

A one-day overview for company secretaries and board advisors on the responsibilities of company directors

Following the codification of directors' statutory duties in the Companies Act 2006, and directors' increased exposure to shareholder actions should they fall down in exercising those duties, there has never been a greater need for company secretaries and their colleagues advising the board to have a clear understanding of the duties, and the liabilities, placed upon directors. That urgency was underscored again in 2010 with the publication of the revised UK Corporate Governance Code and associated guidance.

This one-day course is designed for new entrants to the boardroom, company secretaries and other advisors. It looks in detail at directors' legal responsibilities and liabilities, and considers issues of power and authority and good boardroom practice. It also considers directors' wider responsibilities in such areas as health and safety and environmental protection.

Programme

09:00

Registration & tea/coffee

The role in context: the legal and regulatory framework

Setting the scene. Brief overview of company law, the listing regime and AIM rules

Directors' duties (part 1)

The new statutory statement of directors' duties. Conflicts of interest. How have the duties changed and what are the practical impacts on running a company?

Directors' liabilities

Liability, sanctions and safe harbours
Indemnities and insurance

Power and authority

Where does authority come from?
What powers do directors have? The differences between directors, managers and owners

Case study

Key legal concerns

Hot topics such as health and safety, employment, data protection

What makes an effective board? Good boardroom practice

Exploring the key individuals (Chairman, CEO, FD, SID, NED, company secretary)
Induction and ongoing development
Succession planning
Pay and conditions
Finance and risk – monitoring, reporting and disclosure
Clear, timely and accurate information
Performance review and effectiveness

Questions and answers

16:30

Close