BLACKBIRD FOR TRAINING

Corporate Governance Principles & Best Practices

29 March – 2 April 2027
Baku (Azerbaijan)



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Introduction

Corporate governance is a critical topic gaining increasing attention in business schools and legislative bodies worldwide. This course is designed to explore the fundamental principles of corporate governance and the various models adopted globally. While there are several governance structures, they all aim to organize the relationship between a company and its stakeholders.

Corporate governance begins with the Shareholder Wealth Maximization SWM model, often applied in the US and UK, which focuses on the rights of the owners. However, other models, such as those in Germany and Japan, involve a broader set of stakeholders, including employees and bankers, in decision-making. Additionally, this course covers international best practices in corporate governance and discusses important topics such as board structure, committees, the audit committee, the remuneration committee, and the role of institutional investors in governance. The course also emphasizes the importance of corporate governance disclosures and transparency.

Course Objectives

Upon completing this course, you will be able to:

- Understand the basic principles of corporate governance and their significance in business operations.
- Analyze various corporate governance models and suggest improvements based on best practices.
- Evaluate ethical and policy considerations concerning shareholders, the Board of Directors BOD, auditors, senior management, and executives.
- Determine the most suitable governance structure for your business model.
- Implement corporate governance best practices to enhance organizational efficiency and transparency.
- Apply transparency and disclosure requirements as per IFRS and other regulatory authorities.



Course Outlines

Day 1: Introduction to Corporate Governance

- Definition of corporate governance.
- Principles of corporate governance and their significance in shaping business success.
- The scope and reach of corporate governance.
- Global governance codes of conduct and international principles.
- Philosophical influences on corporate governance practices.

Day 2: Corporate Governance Models and Mechanisms

- The Shareholder Wealth Maximization SWM model.
- The Corporate Wealth Maximization CWM model.
- International models of corporate governance.
- The role of the Board of Directors in corporate governance.
- The function and importance of the Audit Committee in promoting transparency.

Day 3: Stakeholders in Corporate Governance

- The role and importance of stakeholders in governance.
- Protecting shareholder rights and ensuring balanced representation.
- The different types of directors and their respective roles.
- Directors' duties and rights, including the responsibilities of the chairman and corporate officers.
- The role of internal auditors, external auditors, institutional investors, and minority stakeholders in the governance framework.
- The OECD's perspective on stakeholders and how it influences corporate governance strategies.

Day 4: Functions and Structures of Corporate Governance

- Starting with the Board of Directors: Structure and composition.
- Alternative board structures: Unitary versus two-tier boards.
- The importance of board independence.
- Best practices for selecting, compensating, and evaluating the board.
- Analyzing the effectiveness of your company's current corporate governance system.
- Planning and organizing corporate governance objectives and resources.



Day 5: Practical Corporate Governance Best Practices

- International Corporate Governance Network ICGN principles.
- OECD corporate governance principles.
- Best practices in corporate governance implementation.
- Transparency and disclosure practices: Financial results versus company goals.
- Remuneration policy for board members and executives.
- Related party transactions and the need for full disclosure.
- Ensuring timely, accurate, and cost-efficient access to corporate information.

Why Attend this Course: Wins & Losses!

Attending this corporate governance training is an invaluable opportunity for executives, board members, investors, and anyone involved in managing business operations. By applying corporate governance best practices, you will be able to:

- Ensure a balance between shareholder rights and the needs of other stakeholders, enhancing overall corporate performance.
- Improve transparency and reporting, which builds trust among investors and stakeholders.
- Adopt governance strategies that foster long-term corporate sustainability and success.
- Gain a deep understanding of corporate governance principles, enabling you to implement effective governance systems tailored to your organization.

Conclusion

By the end of this course, you will have a solid understanding of corporate governance practices and their essential role in the growth and success of businesses. Whether you are managing a local business or an international corporation, corporate governance principles will help ensure your organization operates transparently, ethically, and efficiently.

This course is a significant step in mastering corporate governance strategy, giving you the tools to implement best practices and drive organizational success while maintaining a strong focus on stakeholder interests.

