

Human Resources & Compensation Committee Certification Program

14 CPD hours

AFTERNOON: 1:30 P.M. - 5:00 P.M.

Or

EVENINGS: 6:00 P.M. - 9:30 P.M.

Cost: \$1950.00 USD

Overview

This is an essential MUST ATTEND OPPORTUNITY for board members and HR executives who serve their Board's 'Human Resources', 'Compensation' and/or 'Governance' Committees to maximize their 21st-century effectiveness. With top faculty and governance experts from North America, you'll strengthen your knowledge of what it means to become a more effective 'Human Resources', 'Compensation' and/or 'Governance' Committee board member. You'll orient yourself to the LATEST perspectives that must be learned by Committee members if they are to fulfill their duties and obligations on behalf of the Board as competent and courageous committee members. You will discover the MOST UP-TO-DATE governance processes and tools that will transport your Committee beyond mere compliance and help it capture opportunities that generate long-term value for BOTH the Board and the organization.

Program Structure

The Human Resources and Compensation Committee Certification (HRCCC) Program consists of 4 on-line modules of approximately 3.5 hours in duration each delivered live by internationally recognized Human Resource experts. The program content is applicable to all type of organizations, across all industry sectors and jurisdictions, with a focus on the practical, hands on role of Human Resource and Compensation Committees. These interactive modules provide an excellent opportunity to meet and network with other governance practitioners from around the Caribbean Region. Best of all, when you pass the qualifying 'certification exam' at the end of the program, you will earn the right to use the prestigious HRCCC designation after your name, thereby signalling your commitment to excellence in governance.



Day 1:

Overview: The Human Resources & Compensation Committee



Day 2:

CEO Succession & Performance Management



Day 3:

CEO & Board Compensation



Day 4:

Risk & Relationship Issues



1 Overview: The Human Resources & Compensation Committee

A. HRCC Structure and Function

- One Size Does Not Fit All
- Context and drivers of HR strategy
- Understanding HR strategy choices and governance implications
- How does the board “lead the process”?
- What is the role of the board, HRCC, consultant, executive?

B. HRCC Mandate

- Creating a charter and work plan
- Annual review and benchmarking
- Accessing information and managing information flows

C. CEO Succession

- Core succession planning principles
- Key issues /questions to consider
- Key action plans to have in place
- Scope of succession planning - CEO, senior executive team and other “mission critical” roles
- Key action plans to have in place

2 CEO Succession & Performance Management

D. CEO Selection, Appointment & Termination

- Selection and assessment process – role of HRCC and Board/role of executive search firms
- Candidate profile
- Termination issues- Process/Legal implications/Communication /Transition issues

E. CEO Performance Management

- Understanding the CEO Performance Evaluation Process
- Understanding the financial and nonfinancial components that can be incorporated into CEO Performance Evaluation
- Linking CEO evaluation to Compensation
- Extension to Executive Performance Evaluation

F. Board Evaluation & Renewal

- Understanding the Board/Committee/Chair/Individual Director. Performance Evaluation Process
- Dealing with the Non-performing Board Member
- Selection and assessment process – role of HRCC and Board/role of executive search firms
- Candidate profile
- Succession planning for leadership positions
- Non-re-appointment (Termination) issues

3 CEO & Board Compensation

G. Reward Strategy

- Effective compensation: aligning corporate strategy, executive expectations and shareholder interests
- Balancing profitability, growth and control in designing incentive plans

H. Compensation Design

- Current trends and evidence of effective CEO compensation
- Incorporating performance evaluation in determining compensation Linking CEO compensation and shareholder value
- Designing compensation plans for other senior managers, and approving performance targets

I. Board Compensation

- Role of the HRCC in recommending board compensation
- Guidelines and requirements
- Pay and management of cash compensation, equity compensation
- Areas of concern and sensitivity

4 Risk & Relationship Issues

J. The HRCCC Risks and The Other Board Committees

- Understanding relationships between the HRCCC and the Audit and governance committees
- Linking compensation and risk
- Developing a “board/HRCC oversight” framework for assessing compensation risk
- Materiality, rescind-ability and sever-ability, D&O Insurance, reputation, and disclosure
- Communicating with the media - sensationalism and misinterpretation

K. Behavioural Issues in Executive Compensation



WHAT YOU WILL LEARN AND TAKE BACK TO YOUR 'HUMAN RESOURCES', 'COMPENSATION' AND/OR 'GOVERNANCE' COMMITTEES

- The 21st Century HRCC Committee: A BIG Picture overview of Key Topics and Issues - What every HRCC Member MUST know to survive and thrive in today tumultuous environment
- Essential Human Resources, Compensation and Governance Committee Processes and Committee Composition for Enhanced Committee Effectiveness
- Learn how a clear and relevant committee mandate (and work plan) is created and utilized
- Clarify processes for CEO selection, appointment, performance management, and termination
- Clarify which questions to ask when designing a reward and compensation strategy, linked to corporate strategy
- Understand the sensitivities required in the HRCCC's role in recommending board compensation
- HRCC disclosures: What to watch out for!
- Risk Management Processes and the Nature of Risk Oversight by the 'Human Resources', 'Compensation' and/or 'Governance' Committees
- Committee performance evaluation and continual improvement
- BECOME "HUMAN RESOURCES & COMPENSATION COMMITTEE CERTIFIED" at the end and earn the prestigious "HRCCC" post nominal designation.

BECOME HUMAN RESOURCES AND COMPENSATION COMMITTEE CERTIFIED - "H.R.C.C.C."

This conference is among the most innovative and comprehensive programs in governance available in North America. By writing and passing the 2 hour HRCC CERTIFICATION EXAM at the conclusion of the conference, you will earn the prestigious and highly coveted designation "Human Resource and Compensation Committee Certified" and be entitled to use the post nominal "HRCCC" after your name. Obtaining the HRCCC certification will establish that as a member of your organization's 'Human Resources', 'Compensation' and/or 'Governance' Committee, you have achieved the highest gold standard in such committees' learnings and 21st century best practices. It shows that you have the knowledge and skills necessary for survival, and indeed success, in our increasingly litigious and complex regulatory environment. And it especially demonstrates your commitment to good governance and 21st century governance literacy.

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FACULTY BIOGRAPHY



Christopher Chen

Christopher Chen is the managing director of compensation governance partners, based in Toronto. Christopher advises clients on supporting stakeholder value through effectively aligning organizational strategy to executive pay and governance. As a lawyer and in-house advisor, he provides deep technical and industry expertise in all aspects of executive compensation and governance. He has extensive experience as an advisor to the board and/or management.

Expertise

Over 25 years of consulting experience, including HR advisory, accounting and law firms. Extensive experience working with public and private sector clients across Canada, including compensation committee governance, compensation strategy, competitive benchmarking and incentive design

Academic and Professional Background

- Faculty member and holder of the Chartered Director (C.Dir) designation from The Directors College Bachelor of
- Laws Degree from Osgoode Hall Law School
- Honours Bachelor of Business Administration degree from Wilfrid Laurier University
- Completed Canadian Institute of Chartered Accountants, In-Depth Tax Course

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FACULTY BIOGRAPHY



Sandro Iannicca, Ph.D.

Sandro has extensive experience in the areas of leadership assessment and development, performance management, succession planning, human resources strategy development and execution, organization design and development, senior team effectiveness and executive coaching. He has managed large consulting practices in the United States and Canada. Prior to founding his firm, Sandro was the Managing Partner for the consulting group at MICA Management Resources in Toronto, he headed the Human Capital group with Mercer Human Resource Consulting in Toronto and prior to that he headed the Workforce Transition Group for Bearing Point (KPMG) in Dallas and was the Regional Director for Hay Management Consultants also in Dallas.

He has consulted to the private and public sectors in Canada, the U.S., Europe and the Middle East. In addition to conducting dozens of leadership assessment, succession planning and CEO executive coaching engagements over the past 25 years, Sandro has conducted CEO and senior leadership team assessment and succession work at Hudson's Bay Company, the Royal Bank of Canada, Bell Canada, JC Penney and Shoppers Drug Mart. He has also spoken on the topic of CEO succession and executive team performance at IQPC, the University of Toronto, Federated Press and the Annual Conference of Certified Management Accountants. Sandro is also on the faculty of the Conference Board's Directors College and teaches the sections on CEO Succession, CEO Performance Evaluation and Board Renewal.

Dr. Iannicca obtained his B.Sc. at the University of Toronto Mississauga, his Masters in Industrial and Organizational Psychology from California State University in Los Angeles and his Ph.D. in Industrial and Organizational Psychology from Bowling Green State University. He is active in professional associations on both sides of the border.

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