Training Course on Nominating and Governance Committee Best Practices

Professional Development Training Course Outline

Category	CEOs and Directors	**Duration**	10 Days
Base Fee	$3,000 USD	**Delivery Mode**	Online / On-site Hybrid

Course Introduction

In today's dynamic corporate landscape, effective **corporate governance** is paramount for organizational success, stakeholder trust, and long-term sustainability. The **Nominating and Governance Committee (NomGov Committee)** stands as a critical pillar within the board, responsible for shaping the very foundation of an organization's leadership and ethical framework. Training Course on Nominating and Governance Committee Best Practices is meticulously designed to equip directors and executives with the cutting-edge knowledge and practical strategies required to elevate their NomGov Committee's performance, ensuring robust **board composition**, seamless **succession planning**, and unwavering adherence to **governance best practices** in an increasingly complex regulatory environment.

The evolving expectations of **institutional investors** and the growing emphasis on **ESG (Environmental, Social, and Governance) factors** have significantly expanded the mandate of NomGov Committees. Beyond traditional director recruitment, these committees are now at the forefront of crucial decisions regarding **board diversity**, **corporate culture oversight**, and **CEO succession preparedness**. This program provides a comprehensive deep dive into these contemporary challenges and opportunities, offering actionable frameworks and real-world case studies to empower participants to drive **strategic governance**, mitigate **governance risks**, and foster a culture of **accountability and transparency** within their organizations.

Programme Curriculum

Training Course on Nominating and Governance Committee Best Practices

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Course Objectives

Upon completion of this comprehensive training course, participants will be able to:

1. Develop advanced techniques for optimizing **board composition**, ensuring a diverse and skilled board that aligns with organizational strategy and future challenges.
2. Design and execute effective **CEO and executive succession planning** processes, minimizing disruption and ensuring leadership continuity.
3. Understand the expanded role of the NomGov Committee in overseeing **ESG integration** and sustainability initiatives, responding to evolving stakeholder demands.
4. Employ **best practices in director recruitment** and selection, leveraging modern tools and methodologies to attract top-tier talent.
5. **:** Conduct rigorous and effective **board, committee, and individual director evaluations** to drive continuous improvement and accountability.
6. Formulate and refine comprehensive **corporate governance guidelines** that reflect current regulatory requirements and industry leading practices.
7. Proactively manage **shareholder engagement** on governance matters, fostering transparent communication and building investor confidence.
8. Identify and mitigate emerging **governance risks**, including those related to **cybersecurity governance** and **AI governance**.
9. Lead initiatives to embed a strong **ethical culture** throughout the organization, championed by the board and the NomGov Committee.
10. Ensure strict adherence to **corporate governance regulations** and disclosure requirements, staying abreast of **latest legal developments**.
11. Enhance the overall **effectiveness and efficiency** of the Nominating and Governance Committee operations and decision-making processes.
12. Drive initiatives to enhance **board diversity and inclusion** across gender, ethnicity, skills, and experience, creating a more resilient board.
13. Explore and apply **governance technology solutions** to streamline committee processes, reporting, and information management.

Organizational Benefits

- A well-governed board, supported by an effective NomGov Committee, makes more informed and strategic decisions, leading to improved organizational performance and **sustainable growth**.
- Demonstrating robust governance practices, including transparent board composition and succession planning, attracts and retains **institutional investors** and fosters greater market confidence.
- Proactive management of governance risks, adherence to regulations, and a strong ethical culture significantly reduce exposure to legal challenges and **reputational damage**.
- Effective succession planning ensures a continuous supply of qualified leaders, minimizing disruptions and securing the organization's future.
- Equipping committee members with advanced knowledge and tools leads to more productive meetings, insightful discussions, and higher-quality oversight.
- A commitment to **best-in-class governance** and professional development makes the organization more attractive to highly skilled directors and executives.
- Transparent governance practices build trust and strengthen relationships with all stakeholders, including employees, customers, and regulators.
- Organizations with superior governance frameworks gain a significant **competitive edge** in today's demanding business environment.

Target Audience

1. Current Nominating and Governance Committee Members
2. Board Chairs and Lead Directors
3. Aspiring Board Members
4. Corporate Secretaries & General Counsel
5. Senior Executives (CEOs, CFOs, CHROs)
6. Investor Relations Professionals
7. Compliance Officers.
8. Governance Consultants

Course Outline

Module 1: The Evolving Landscape of Corporate Governance

- Understanding the foundational principles of **modern corporate governance**.
- Key drivers of change: **investor activism**, regulatory shifts, and **societal expectations**.
- The expanded mandate of the **Nominating and Governance Committee**.
- Interplay between NomGov, Audit, and Compensation Committees.
- **Case Study:** Analyzing recent high-profile governance failures and the NomGov Committee's role.

Module 2: Role and Responsibilities of the NomGov Committee

- Defining the **NomGov Committee charter** and its essential elements.
- Core duties: **board nominations**, governance guidelines, and committee oversight.
- Setting the tone for **corporate culture and ethics**.
- Managing conflicts of interest and ensuring **director independence**.
- **Case Study:** Reviewing a model NomGov Committee charter from a leading public company.

Module 3: Strategic Board Composition and Skills Matrix

- Developing a **skills matrix** aligned with strategic priorities and emerging risks (**cybersecurity, AI, ESG**).

- Assessing current board capabilities and identifying **skill gaps**.
- Balancing experience, expertise, and fresh perspectives.
- Considering board size, tenure, and structure.
- **Case Study:** Reimagining a board's skills matrix for a technology-driven disruptor.

Module 4: Driving Board Diversity and Inclusion

- The business imperative for **board diversity** (gender, ethnic, experiential, cognitive).
- Implementing effective strategies to broaden the candidate pool.
- Measuring and reporting on diversity metrics.
- Fostering an inclusive board environment.
- **Case Study:** A company's journey to achieve greater board diversity and its impact on performance.

Module 5: Effective Director Recruitment and Onboarding

- Developing robust **director search processes** and leveraging executive search firms.
- Candidate assessment, interviews, and due diligence.
- Crafting compelling director profiles and value propositions.
- Designing comprehensive **director onboarding programs**.
- **Case Study:** A successful director recruitment process for a board undergoing significant transformation.

Module 6: CEO and Executive Succession Planning

- Establishing a proactive and continuous **CEO succession planning** framework.
- Identifying and developing internal high-potential candidates.
- Managing emergency succession scenarios.
- The NomGov Committee's role in senior executive leadership development.
- **Case Study:** A multinational corporation's approach to long-term CEO succession.

Module 7: Board, Committee, and Individual Director Evaluations

- Designing effective **board evaluation processes**
- Setting clear performance metrics for the board and its committees.
- Providing constructive feedback for individual directors.
- Utilizing evaluation results to drive continuous improvement.
- **Case Study:** How a board used evaluation findings to restructure its committee mandates.

Module 8: Corporate Governance Guidelines and Policies

- Developing, reviewing, and updating **corporate governance guidelines**.
- Key policies: codes of conduct, insider trading, and shareholder communication.
- Ensuring alignment with regulatory requirements
- Communicating guidelines effectively to the board and management.
- **Case Study:** Revising governance guidelines in response to new regulatory mandates.

Module 9: Shareholder Engagement and Activism

- Understanding the landscape of **shareholder activism** and investor expectations.
- Best practices for effective **shareholder engagement** and proxy season preparation.
- Responding to shareholder proposals and investor concerns.
- Building long-term relationships with key institutional investors.
- **Case Study:** Navigating a proxy contest and successfully engaging with activist shareholders.

Module 10: ESG Oversight by the NomGov Committee

- The expanding role of the NomGov Committee in **ESG oversight**.
- Integrating ESG factors into board composition and skills.
- Overseeing **sustainability reporting** and disclosures.
- Addressing climate-related risks and opportunities.
- **Case Study:** A company's strategy for integrating climate change expertise onto its board.

Module 11: Risk Management and Crisis Governance

- The NomGov Committee's role in overseeing **enterprise risk management**.
- Addressing emerging risks: **cybersecurity breaches**, data privacy, and geopolitical instability.
- Developing **crisis governance protocols** and board-level response plans.
- Ensuring board preparedness for unforeseen events.
- **Case Study:** A board's response to a significant operational crisis and the NomGov Committee's contribution.

Module 12: Legal and Regulatory Compliance for NomGov

- Key **corporate governance regulations**
- **Fiduciary duties** of directors and legal liabilities.
- Disclosure requirements related to board composition and governance practices.
- Impact of international governance codes and standards.
- **Case Study:** Analyzing a regulatory enforcement action related to governance deficiencies.

Module 13: Ethical Culture and Board Oversight

- The board's role in fostering a strong **ethical culture**.
- Oversight of codes of conduct, whistleblower policies, and compliance programs.
- Addressing ethical dilemmas and conflicts of interest.
- Promoting a culture of integrity and accountability.
- **Case Study:** Rebuilding trust and culture after an ethical lapse within an organization.

Module 14: Technology in Governance: Tools and Trends

- Leveraging **governance technology** platforms for board communication and information sharing.
- Utilizing data analytics for board assessments and succession planning.
- Exploring the impact of **AI on governance** and decision-making.
- Best practices for board portals and cybersecurity for board information.
- **Case Study:** Implementing a new board portal and its benefits for NomGov Committee efficiency.

Module 15: Future of Nominating and Governance Committees

- Anticipating future trends in **corporate governance**.
- The evolving role of the NomGov Committee in **stakeholder capitalism**.
- Preparing for the next generation of governance challenges.
- Continuous learning and professional development for committee members.
- **Case Study:** A forward-thinking board preparing for the future of governance through innovation.

Training Methodology

This training course will employ a highly interactive and practical methodology, combining:

- **Expert-led Presentations:** Engaging sessions delivered by experienced governance professionals and thought leaders.
- **Interactive Discussions:** Facilitated group discussions and peer-to-peer learning to share insights and best practices.
- **Case Studies Analysis:** In-depth examination of real-world scenarios and challenges faced by NomGov Committees, with practical problem-solving exercises.
- **Workshops & Group Activities:** Hands-on exercises and collaborative activities to apply concepts and develop solutions.
- **Q&A Sessions:** Dedicated time for participants to ask questions and receive expert guidance.
- **Practical Tools & Templates:** Provision of actionable templates, checklists, and resources for immediate application.
- **Networking Opportunities:** Facilitated opportunities for participants to connect with peers and build professional relationships.

Register as a group from 3 participants for a Discount

Send us an email: info@fineskilltrainingcenter.org or call *+254769199797*

Certification

Upon successful completion of this training, participants will be issued with a globally- recognized certificate.

Tailor-Made Course

We also offer tailor-made courses based on your needs.

Key Notes

a. The participant must be conversant with English.

b. Upon completion of training the participant will be issued with an Authorized Training Certificate

c. Course duration is flexible and the contents can be modified to fit any number of days.

Upcoming Scheduled Sessions

Start Date	End Date	Location	Price
21 Sep 2026	02 Oct 2026	Online	$2,000
21 Sep 2026	02 Oct 2026	Physical	$3,000
21 Sep 2026	02 Oct 2026	Physical	$0

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21 Sep 2026	02 Oct 2026	Physical	$0
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21 Sep 2026	02 Oct 2026	Physical	$0

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