



JPCANN  
ASSOCIATES  
LIMITED

# Board Corporate Governance & Oversight Responsibilities.

Bridging **Global Best Practices** with  
Ghana's Legal and Regulatory Framework.



## Course Overview

The role of the board of directors in public sector governance has become more imperative than before with stakeholder accountability being more vociferous! This intensive training programme is designed to provide current and aspiring board members, executives, and senior public officials with a deep and practical understanding of their corporate governance oversight responsibilities.

The course uniquely synthesizes **global best practices** (e.g., OECD Principles, G20/OECD Guidelines) with the specific legal requirements of the **Ghana Companies Act, 2019 (Act 992)** and Ghana's public sector governance regulations, including the **Public Financial Management Act, 2016 (Act 921)** and guidelines from the **State Interests and Governance Authority (SIGA)**. Participants will gain the knowledge and tools to enhance board effectiveness, ensure compliance, and drive sustainable organizational success.

## Course Objectives

By the end of this course, participants will be able to:

- ✓ Articulate the fundamental principles of modern corporate governance and the fiduciary duties of a board of directors.
- ✓ Understand the specific legal obligations of directors as stipulated by the Ghana Companies Act, 2019.
- ✓ Navigate the additional governance requirements for state-owned enterprises and public sector entities in Ghana.
- ✓ Develop robust frameworks for board oversight of strategy, risk management, internal controls, and financial reporting.
- ✓ Enhance board dynamics, committee effectiveness, and evaluation processes.
- ✓ Identify and manage conflicts of interest and promote ethical leadership.



## Course Outcomes

### Upon completion, participants will:

- ✓ Possess a certified understanding of their legal and ethical duties as directors.
- ✓ Be equipped to critically assess organizational strategy and monitor its implementation.
- ✓ Be able to implement a effective risk governance framework aligned with global standards and local law.
- ✓ Have strengthened their ability to provide independent oversight of executive management.
- ✓ Be prepared to foster a culture of transparency, accountability, and integrity within their organizations.



## Course Benefits

- **For Individuals:** Enhance your professional credibility and preparedness for board roles. Mitigate personal legal liability through heightened awareness of duties and responsibilities.
- **For Public Sector Institutions & SOEs:** Ensure compliance with SIGA directives, improve service delivery, strengthen public trust, and demonstrate prudent stewardship of state assets.
- **Networking:** Connect with a diverse group of peers, experienced directors, and governance experts.

## Targeted Participants:

- ✓ Board Chairpersons, Non-Executive Directors, and Executive Directors of government institution's boards or State-Owned Enterprises (SOEs).
- ✓ Members of Board Sub-Committees (Audit, Risk, Governance & Nominations, Remuneration).
- ✓ Company Secretaries and Chief Legal Officers.
- ✓ Chief Executive Officers and Senior Executives reporting to the board.
- ✓ Senior Public Officials from government ministries, departments, and agencies with governance responsibilities.



## Course Modules and Sessions

### Module 1: Introduction to Corporate Governance

**Session 1.1:** The Why: The Business Case for Good Governance

**Session 1.2:** Global Best Practices: OECD Principles, King IV, and the Ghanaian Context

**Session 1.3:** The Legal Backbone: Key Provisions of the Ghana Companies Act, 2019 (Act 992) pertaining to Directors' Duties (Sections 190-203: Care, Skill, Diligence, Fiduciary Duties) **(optional)**

### Module 2: The Effective Board: Composition, Dynamics, and Leadership

**Session 2.1:** Board Structure & Composition: Defining Independence, Diversity, and Skills Matrix

**Session 2.2:** The Role of the Board Chair vs. CEO/MD/Executive Directors/Controllers, etc.: Ensuring Clear Delineation

**Session 2.3:** Powering Board Committees: Deep Dive into Audit, Risk, and Governance Committees

### Module 3: Oversight of Strategy and Performance

**Session 3.1:** The Board's Role in Strategy: Formulation, Approval, and Monitoring

**Session 3.2:** Oversight of Organizational Performance and Key Metrics

### Module 4: Oversight of Risk, Control, and Financial Reporting

**Session 4.1:** Establishing a Robust Risk Governance Framework

**Session 4.2:** Understanding Internal Controls and the Audit Cycle

**Session 4.3:** The Board's Responsibility for Reliable Financial Report-

### Module 5: Ethics, Compliance, and Stakeholder Management

**Session 5.1:** Promoting an Ethical Culture: Codes of Conduct and Whistleblowing

**Session 5.2:** Managing Conflicts of Interest and Related Party Transactions

**Session 5.3:** Stakeholder Engagement and Communication

## Module 6: Special Focus: Public Sector and SOE Governance in Ghana

**Session 6.1:** The PFMA (Act 921) and SIGA Governance Guidelines: A Practical Guide for Public Boards

**Session 6.2:** Balancing Commercial and Social Mandates in SOEs

**Session 6.3:** Accountability to Parliament and the Public

## Module 7: Course Synthesis & Case Study

**Session 7.1:** Applying Knowledge: A Ghana-Specific Governance Case Study

**Session 7.2:** Action Planning: Taking Lessons Back to the Boardroom

### Course Methodology



#### Expert-Led Presentations

From seasoned directors, legal experts, and governance consultants with Ghana-specific experience.



#### Interactive Workshops & Group Discussions

To tackle real-world scenarios.



#### Case Studies

Analysis of both global and local (Ghanaian) corporate success and failure stories.



#### Role-Playing Exercises:

Simulating boardroom discussions and decision-making.



#### Q&A Sessions

Providing direct access to faculty for specific queries.





## CONTACT US



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