships and build boards that add new value to the company.

The Program will educate participants on topics related to the current state of Corporate Governance compliance in Kenya from a regulator's perspective, ESG and sustainability, the changing role of Boards during the time of disruption, cultivating a culture of ethics and integrity, Succession planning and the critical performance factors that determine a

successful board evaluation, governance audit and the importance of good governance.

Who Should Attend

The Boards That Lead Masterclass Series is designed for both prospective and current directors, company secretaries, legal officers of a corporation, institutional investors and senior executives. It is also beneficial for mid-level management who want to gain an understanding of how directors move beyond monitoring and help lead a company to prosperity.

Training Methodology

Experts on the board leadership and corporate governance issues will deliver the course in an interactive manner to allow and encourage peer discussions among the participants. Course materials will comprise of presentations, background materials (e.g. articles and papers), case studies and best practice documents.

Program Structure

The program consists of two (2) related modules, 7 sessions, over a period of 2 days.

Certification

Participants will be issued with certificate of participation upon successfully completing the Masterclass.

Cost and Registration

Investment: Kshs 37,500/- and Kshs 65,000/- (for online and physical participants respectively).

Registration: Kindly register by 1st March 2021 by clicking this link:

<https://scriberegistrars.com/trainings/>

**MODULE 1: UNDERSTANDING THE VALUE OF STAKEHOLDER ENGAGEMENT
INCORPORATING SUSTAINABILITY**

Day 1		4th March 2021	
08:00 – 08:15	Registration and Refreshments		Scribe Services
08:15 – 08:30	Welcome Remarks, Introductions and Expectations.		Scribe Services
08:30 – 09:15	Emerging Trends and Challenges in Governance of Risk and Compliance; 2021 Global & Regional Trends <i>Purpose: To examine the current state of Corporate Governance compliance in the region and a review of the emerging trends in Corporate Governance.</i>		CMA rep (TBC)
09:15 – 10.45	Transforming ESG from Acronym to Action <i>Purpose: To interrogate the true meaning of sustainability and explore the various frameworks that companies can adopt, and how to set SMART ESG targets that will ensure transparency and accountability.</i>		Dr Edward Mungai
10:45 – 11:00	<i>Coffee Break</i>		
11:00 – 12:30	Sustainability: The Paradigm shift in Financial Reporting <i>Purpose: To evaluate sustainability reporting through a holistic and multi-dimensional approach, the key elements of a sustainability report and reporting frameworks.</i>		Dr Edward Mungai
	Case Study & Group work		
13:00 – 14:00	<i>Lunch break</i>		
14:00 – 15:15	The Changing Role of Boards During This Time of Disruption <i>Purpose: To understand the role of the Board in helping organisations to navigate through turbulence.</i>		Charles Muchene
15:15 – 16:00	Case Study – Video		Scribe Services
16:00 – 16:30	Review, Action Ideas and Participant Feedback		Scribe Services
17:00	<i>Closure and End of Day One</i>		

**MODULE 2: UNDERSTANDING THE BOARD'S ROLE IN ORGANISATIONAL
CULTURE AND ENHANCING COMPLIANCE**

Day 2		5th March 2021	
08:00 – 08:30	Registration and Refreshments		Scribe Services
08:30 – 08:45	Welcome Remarks and Recap		Scribe Services
08:45 – 10:15	Cultivating a Culture of Ethics and Integrity <i>Purpose: To identify the threats and challenges facing the preservation of ethical standards and integrity in an organization while exploring ways of strengthening the ethical competence of all stakeholders.</i>		Charles Muchene
10:15 – 11:00	Case Study		Scribe Services
11:00 – 11:15	<i>Coffee Break</i>		
11:15 – 12:15	Best Practices for Succession Planning <i>Purpose: To find out the link between the tenure of a Board member/ Chief Executive Officer (succession planning), strategy and organizational performance.</i>		Bernard Kiragu
12:15 – 13:00	Group work: Succession Planning		
13:00 – 14:00	<i>Lunch break</i>		
14:00 – 15:30	Compliance as an engine for Success; The importance of well-done Governance Audits and Board Evaluations <i>Purpose: To acquire insights and knowledge on the critical performance factors that determine a successful board evaluation/governance audit.</i>		Reba Chabeda-Ouko
15:30 – 15:45	Review and Action Ideas and Participant Feedback		Scribe Services
15:45 – 16:00	Presentation of Certificates		
17:00	<i>Closure and End of Day Two</i>		

Our Facilitator Panel

Our panel entails widely recognized professionals, educators and career directors. Who through their experience address the complex challenges facing business leaders across the region.



Bernard Kiragu
Chief Trainer

Bernard is Managing Partner at Scribe Services, and the Chief Trainer at Leading Edge Governance Consult, the firm's training division. He is a Certified Secretary with more than 20 years' practicing experience, providing Company Secretarial and Statutory compliance advisory to entities across all sectors.

His areas of expertise include: Corporate Governance, Board Structures and processes, Board evaluations, Board and Committee charters. Bernard is also a member of the Membership and Advocacy committee of the Institute of Certified Public Secretaries of Kenya. He has been providing Corporate Services to major international companies with subsidiaries or branches registered in Kenya.

He is a member of the Institute of Directors (K), the Institute of Certified Public Secretaries of Kenya, and holds an Executive Masters in Business Administration from Jomo Kenyatta University of Agriculture and Technology. Bernard is also a Certified Governance Auditor and an authorised tax agent.



Charles Muchene
Board Advisor

Mr Muchene has served and continues to serve as a board-level advisor, primarily assisting boards tackle challenges in areas of corporate governance, ethics and strategy. He currently serves as an independent non-executive director on several boards, including, Absa Bank Kenya PLC and AIG Kenya Limited, both of which he chairs. He has also served on the boards of East African Breweries Limited and its Kenyan subsidiaries as well as Stanbic Holdings PLC and its subsidiaries.

Until his withdrawal from the PricewaterhouseCoopers partnership in 2010, Mr Muchene was the Country's Senior Partner for over a decade and had been with the firm for over 30 years providing both assurance and advisory (including corporate governance) services to a variety of clients. During his time as Senior Partner, he was actively involved in leading regional initiatives that entailed working with captains of industry for the betterment of the business environment.

He is a member of the Institute of Directors (K), the Institute of Certified Secretaries and a Fellow of the Institute of Certified Public Accountants of Kenya and holds a Bachelor of Commerce (Hons) degree from the University of Nairobi. Over the years, Mr Muchene has facilitated governance trainings and spoken at numerous sessions focused on governance, board effectiveness and culture.



**Reba Chabeda – Ouko
Corporate Governance
Consultant**

Reba is a seasoned trainer focusing in legal and governance advisory with over 15 years post admission experience in Corporate and Commercial Law, Corporate Governance and Company Secretarial Services in Kenya.

Reba is a Senior Partner and one of the founding Partners at Umsizi LLP and frequently called upon to make presentations at different forums including Membership Organisations and Boards on topics including: Corporate Governance and Compliance under the Companies Act 2015; Effective Board Practices; Board Evaluation; Highlights of the Code of Governance for State Corporations (Mwongozo); Public Benefits organisations Act Vs NGO Co-ordination Act; Insolvency and Business Registration Laws; Legal Awareness for Start-ups, Virtual Meetings and Technology.

Reba has worked within the East African Region in various industries including Property Development and Real Estate, Oil Marketing, Cement Manufacture, Banking and Insurance. Her experience working within corporations has granted her the ability to translate a client's legal problem into workable and legally compliant business solutions.

Reba holds a Master of Laws Degree in Commercial Law from the University of Cape Town and a Degree in Law from the University of Nairobi. She is also an Advocate of the High of Court of Kenya, a Certified Secretary, a Certified Accountant, a Certified Governance Auditor and a Certified Mediator.



**Dr. Edward Mungai
Sustainability Champion**

Dr Edward Mungai is a global thought leader in sustainability. An author, researcher, advisor, entrepreneur, and authority on corporate responsibility and sustainable development, he is acclaimed for championing environmental excellence, sustainable consumerism and production, and the triple bottom line.

Edward is CEO of Kenya Climate Innovation Centre (KCIC) Group, a transformation agency working at the intersection of sustainability, entrepreneurship, and innovation. He is co-founder of KCIC Consulting, a consultancy and think- tank-helping clients to integrate sustainability into their businesses and a founder of Inspire leadership that helps people unlock their potential.

He has authored several books, the latest being Impact Investing in Africa: A guide to Sustainability for Investors, Institutions, and Entrepreneurs. He teaches Corporate Sustainability and innovation to executives at Strathmore Business School and sits on several boards.

Edward holds an PhD in Sustainability from Strathmore University Business School; MBA from Scandinavian International Management Institute(SIMI) in Copenhagen, Denmark and undergraduate degree in business management from Moi University, Kenya.