



ATENEO DE MANILA UNIVERSITY
GRADUATE SCHOOL OF BUSINESS
CCE CENTER FOR CONTINUING EDUCATION



Leadership and Management

ONLINE PROGRAM

BASICS OF CORPORATE GOVERNANCE

October 7 & 8, 2020 | via ZOOM

Accredited Institutional Training Provider of Corporate Governance
of the Securities and Exchange Commission (SEC)

in partnership with
Gov Jose B. Fernandez, Jr. Ethics Center



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ABOUT AGSB-CCE

The Ateneo Graduate School of Business - Center for Continuing Education (AGSB-CCE) was established to complement the existing Ateneo-BAP Institute of Banking, a consortium between the Ateneo de Manila University and the Bankers Association of the Philippines. It was initially known as the Basic Leadership Program (BLP) until the name was changed to Continuing Professional Education (CPE) and then finally, to Center for Continuing Education (CCE).

Under AGBS, CCE takes an active role in addressing specific industry concerns that require immediate, purposeful, and focused response. As an industry resource and partner, CCE offers continuing professional development programs that are workplace-based with immediate take-away value. Methodologies are based on business simulation, practical exercises and applications, case analyses, and focused discussions. Courses are designed, developed and delivered by industry practitioners who are noted experts in their respective fields. Together, AGBS and CCE support the Ateneo mission to promote excellence, integrity and service.



WHO SHOULD ATTEND?

- Corporate Directors (whether in a Publicly Listed or Privately-Held Corporation)
- Key officers and Executives

OBJECTIVES

Successful completion of this module enables the participant to:

- ➔ Explain the concepts behind good corporate governance, particularly with respect to:
 - A. Fiduciary Duties and Responsibilities as a response to the Agency Problem
 - B. Stakeholder Approach to Corporate Governance
 - C. Rights and Obligations of the Corporate Entity and its Directors and Officers;
 - D. Link between values, ethics and good governance.
- ➔ Apply these concepts to their respective organizations.

BASICS OF CORPORATE GOVERNANCE

The course is a basic orientation on the concepts and applications of Corporate Governance (CG) as particularly defined under pertinent legislation and administrative issuances in the Philippines. Directors and Key Officers of companies established and/or operating in the Philippines corporations will benefit from the course. First time Directors and Key Officers, or persons who are about to be appointed as such in a Publicly-Listed Corporation, in particular will meet the required training and basic orientation on CG.

Beyond mere compliance, participants will benefit from a practical frameworks and tools that can be employed inside their companies to employ CG as a means of promoting adherence to internal controls, preventing fraud, and developing a culture of good governance.

This is a partnership between the Ateneo Graduate School of Business-Center for Continuing Education and the Gov Jose B. Fernandez, Jr. Ethics Center.

PROGRAM OUTLINE

I. History and Basic Concepts of CG

- A. Corporate governance through the history
- B. Definitions of corporate governance
- C. The Agency problem
- D. Fiduciary duty
- E. The stakeholder approach to governance
- F. Governance distinguished from management

II. Standards and Outcomes in CG

- A. Code of Corporate Governance for PLCs –Principles, Recommendations and Explanations
- B. Success Indicators for CG
- C. The Failed Board
- D. Business Benefits of Good CG
- E. What's next in CG?

III. Director and Officer Responsibilities

- A. The Corporation and its Powers
- B. Directors' Three Fold Duty (Diligence, Obedience, Loyalty)
- C. Challenges and Issues:
 - 1. The Business Judgment Rule
 - 2. Conflicts of Interest
 - 3. Insider Trading
 - 4. Short swing Transactions
 - 5. Related Party Transactions

IV. Implementing Corporate Governance

- A. Stages of Corporate Moral Development
- B. Corporate Culture and Governance
- C. Leadership and Governance: Examples, Enforcers and Enablers
- D. Policy Framework for CG
- E. Necessary Implementing Structures
- F. Education and Communication of CG
- G. Monitoring and Evaluation tools
- H. Stages of Internal Development

V. Case Studies

- A. Corporate governance through the history
- B. Definitions of corporate governance
- C. The Agency problem
- D. Fiduciary duty
- E. The stakeholder approach to governance
- F. Governance distinguished from management

RESOURCE PERSON



**ATTY. VINCENT
EDWARD R. FESTIN**

Atty. Vincent Edward R. Festin is currently an assistant professor at the Ateneo de Manila Graduate School of Business (AGSB) where he teaches Business Ethics, Corporate Governance, Law in the Business Environment and Business Communications. He started teaching in the said school in 2009 and is now one of its 10 full-time professors.

He is also the Chairman of the Board of the Good Governance Advocates and Practitioners of the Philippines (GGAPP), an association of professionals involved or working in the Ethics, Corporate Governance and Compliance space. He was the organization's founding president.

Prior to joining the AGSB full-time, he was the head of the Corporate Governance – Education of the Philippine Long Distance Telephone Company (PLDT).

He obtained his Bachelor's Degree (1989) and Juris Doctor (1995) from the Ateneo de Manila University. He was admitted to the Philippine bar in 1996.

BASICS OF CORPORATE GOVERNANCE

PROGRAM DETAILS

Schedule via ZOOM:

October 7 & 8, 2020
Wednesday & Thursday
1:00 pm – 5:00 pm

PROGRAM FEE

Php 5,000.00 (*Early Eagle Rate*)
Php 5,500.00 (*Regular Rate*)

**Schedules and prices may change without prior notice.*

INCLUSIONS

- Certificate of course completion
- Soft copies of materials can be accessed downloaded through Ateneo Blue Cloud (Canvas LMS).
- Digital badge

REGISTER NOW!

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