

# DIRECTOR CERTIFICATION PROGRAM DCP

10 – 12/1/2019  
Le Meridien Saigon,  
3C Ton Duc Thang, D1, HCMC

## Overview

The Director Certification Program (“DCP” or “Program”) is developed by the Vietnam Institute of Directors (“VIOD”) with technical support from the International Finance Corporation (“IFC”), a sister organization of the World Bank and a member of the World Bank Group. DCP, a core component of VIOD’s Governance Excellent Program (GEP), is designed to serve the growing need for training on knowledge and skills needed for board of directors. It will help participants develop their skills as a director and further their director career, strengthen understanding of the principals and practices of good corporate governance. This dynamic and well recognized program will equip participants with thorough knowledge of the responsibilities of directors and board members. Upon successful completion of the DCP assessments, program participants will receive the DCP award issued by VIOD.

## Lead Facilitators



**Ha Thu Thanh**  
Chairwoman  
VIOD/Deloitte Vietnam



**Philippe Moschetta**  
Professor  
AACSB Bridge Program  
ESSEC, M Law, Insead MBA,  
CPA (US), CFA, IDP-C



**Chris Zarook**  
East Asia Pacific  
Corporate Governance Lead  
International Finance Corporation - IFC

## How will you benefit?

Be the **FIRST** to:

- ✓ Equip with the knowledge and skills needed for board of directors to improve your effectiveness
- ✓ Broaden view of directorship and provide direction to help improve personal performance and consequently the organization performance.
- ✓ Get connections with fellow directors, share experiences with peers and distinctive facilitators from various industries.
- ✓ Gain access to an unrivalled peer network and become part of our prestigious community of alumni.

## How will your company benefit?

Better corporate governance helps companies:

- ✓ to attract more capital
- ✓ to strengthen decision-making
- ✓ to improve risk management and control
- ✓ to prepare for potential public listing, and
- ✓ to maximize long-term sustainability.

## Who should attend?

New/ Aspiring directors  
Senior executives

## How is the Program delivered?

The Program, comprising three-full-days’ intensive face-to-face facilitated sessions, will provide participants with lectures, case studies, and exercises to develop directors’ boardroom skills. The Program will be highly interactive and encourage participants to share and discuss their own experiences.

Each module draws upon a variety of facilitators with in-depth knowledge of the subject and rich experience of board environments.

Guest directors are invited to facilitate some training modules for their depth and diversity of experience.

## Topics covered and Learning Modules

The Director Certification Program is comprised of ten modules covering the basic corporate governance understanding required for a director. The modules will be aided with slides, hand-outs, case studies, quiz, video and break-out sessions for the most effective interactions among the facilitators and participants.

<b>DAY 1</b> Thursday 10/1/2019 8:00 – 17:00	<b>Module 1: Overview of Corporate Governance</b> <ul style="list-style-type: none"> <li>• What is corporate governance?</li> <li>• Key principles of good corporate governance</li> <li>• Global corporate governance trend</li> <li>• Business case for good corporate governance</li> <li>• Corporate governance trend in Vietnam/ASEAN</li> </ul>	<b>Module 2: Board Effectiveness</b> <b>Part 1: Board's Roles and Responsibilities</b> <ul style="list-style-type: none"> <li>• Key roles and responsibilities of a board</li> <li>• Board's role vs. management's role</li> <li>• Board leadership</li> </ul>
	<b>Module 2: Board Effectiveness</b> <b>Part 2: Composition and Structure</b> <ul style="list-style-type: none"> <li>• Board recruitment: best practice vs. current practice; conflict of interest</li> <li>• Board composition, objectivity and director independence</li> <li>• Board committees and its functioning</li> </ul>	<b>Module 2: Board Effectiveness</b> <b>Part 3: Process and Working Procedures</b> <ul style="list-style-type: none"> <li>• Role of company secretary/corporate officer</li> <li>• Board working procedures</li> <li>• Board induction &amp; training</li> <li>• Board remuneration &amp; evaluation</li> <li>• Succession planning</li> </ul>
<b>DAY 2</b> Friday 11/1/2019 8:00 – 17:00	<b>Module 3: Directors' Rights and Duties</b> <ul style="list-style-type: none"> <li>• Director's rights, e.g. remuneration, access to information</li> <li>• Duty of care, duty of loyalty</li> <li>• Code of conduct/ethic, conflict of Interest</li> </ul>	<b>Module 4: Shareholder Protection &amp; Disclosure Practices</b> <ul style="list-style-type: none"> <li>• Shareholder rights</li> <li>• General Meeting of Shareholders and shareholder communication</li> <li>• Annual reporting and key disclosure practices</li> </ul>
	<b>Module 5: Vietnam Legal Environment for Directors</b> <ul style="list-style-type: none"> <li>• Legal environment relevant to board and directors</li> <li>• Vietnam corporate governance legal framework</li> <li>• Board's role in understanding the company's legal obligations</li> <li>• Beyond compliance approach</li> </ul>	<b>Module 6: Behind the Numbers</b> <ul style="list-style-type: none"> <li>• Linking strategy with finance</li> <li>• Role of management, auditors, audit committee and board for financial statements</li> <li>• Interpreting the reports</li> <li>• Making investment appraisals</li> <li>• Understanding company valuations</li> </ul>
<b>DAY 3</b> Saturday 12/1/2019 8:00 – 17:00	<b>Module 7: Corporate Culture, Code of Corporate Governance and Code of Conduct</b> <ul style="list-style-type: none"> <li>• What are Board's roles to ensure good corporate culture is in place?</li> <li>• What is a Code of Corporate Governance and current international &amp; local trend?</li> <li>• What is a Code of Conduct following best practices?</li> </ul>	<b>Module 8: Understanding the Control Environment</b> <ul style="list-style-type: none"> <li>• Control environment in the context of corporate governance</li> <li>• Key roles and function of the Audit Committee</li> <li>• Internal control and Risk management</li> <li>• Internal audit and external audit</li> <li>• Compliance and whistle-blowing</li> </ul>
	<b>Module 9: Board's Engagement in Strategy</b> <ul style="list-style-type: none"> <li>• Refresher: What is business strategy?</li> <li>• Tools for strategy formulation</li> <li>• Board's roles vs. management's roles in strategy</li> <li>• Monitoring strategy implementation</li> </ul>	<b>Module 10: Board Dynamics</b> <ul style="list-style-type: none"> <li>• Board dynamics in the context of good corporate governance</li> <li>• Board evaluations can help to (re)design a board</li> <li>• Ongoing board coaching and development</li> <li>• Balance between healthy and unhealthy conflict</li> </ul>

### Program fee:

**VND24,000,000/3-day program (excl. 10%VAT)**  
 + 30% discount for platinum members of CMP  
 + 20% discount for gold members of CMP  
 + 10% Early Bird discount for registration and payment made by 31.12.2018  
 Please contact VIOD for other discount schemes

### For further information or to enroll

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