



JPCANN  
ASSOCIATES  
LIMITED

# Board Human Resource & Legal Oversight Responsibilities

(Remuneration, Nominations, and Contract Supervision)



## COURSE OVERVIEW

This intensive training programme is designed to equip members of Board Human Resource & Legal Committees with the advanced knowledge and practical skills required to execute their oversight responsibilities effectively. The course delves into the critical intersection of corporate governance, human capital strategy, and legal/contractual integrity. It provides a robust framework based on global best practices (e.g., OECD Principles, IFC Standards) while being firmly grounded in the specific legal and regulatory context of the Ghanaian public sector, particularly the Public Financial Management Act, 2016 (Act 921), the Public Procurement Act, 2003 (Act 663) as amended, and guidelines from the Public Services Commission. Participants will engage in case studies, practical exercises, and expert-led discussions focused on remuneration structures, nomination processes, and the end-to-end oversight of contract awards and management.

## COURSE OBJECTIVES

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

- Articulate the distinct fiduciary and oversight roles of the Board Committee as defined by both global standards and Ghanaian law.
- Design, evaluate, and oversee a fair, transparent, and performance-linked executive remuneration policy that complies with national guidelines.
- Implement a rigorous, merit-based nomination and succession planning process that enhances board composition and diversity.
- Understand the legal and financial implications of contract award and supervision processes as per Ghana's PFMA and Procurement Act.
- Identify and mitigate risks associated with human resources, executive appointments, and major contractual engagements.

## COURSE OUTCOMES

- A practical toolkit for reviewing and approving remuneration packages and performance metrics.
- A framework for developing a skills matrix and conducting effective candidate evaluations for board and executive positions.
- A checklist for overseeing the procurement cycle, from tender evaluation to contract closure and performance assessment.
- Enhanced confidence in challenging management proposals and providing independent, objective oversight.
- A certificate of participation demonstrating commitment to continued professional development in corporate governance.

## COURSE BENEFITS

- **For Participants:** Enhance your professional credibility and governance expertise. Network with peers and experts in the field.
- **For the Board & Committee:** Strengthen governance structures, reduce institutional risk, and improve decision-making quality.
- **For the Institution:** Ensure compliance, promote transparency and accountability, and build stakeholder trust through demonstrably sound oversight practices



## TARGETED PARTICIPANTS

- Sitting members of Board Human Resource, Remuneration, Nominations, and Legal/Contracts Committees.
- Board Chairs and Deputy Chairs.
- Executive Directors and Chief Executive Officers.
- Company Secretaries and General Counsels.
- Senior Public Servants involved in governance, procurement, and human resource management.
- Aspiring board members seeking to specialize in these critical committee functions.



## COURSE MODULES & SESSIONS

### Module 1: Foundation of Committee Oversight in the Ghanaian Context

- Session 1.1: The Mandate of the HR & Legal Committee: Terms of Reference, Charters, and Fiduciary Duties.
- Session 1.2: The Regulatory Universe: PFMA (Act 921), Procurement Act (Act 663), Labour Laws, and PSC Guidelines.
- Session 1.3: Global Best Practices: Integrating OECD Principles and IFAC Standards into Local Practice.

### Module 3: Rigorous Oversight of Nominations & Succession Planning

- Session 3.1: Building an Effective Board: Skills Matrices, Diversity, Independence, and Dynamics.
- Session 3.2: The Nomination Process: Identification, Evaluation, Interviewing, and Onboarding of Directors and Key Executives.
- Session 3.3: Crisis and CEO Succession Planning: The Committee's Most Critical Role.

## COURSE METHODOLOGY

The programme will utilize an interactive, adult-learning approach to ensure maximum engagement and knowledge retention:

- **Expert-Led Lectures:** For conveying key concepts and regulatory frameworks.
- **Ghana-Specific Case Studies:** Analysis of real-world scenarios from the public and private sectors.
- **Group Workshops & Breakout Sessions:** For practical application of concepts (e.g., designing a skills matrix, reviewing a contract report).
- **Simulated Committee Meetings:** Role-playing to practice challenging management and making decisions.
- **Q&A and Panel Discussions:** With seasoned board chairs, legal experts, and procurement specialists.

### Module 2: Strategic Oversight of Remuneration & Benefits

- Session 2.1: Designing Principles for Remuneration: Linking Pay to Performance, Organizational Goals, and Long-Term Value.
- Session 2.2: Components of Executive Pay: Base Salary, Short-Term Incentives (STIs), Long-Term Incentives (LTIs), and Benefits.
- Session 2.3: The Committee's Role in Reviewing, Approving, and Disclosing Remuneration Policies (Say-on-Pay).

### Module 4: Contract Award & Supervision Oversight (The Procurement Link)

- Session 4.1: The Procurement Cycle under Act 663: Understanding the Stages from Need Identification to Award.
- Session 4.2: Committee Oversight of High-Value Tenders: Scrutinizing Evaluation Reports, Ensuring Fairness, and Mitigating Corruption Risks.
- Session 4.3: Post-Award Contract Management Supervision: Monitoring KPIs, Variations, Deliverables, and Closure.

### Module 5: Integrating Knowledge & Risk Management

- Session 5.1: Simulated Committee Meetings: Case Studies on Remuneration, a CEO Appointment, and a Major Contract Award.
- Session 5.2: Identifying and Managing Conflicts of Interest and Reputational Risk.
- Session 5.3: Developing a Personal Action Plan and Committee Work Plan for the Next 12 Months.



## CONTACT US



<https://jpcannassociates.com>



[info@jpcannassociates.com](mailto:info@jpcannassociates.com)



+233 501 335 818



+233 302 267 538

+233 302 242 573



+233 241 121 761

JPCann Associates Group  
#58 Nsawam Road Kokomlemlé  
Accra, Ghana



JPCann Associates