



"Enhancing Global Competitiveness Through Best Practices"

BASIC CORPORATE GOVERNANCE FOR BOARD DIRECTORS OF GOCCs

Thursday & Friday, September 29 & 30, 2022, 1:00 to 5:00 PM via Zoom

COURSE OUTLINE

First Session	
1:00 - 2:50	<ul style="list-style-type: none"> ➤ Corporate Governance: What, Who, & Why? ➤ Best Practices: Local and Global <ul style="list-style-type: none"> a. OECD Guidelines on Corporate Governance of State-Owned Enterprises (SOEs) b. G20/OECD Principles of Corporate Governance c. ASEAN Corporate Governance Scorecard d. SEC Code of Corporate Governance
3:00 - 5:00	<ul style="list-style-type: none"> ➤ Duties and Responsibilities of the Board: Individual and Collective ➤ Accountability of GOCC Directors as Public Officers <ul style="list-style-type: none"> a. Code of Conduct and Ethical Standards for Public Officials (R.A. No. 6713) b. Anti-Graft and Corrupt Practices Act (R.A. No. 3019) c. Government Procurement Reform Act (R.A. No. 9184) d. Ease of Doing Business Act (R.A. No. 11032)
Second Session	
1:00 - 2:30	<ul style="list-style-type: none"> ➤ The GOCC Governance Act (R.A. No. 10149) and its related issuances ➤ The Governance Commission for GOCCs (GCG) and its mandates
2:45 - 5:00	<ul style="list-style-type: none"> ➤ Performance Evaluation System (PES) for GOCCs vs. Performance Evaluation for Directors (PED) ➤ Performance Scorecard vs. Corporate Governance Scorecard

Key Learnings

- **Corporate Governance**
 - What is corporate governance
 - Who are the relevant actors
 - Why adopt good corporate governance practices
 - How principles and practices are applied locally and globally



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- **Roles and Responsibilities of Board Directors**
 - Standard of extraordinary diligence for GOCC Directors
 - Duty of Diligence and Loyalty as Fiduciaries
- **Functions of Board Committees**
 - Mandatory Committees for GOCCs
 - Conduct of Board Meetings
- **GOCC Directors as Public Officers**
 - Statement of Assets, Liabilities, and Net Worth (SALN)
 - Accountabilities and Liabilities as Public Officers
 - Prohibited acts under special laws
- **Overview of the GOCC Governance Act and its Organic Documents**
 - Fit and Proper Rule for Appointive Directors and CEOs of GOCCs
 - Ownership and Operations Manual Governing the GOCC Sector
 - Code of Corporate Governance for the GOCC Sector
 - Policies and Guidelines on the Integrated Corporate Reporting System
 - The Whistle Blowing Policy
- **The Governance Commission for GOCCs and its Key Mandates**
 - Rationalize the GOCC Sector
 - Nominate Appointive Directors
 - Monitor and Evaluate GOCC Performance
 - Standardize Compensation System
- **Performance Management**
 - Strategy Formulation and Execution
 - Performance Scorecards
 - Performance Monitoring and Evaluation
 - Performance-Based Incentives and Accountability Mechanisms

This training is open to the general public including those who are waiting to be appointed or aspiring to be appointed and preparing for a directorship or CEO / senior level post in a GOCC.

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