

Corporate Governance for Bank Directors

1-Day Training Course

Course Description

A major causal factor of the global crisis from which the financial sector is now emerging has been the failure of many major international firms to adopt an integrated approach to risk management linking all risk areas including governance and compliance with strategy and performance management.

Poor standards of risk management including governance and compliance risk have led to extensive criticism of the sector and to catastrophic problems and failure of some of the largest and best-known institutions. In the aftermath of such failures, both market and regulatory expectations have increased significantly, increasing the responsibilities placed on senior management.

Developing a sound understanding of risk management best practices and comparing this with the approach adopted within your firm is a challenging but essential undertaking. Furthermore, the governance and compliance issues arising from international regulatory requirements, Basel II/III, and best practices all provide additional challenges.

There is a clear challenge of building consistent governance frameworks that meet the demands of the regulator and also add value to a bank. This will be addressed in this course explaining the main issues and identifying the approaches to be adopted.

Who Should Attend?

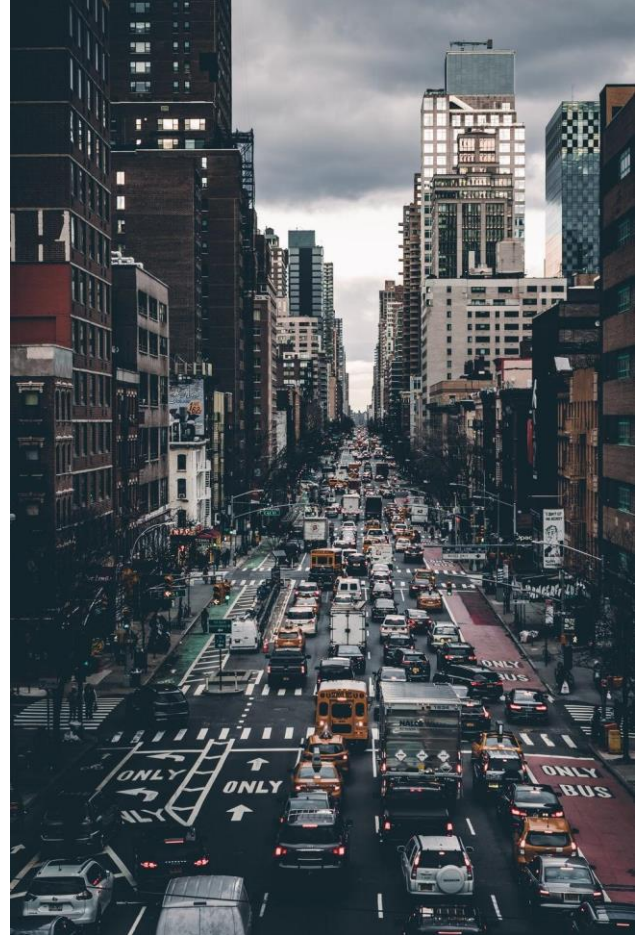
This training is primarily for Non-Executive Directors of Banks. It will also be of interest to Board members and senior managers with responsibility for:

- Risk Management
- Corporate Governance
- Corporate Strategy
- Corporate Social Responsibility (CSR)
- Environmental Sustainability
- Public Relations, Human Resources, Marketing
- Compliance
- Legal
- Internal Audit

Learning Objectives

Participants of this course will benefit from the following:

- Gaining a high-level understanding of international Corporate Governance best practice
- Understanding the principles of Corporate Governance and its impact on the overall business performance
- Clarifying the role of the board in relation to Risk Management, Corporate Governance, and Compliance as compared with that of the Executive Board members and senior management
- A review of legislative Corporate Governance framework in the context of the recent economic crisis
- Understanding the impact of business ethics on long-term performance and share value: how to make ethical decisions in day-to-day business operation
- The potential cost of Corporate Governance failures – examples and lessons to be learnt
- Assessing the participant's company current Corporate Governance and Risk Management against best practice
- How to build a Corporate Governance framework
- Understanding the importance and use of Key Risk Indicators (KRI) and Key Performance Indicators (KPI) within a Consolidated Risk Management Framework



Methodology

This is a virtual workshop with relevant and up-to-date practically-based examples, discussions, and polling.

Knowledge Pre-Requisites

Some knowledge of banking products and services would be an advantage

Course Outline

Session 1: Introduction to Bank Corporate Governance

- Why do we need Corporate Governance?
- Key features of Corporate Governance
- The challenge of corporate governance
- The changing expectations on directors
- Implementing corporate governance within a firm – key lessons and issues
- What appears to work best?

Session 2: The 3 Lines Model and Corporate Governance

- What is the 3 lines model?
- How does that differ from the 3 lines of defence?
- What does this mean for corporate governance?
- Does this change the governance structure?

Session 3: CBN Bank Corporate Governance code and other Documents

- Board and management
- Shareholders and stakeholders
- Ethics and conflicts of interest
- Risk management
- Disclosures
- Sanctions
- ICAAP and responsibility

Session 4: Corporate Governance for Banks -BIS

- Board responsibilities
- Board qualifications and composition
- Board structure and practices

- Senior management
- Governance and group structures
- Risk management function
- Risk identification, monitoring and controlling
- Risk communication
- Compliance
- Internal audit
- Compensation
- Disclosure and transparency
- The role of supervisor

Session 5: Independence, Remuneration and Conflicts of Interest

- What is a non-executive director?
- What are their responsibilities?
- The remuneration and appointments committee
- Assessing director performance
- Identifying and dealing with conflicts of interest
- Ethical dilemmas in practice
- Succession planning

Session 6: Board Reporting

- What does the Board need to know?
- Metrics and reporting
- KCIs, KPIs, and KRIs
- Exception based escalation
- Pull and push
- Approving and noting

Trainers' Profile



Dennis Cox BSc FCA FCSI BFP AIAA **Chief Executive of Risk Reward Limited**

Dennis is the Chief Executive of Risk Reward Ltd, where he oversees all consulting and training projects. A UK Chartered Accountant and internationally recognized financial services risk management, fraud deterrence, compliance, internal audit, and financial crime expert, he specializes in the interdisciplinary forward-looking impact of and opportunities of financial crime detection and regulation, digital technologies, and the challenges surrounding credit, market, liquidity/treasury, and operational risk.

He has more than 30 years of experience in the areas of risk management, fraud deterrence and internal audit. He has held senior management positions within the banking and accountancy profession including acting as **Head of Internal Fraud Investigations** at HSBC Global Bank, Director, Risk Management at **HSBC Insurance Brokers Limited**, and Director, Risk Management, Prudential Portfolio Managers. Formerly he held a number of roles within the audit profession, including Senior Audit Manager (Compliance) at **HSBC Holdings PLC** and Senior Manager (Banking and Finance) at both **BDO Binder Hamlyn** and **Arthur Young** (now Ernst & Young),

Since 2002 regional and national regulators and banks and financial institutions (traditional and Islamic) worldwide have benefited from the regulatory, technical, and

behavioural guidance and training afforded by Mr Cox through Risk Reward Ltd or third parties.

These include (USA FDIC, Federal Reserve Bank of New York, Bank of England, the Central Banks of Nigeria, Ghana, South Africa, Kenya, Morocco, Saudi Arabia, the Singapore Monetary Authority, Hong Kong Monetary Authority, Bank of Japan, Bank Negara, Malaysia, Taiwan, the European Union), bank trade associations and their member banks plus national training organisations (British Bankers Association, Taiwanese Academy of Banking and Finance, Association of Cyprus Banks, et al) Cyprus),

He is a Fellow, Co-founder, and Chairman of the Risk Forum for the **UK Chartered Securities and Investment Institute** and administers the Risk Reward **Global Risk Forum** on LinkedIn. A Fellow of the **Institute of Chartered Accountants (FCA)**, he has also been a National Council Member for 17 years and a representative of the public as Council Member of the **Institute of Actuaries (Insurance)** for 10 years. He teaches the **Global Financial Compliance; Combatting Final Crime** and the **Conduct Risk** courses as examination preparation for certification by the CISI.

He holds an honours degree in Mathematics from the London University Westfield College.

A much-in-demand speaker and trainer known for his highly interactive, practical, job-role approaches, ease of communicating complex topics into an enjoyable social learning experience with wit and personal attention to delegates, Mr. Cox is the author of **An Introduction to Money Laundering Deterrence** and **The International Handbook of Money Laundering Deterrence**, and **Banking and Finance: Accounts, Audit, and Practice**, He is the co-author of **The Mathematics of Banking & Finance** and is the senior editor and author of several chapters in **The Frontiers of Risk Management**.

Trainers' Profile



Temitayo Sogbola
Chief Executive Officer of RiskTech & Advisory Limited

Temitayo is a results-driven Risk Management and Assurance Leader with extensive experience gained within Banking, Financial Services, and Consulting. She holds a demonstrable track record of conceptualizing, designing, pioneering, and establishing successful risk, control, and audit functions for diverse operations.

Temitayo possesses a Big-4 consulting background with proven expertise in asset-liability management, investment management, market risk, credit risk, enterprise risk management, operational risk, internal audit/control, business process re-engineering, alternative asset management, and compliance. She is skilled in engaging and transforming Board directors into effectual risk management strategies.

She has worked at a leading asset management company, where she successfully built a group-wide risk management function from a single-man team to up to 10 FTE's. This includes an effective implementation of a \$1m Enterprise Risk Management (ERM) framework design and implementation project across the Group.

She was responsible for the risk & assurance functions across the Asset Management Group's diverse business interests, including wealth management, mutual fund management, agric. fund, infrastructure fund, pension fund management, PE funds, real estate development, securities trading, financial advisory, trust, and life insurance. In addition, she led a team, across all subsidiaries, that redesigned and drove the implementation of a revised Group Corporate Governance Framework, leveraging global leading practices, codes of corporate governance from other jurisdictions, and applicable regulatory requirements.

She has experience leading and participating in ISO projects, specifically ISO 22301 (Business Continuity Management System) and ISO 27001 (Information Security) programs at a leading Development Finance Institution (DFI).

Temitayo has previously held a senior management position filling an interim position as Acting MD of the Securities trading and Financial Advisory subsidiary at an Asset Management Group.

An Accounting graduate from the Obafemi Awolowo University, Temitayo holds an M.Sc. in Risk Management from the New York University, Stern School of Business. She is a Fellow of the Institute of Chartered Accountants of Nigeria, and an Authorised Dealing Clerk of the Nigerian Stock Exchange.

About RiskTech & Advisory Limited

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noun: an inspiring guide, supporting your journey through value creation and optimisation.

RiskTech & Advisory is your trusted advisor with demonstrated experience in governance, risk management, assurance, and operational excellence. We support your business so you can focus on what matters to you most – managing a successful and enduring organisation.

Vision: To be the clear leader in risk advisory and assurance solutions in Sub-Saharan Africa.

Mission: A trusted partner, supporting our clients to build enduring African organisations through our value-enhancing governance, risk management, assurance, and operational excellence services.

– **We provide:** bespoke advisory, technology, and training solutions for the needs in African entities.

– **We position:** businesses to withstand different economic and operating cycles.

– **We possess:** industry expertise & global collaborations to bring you carefully designed and fit-for-purpose African-focused solutions.

Our Training Profile

We provide governance, risk management and assurance training programs for your capacity development needs across all levels.

Our Training programs include:

- Board & Executive Training
- Internal Audit Training
- Internal Control Training
- Risk Management Training
- Compliance Training

Contact Us:

Should you have any questions,
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