



# Professional Training For Company Directors

- SID-SMU Executive Certificate/Diploma in Directorship
- SID Listed Company Director Programme
- SID Effective Board Leadership Programme

# SID

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Singapore Institute of Directors

## ABOUT SINGAPORE INSTITUTE OF DIRECTORS

The Singapore Institute of Directors (SID) is the national association of company directors. SID promotes the professional development of directors and corporate leaders. It works closely with private sector professional firms, academia and regulators, its network of members and professionals, to promote the highest standards of corporate governance and ethical conduct.

Formed in 1998, the membership of SID comprises mainly directors of Singapore companies (both publicly listed and private companies), lawyers, accountants, academics and other professionals interested or involved in the field of corporate governance. The affairs of SID are managed by a Governing Council, comprising of members elected from the general membership. The Governing Council is headed by a Chairman and supported by a Secretariat.

Through its training programmes, SID aims to increase the pool of individuals who are qualified to serve as directors (executive as well as independent directors) in listed companies. Members have access to a wide range of resource material on corporate governance published by SID. In addition to individual membership, SID has in 2010 also introduced corporate membership with a view to engaging with companies in Singapore to collaborate on efforts to improve corporate governance practices here. Corporate Members will be provided with various benefits, including the professional training of directors and senior management at concessionary rates.

## SID MISSION STATEMENT

To promote the professional development of directors and corporate leaders and encourage the highest standards of corporate governance and ethical conduct

## SID OBJECTIVES

- To be the national association of company directors for the local business community. The SID works closely with its network of members, professionals such as accountants and lawyers, and the authorities to identify ways to uphold and enhance standards of corporate governance.
- To act as a forum for exchange of information on issues relating to corporate governance and directorship in Singapore. The SID plays a leading role in holding discussions and providing feedback to the authorities on matters of concern.
- To organise and conduct professional training courses and seminars to meet the needs of its members and company directors generally. Such courses aim to continually raise the professional standards of directors in Singapore by helping them raise their effectiveness through acquisition of knowledge and skills.
- To regularly publish newsletters, magazines and other publications to update members on relevant issues, keeping them informed of latest developments. These publications also serve as reference materials for company directors.
- To be responsible for the discipline of members. The SID has drawn up a code of conduct for directors in Singapore setting out the standards to ensure they discharge their responsibilities dutifully and diligently.

# SID-SMU Directorship Programme

## Executive Skills for Board members in Challenging Times

### Certification:

- **Executive Certificate in Directorship**
- **Executive Diploma in Directorship**

The Programme is conducted by Singapore Management University (SMU) in partnership with Singapore Institute of Directors (SID).

The first of its kind in Singapore with a formal certification process focusing on director training, **the Programme aims to equip directors with a broad range of knowledge to enable them to contribute meaningfully to boardroom deliberations.**

It comprises six (6) modules:

1. The Role of Directors: Duties, Responsibilities & Legal Obligations
2. Assessing Strategic Performance: The Board Level View.
3. Finance for Directors
4. Strategic Marketing for Directors
5. Leading from the Board of Directors
6. Strategic HRM for Directors

The modules are taught by both SMU faculty as well as senior industry practitioners. The lectures are backed by real-life case studies and opportunities for exchange of personal experiences. Assessments will be conducted after the completion of each module.

Participants who complete Modules 1, 2 and 3 (and having passed the assessments) will be awarded the Executive Certificate in Directorship. Upon successful completion of all 6 modules, participants will be awarded the Executive Diploma in Directorship.

For more information, course outline, schedule & registration please visit

**[http://www.smu.edu.sg/executive\\_education/programmes](http://www.smu.edu.sg/executive_education/programmes)**

or

**[www.sid.org.sg](http://www.sid.org.sg)**

# SID Listed Company Director (LCD) Programme

This programme is organized by Singapore Institute of Directors with support from Singapore Exchange.

The Listed Company Director (LCD) Programme is the first of its kind to focus on comprehensive training of company directors, particularly independent directors, on compliance, regulatory and corporate governance matters. All directors serving on boards of listed companies and those aspiring to are encouraged to complete the five (5) modules of the LCD Programme to acquire the minimum knowledge of what is expected of a listed company director.

Completion of the five modules within the LCD Programme will provide the attendee with a **broad understanding of the roles and responsibilities of a listed company Director, in particular those of an Independent Director, under the requirements of the Companies Act, SGX Listing Manual and Code of Corporate Governance.**

Upon completion of the LCD Programme, the attendee will receive a Certificate from the Singapore Institute of Directors.

The five (5) modules of the LCD Programme are:

Code	Module	Duration
LCD 1	Listed Company Director Essentials-Understanding the Regulatory Environment in Singapore: What Every Director Ought to Know	Full day
LCD 2	Audit Committee Essentials	Half day
LCD 3	Risk Management Essentials	Half day
LCD 4	Nominating Committee Essentials	Half day
LCD 5	Remuneration Committee Essentials	Half day

This Programme is also conducted in Mandarin in China for the convenience of China-based Directors and senior management of Chinese companies listed in Singapore.

For more information, course outline, schedule & registration please visit [www.sid.org.sg](http://www.sid.org.sg)

# **SID Listed Company Director (LCD) Programme**

## **COURSE OUTLINE**

### **LCD 1 - Listed Company Director Essentials**

This module covers directors' duties and responsibilities, SGX Listing Manual and Singapore Code of Corporate Governance.

### **LCD 2 - Audit Committee Essentials**

Audit Committees play a key role in the governance and oversight of companies. They are central to establishing good internal controls and risk management systems as well as delivering quality financial reporting and instituting strong processes for the proper review of interested party transactions. The growing complexities of the business environment impose even greater demands on Audit Committees.

This module identifies the duties, responsibilities and rights of Audit Committees and provides an introduction and practical guidance to help prepare Audit Committee members meet their responsibilities.

### **LCD 3 - Risk Management Essentials**

Boards and Board Committees play a key role in considering and addressing specific risks facing an organization and also in monitoring the effectiveness of systematic risk management systems that go beyond the consideration of a company's financial risks.

This module introduces the roles and responsibilities of directors in relation to risk management and provides a practical program to help them to meet their responsibilities.

### **LCD 4 - Nominating Committee Essentials**

In this module, we'll look at the increased expectations of this committee as the focus moves from mere compliance to enabling performance, including the identification and attraction of quality directors with the right blend of industry experience and business/functional skill sets, nominations, on-boarding, development, evaluations, retention, and succession planning.

The NC Essentials blends real issues with practical solutions. The half-day module is designed to provide an overview of the issues facing a NC, suggested practices, case studies, and voice of a practitioner and/or panel discussion.

## **SID Listed Company Director (LCD) Programme (Cont'd)**

### **COURSE OUTLINE**

#### **LCD 5 - Remuneration Committee Essentials**

With all the intense shareholder scrutiny, media attention and the ever increasing complexity of business management and executive compensation plans, it seems that chairing and serving on the Remuneration Committee (RC) is becoming one of the most difficult jobs in corporate boards these days. Shareholders will increasingly demand the RC to take a higher level of active oversight in how directors and senior executives are being paid and scrutinize the business rationale behind every single compensation component.

Against the backdrop of the current expectation, the RC Essentials aims to blend real issues with practical solutions. The half-day module is designed to provide an overview of the issues facing a RC, suggested practices, case studies, and voice of a practitioner and/or panel discussion.

### **EVENT CALENDAR**

Course schedule is subject to changes. Please refer to SID website.

# Effective Board Leadership (EBL) Programme

This programme is organized by Singapore Institute of Directors with support from Singapore Exchange.

The Effective Board Leadership (EBL) Programme focuses on developing the effectiveness of the director individually and the board collectively.

The Programme is designed to provide board directors (including executive, non-executive and independent directors) and senior management team of listed companies with practical framework and principles based guidance on evaluating and improving governance, achieving board effectiveness, ascertaining that enterprise risks are appropriately managed, understanding key issues in fund raising to make better strategy & financial decisions, and understanding & managing investor & media relations. Directors and senior management need to realize that good governance is a way of life; it has to be an attitude that permeates the entire company, supported by well-thought-out processes and practices that set the tone of how the company is run.

Upon completion of the five (5) modules of the EBL Programme, the attendee will receive a Certificate from the Singapore Institute of Directors.

The five (5) modules of the EBL Programme are:

<b>Code</b>	<b>Module</b>	<b>Duration</b>
EBL 1	Effective Board	Half day
EBL 2	The Board and Fund Raising	Half day
EBL 3	Enterprise Risk Management	Half day
EBL 4	Financial Governance	Half day
EBL 5	Investor & Media Relations	Half day

# Effective Board Leadership (EBL) Programme

## COURSE OUTLINE

### EBL 1 - Effective Board

This module examines the role of the Board and the initiatives that key players should take to create an effective board for the best interest of all stakeholders. The key players include controlling shareholder/director, non-executive chairman, non-executive director, independent director and the chief executive officer.

### EBL 2 - The Board & Fund Raising

This module covers the technical, financial, legal and regulatory aspects of raising fund from the capital market, and highlights key considerations to the board and the senior management of Issuers contemplating capital fund raising to make better strategic and financial decisions. Practical issues of concern to Issuers can also be addressed through an interactive panel discussion comprising experienced corporate finance practitioners and leading legal specialists.

### EBL 3 - Enterprise Risk Management

The objective of this module is to provide a practical and systematic approach to guide the Board in examining risks, and design control and risk management processes to monitor and mitigate the impact of these risks on the business and financial viability of the enterprise.

Participants will learn the use of a systematic approach to understand the risks associated with the company's business model, revenue model, resources and capacity, capital and funding structure, management structure and business processes, and the techniques to develop a set of key performance indicators that can serve as red flag to monitor and measure risks.

### EBL 4 - Financial Governance

Using recent cases of governance issues and frauds, this module addresses governance processes and demonstrates how internal control deficiencies & frauds could have been prevented or detected using appropriate internal control procedures and an integrated strategic financial planning and reporting structure based on sound governance principles. It also discusses various issues relating to the Legal Representative of a Chinese company. The module focuses on the roles and responsibilities of the board in establishing good financial governance practices.

## **Effective Board Leadership (EBL) Programme (cont'd)**

### **COURSE OUTLINE**

#### **EBL 5 - Investor & Media Relations**

As investors are demanding more and better information from companies and raising more questions at General Meetings, board directors and senior executives need to devote more time and attention to managing investor and media relations.

This module serves to inculcate the value of corporate governance as the foundation of good Investor Relations (IR). The module aims to stress the importance of good IR to the board and top management as it requires their undivided commitment, to share some best practices of IR and how it applies to listed companies in Singapore, and to provide understanding of the local business media and how to work with them in getting messages across.

### **EVENT CALENDAR**

Course schedule is subject to changes. Please refer to SID website.

## Other courses/events

Other courses/events cover all other corporate governance related events including:

1. Case-study-based courses
2. In-depth topical coverage of corporate governance related matters
3. Regulatory updates
4. Other subjects relevant to directors' duties and responsibilities

These events can be organized as a Conference, Seminar, Breakfast talk, Luncheon talk, Evening Talk, Round-table discussion, golf tournament, networking session, etc.

### Some of these other courses/events are:

- Building lasting shareholder value
- Business Continuity Management
- Case studies of "A Series of Unfortunate Events"
- Concept of Legal Representative in PRC companies
- Data Analytics – Assisting the board in uncovering frauds beyond audit
- Doing Business in Vietnam
- Dos & Don'ts for M&A in China
- Director's Responsibilities in Respect of Prospectus, Annual Reports and Circulars
- Frauds-Must it be AC's Nightmare?
- Sustainability Reporting
- Taiwan Depository Receipts
- Understanding a China Audit
- Whistleblowing policy that works

For more information, course outline, schedule & registration please visit [www.sid.org.sg](http://www.sid.org.sg)

## Singapore Corporate Awards

The Singapore Corporate Awards (SCA) is organized by The Business Times and supported by Singapore Exchange.

SID is a partner of SCA and is responsible for the short-listing, evaluation and recommendation of the winners of the Best Chief Executive Officer and the Best Managed Board awards.

For more information on SCA visit [www.scawards.com.sg](http://www.scawards.com.sg)

## Singapore Board of Directors Survey

This survey on board practices of Singapore listed companies is organized by SID and Singapore Exchange in partnership with Aon Hewitt, Egon Zehnder International and PricewaterhouseCoopers.

The survey is designed to address matters relevant to current needs and questions of companies and their directors, and present trend information on corporate governance.

For a copy of the survey, please visit [www.sid.org.sg](http://www.sid.org.sg) or call (65) 6227 2838

## SID Statements of Good Practice

The SID's Statements of Good Practice have been developed as a result of requests from its members to provide guidelines on certain fundamental issues of board performance, accountability and corporate responsibility, in a succinct and practical way.

To view or download the Statements, please visit [www.sid.org.sg](http://www.sid.org.sg)

## Board Appointment Service

The Board Appointment Service (BAS) provides companies with access to search for suitable candidates from SID's database of members who are willing to serve as independent directors. This service is complimentary for SID's corporate member for one search per year.

For more information on BAS, please visit [www.sid.org.sg](http://www.sid.org.sg)

## Directory of Board Advisors

This Directory on SID website provides one-stop information for companies looking for professional advice on governance related matters.

## Individual Membership

### Criteria

Membership is open to all company directors; senior executives of large corporations, statutory boards and regulatory authorities; senior academic personnel; partners, sole proprietors and senior managers of professional practices involved in corporate matters or corporate governance issues.

Membership is open to all nationalities, regardless of place of residence.

### Membership Benefits

- Members enjoy discounted rates on all courses, seminars, talks and events organized, sponsored or endorsed by SID.
- Forum to deliberate on new initiatives or proposed reforms to existing laws affecting directors and companies.
- Free copy of the SID Directors' Code of Professional Conduct, our in-house magazine the Directors' Bulletin, and other SID publications from time to time.
- Complimentary participation in the Board Appointment Service.
- Fellow and Ordinary members are eligible to use the designatory letters FSID/MSID.

## Corporate Membership

### Criteria

Any body corporate or entity formed, incorporated or registered in Singapore or elsewhere that has its affairs directed or managed by a board of council of directors or members and which supports and practices good corporate governance.

### Membership Benefits

- Be part of the national network and centre on corporate governance, and emphasize your company's interest and support of good corporate governance.
- Full access to a one-stop corporate governance resource base to understand and improve your company's corporate governance practices.
- Facilitate continuing professional training of directors and senior management through SID's comprehensive selection of courses. A corporate member is entitled to nominate one complimentary Principal Nominee and two Supplementary Nominees with waiver of entrance fee and annual subscription.
- Facilitate filling board positions either through the complimentary formal means of SID's Board Appointment Service or the informal networks provided by SID.
- Other financial benefits such as complimentary attendance at SID Directors Conference, Breakfast or Luncheon events, discount on advertisement, and many more as may be added from time to time.

**For more information, please visit [www.sid.org.sg](http://www.sid.org.sg) or contact the secretariat at (65) 6227 2838**