Optimize your performance IN THE BOARDROOM.

ICD's National Courses Guide

Institute of Corporate Directors
Institut des administrateurs de sociétés

Better Directors. Better Boards. Better Business.™

A word from our President & CEO

All directors and leaders spend a great deal of time guiding the one constant in an organization – change.

What sets effective directors apart is their ability to oversee through an ever-changing business landscape with courage, curiosity and confidence.

The Institute of Corporate Directors offers a full spectrum of learning opportunities that build and strengthen the necessary skills and knowledge to help you perform with even greater confidence in the boardroom.

Our courses are designed and developed to meet the needs of today's directors facing tomorrow's challenges and opportunities, no matter what stage of their directorship.

The following course matching guide and other information in this brochure have been designed to help you determine which courses are most appropriate for you.

Please visit icd.ca/education for information on current offerings by date and city. Should you have any questions, please don't hesitate to contact our Education team at 1-877-593-7741, ext. 243 or education@icd.ca.

We hope that you benefit from the ICD as Canada's definitive resource for directors and wish you all the best in your directorship.

STAN MAGIDSON, LL.M, ICD.D
PRESIDENT & CEO

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"My advice to any director looking to advance their board career is to take the Directors Education Program. Not only will you learn some new things, but it also is a tremendous way to consolidate your experience and make sense of many things you may already have learned through your work experience. The sharing of information among the class is invaluable and you will make friends and develop associations that will last forever."

BONNIE D. DUPONT, ICD.D
CORPORATE DIRECTOR

COURSE MATCHING GUIDE

Use this guide to help you determine which courses are most appropriate for you.

Aspiring Directors

1
- Interest in directorship
- Limited or no board experience
- Some operational business experience/expertise, but limited enterprise-wide business acumen

2
- Currently serve on small Not-For-Profit (NFP) board(s)
- Executive director of an NFP organization, reports to/interacts frequently with their board
- New director who just began serving on an NFP board
- For-profit executive or professional service provider who *interacts* with boards currently, with longer-term aspirations of *serving* on boards

Emerging Directors

- Experienced executive/professional with good business acumen developed through 15+ years of work experience, 5+ years in a leadership capacity
- Senior management/leadership roles such as C-suite, senior partner, ministerial or deputy ministerial
- And past or current director of a small- or medium-sized for-profit corporation, a mid- to large-sized NFP, or a Crown corporation*

Seasoned Directors

- Experienced executive/professional with strong business acumen developed through 20+ years of work experience, 10+ years in a leadership capacity
- Leadership roles such as C-suite, senior partner, ministerial or deputy ministerial
- And past or current director of for-profit boards including publicly-listed corporations

*Crown corporations include agencies, boards, commissions and corporations.

	Boardroom Financial Essentials (BFE)	ICD-Rotman NFP Governance Essentials Program (NFP Program)	Crown Director Effectiveness (CROWN)	ICD-Rotman Directors Education Program (DEP)	Audit Committee Effectiveness (ACE)	Human Resources and Compensation Committee Effectiveness (HRCCE)	Enterprise Risk Oversight For Directors (RISK)
ASPIRING DIRECTORS 1	BEST FIT	GOOD FIT	NOT A FIT	NOT A FIT	NOT A FIT	NOT A FIT	NOT A FIT
ASPIRING DIRECTORS 2	GOOD FIT	BEST FIT	NOT A FIT	NOT A FIT	NOT A FIT	NOT A FIT	GOOD FIT
EMERGING DIRECTORS	GOOD FIT	NOT A FIT	BEST FIT	GOOD FIT	GOOD FIT	GOOD FIT	BEST FIT
SEASONED DIRECTORS	NOT A FIT	NOT A FIT	GOOD FIT	BEST FIT	BEST FIT	BEST FIT	BEST FIT

NOT A FIT | GOOD FIT | BEST FIT

Better your skills.
BETTER YOUR BOARD.

CANADA'S LEADING PROGRAM FOR EXPERIENCED DIRECTORS

The Directors Education Program (DEP), jointly developed by the Institute of Corporate Directors and the University of Toronto's Rotman School of Management is offered nationally at Canada's top business schools. Since the launch of the DEP, over 3,000 directors have completed the program, taking the first step towards acquiring their ICD.D designation.

WHY THE DEP?

The DEP is the only program of its kind in Canada that bears the seal of the director community itself.

A director's primary objective is to create and protect value for the organization. This is accomplished by guiding strategy, monitoring financials and overseeing the management of human resources and principal risks.

In the process of fulfilling this role, however, directors are continually challenged by information gaps, time squeezes and the social dynamics that can be encountered in the boardroom. The DEP has been specifically designed to help experienced directors overcome these challenges by introducing activities and processes that assist them in fulfilling their role.

Complemented by some of Canada's most accomplished and highly respected directors-in-residence, this 12-day course is taught by leading governance experts and has been specifically designed to help directors serving on private and publicly-listed for-profit boards, along with directors of large Crown and large not-for-profit boards who are planning to serve on for-profit boards.

ICD.D DESIGNATION

Completion of the DEP is the first step toward obtaining the ICD.D designation granted by the Institute of Corporate Directors. In receiving their ICD.D, directors commit to ongoing learning and development.

Visit icd.ca/designation to learn how you can obtain your ICD.D designation.

DEP DIVERSITY SCHOLARSHIP

The ICD believes that all qualified individuals should have access to director education and aims to foster diversity in its classrooms across the country. Through the ICD Diversity Scholarship Program, qualified candidates from diverse backgrounds with a financial need will be able to participate in the DEP.

Visit icd.ca/scholarship to learn more about the DEP Diversity Scholarship.

"A board of directors is only as effective as the quality and commitment of the individuals involved. The ICD-Rotman Directors Education Program provides a comprehensive framework of corporate governance knowledge, best practice case studies, real-life examples, and a collegial learning experience to ensure directors are better equipped to address tomorrow's governance challenges today."

CHUCK SHULTZ, F.ICD, ICD.D
DIRECTOR, CANADIAN OIL SANDS

Better serve your Not-For-Profit organization. AND ITS MISSION.

The NFP Governance Essentials Program (NFP Program), jointly developed by ICD and the University of Toronto's Rotman School of Management, is an intensive three-day program focused on key accountabilities and responsibilities for not-for-profit directors through extensive use of team-based learning.

Offered nationally, the NFP Program is taught by top faculty from Canada's leading business schools and experienced directors-in-residence.

WHY THE NFP PROGRAM?

This innovative program for not-for-profit directors is the only one of its kind that is offered across the country and provides learning that can be immediately applied.

Attend this program and gain the following benefits:

- Understand your fiduciary duty
- Learn best practices in governance
- Build group decision-making skills
- Apply change management principles to elevate board effectiveness
- Leverage board contacts built through the program

NFP PROGRAM SCHOLARSHIP

The NFP Program is sponsored by the RBC Foundation and TELUS. A limited number of RBC Foundation and TELUS scholarships valued at $1,000 are available for each offering. For more details, please visit icd.ca/NFP.

"As a board member and chair of a number of organizations, participating in the ICD-Rotman NFP Governance Essentials Program was of immense value and relevance. I found it valuable for my professional, community and personal life. I was able to immediately apply the learning from this program in my work. I would highly recommend the NFP Program to both board members and executive directors of NFP organizations."

ISABEL METCALFE

CHAIR, FAMOUS 5 OTTAWA,
PAST MEMBER, BOARD OF DIRECTORS, THE ONTARIO TRILLIUM FOUNDATION

Short Courses: IN-DEPTH LEARNING

By Directors for Directors™

The ICD's national short courses provide directors with subject-specific learning opportunities from the director's perspective. Developed and delivered by seasoned directors with the support of other subject matter experts and directors-in-residence, the courses reflect and are enriched by extensive, hands-on, real-life boardroom experiences.

As a result, these short courses move beyond a simple "how to" approach and delve into the nuances of the subjects, exploring the full spectrum of influences, interactions and interconnections between the board, management, shareholders and other stakeholders.

AUDIT COMMITTEE EFFECTIVENESS (ACE)

SPOT THE RED FLAGS
BEFORE THEY'RE RAISED.

This course is designed to help directors be most effective on the audit committee and move beyond the traditional role of compliance oversight. Dig into topics from annual work plans to management and auditor relationships to emerging national and global issues with a faculty that includes a seasoned audit committee chair, a sitting CFO and an experienced auditor.

BOARDROOM FINANCIAL ESSENTIALS (BFE)

FEAR HAS NO PLACE
ON A FINANCIAL AGENDA.

This course is designed to help directors become more comfortable with financial discussions around the board table. An immersive, hands-on case study places participants into a simulated board meeting of a company where they delve into financial statements, executive compensation and capital budgets.

CROWN DIRECTOR EFFECTIVENESS (CROWN)

RESERVE THE FRONT PAGE
FOR YOUR SUCCESS STORIES.

This course introduces directors to the unique circumstances and challenges that often exist when serving on government-controlled entities. It examines strategies, best practices and approaches that directors can take when dealing with government shareholders, multiple stakeholders, ministers and the bureaucracy, media spotlights and political reactions.

ENTERPRISE RISK OVERSIGHT FOR DIRECTORS (RISK)

LEAVE NOTHING IN YOUR BLIND SPOT.

Developed in collaboration with CPA Canada and based on CPA Canada's *A Framework for Enterprise Risk Oversight for Directors*©, this course is designed to help directors better understand and oversee risk, including imbedded vulnerabilities and compounding effects from multiple risks.

HUMAN RESOURCES & COMPENSATION COMMITTEE EFFECTIVENESS (HRCCE)

HUMAN CAPITAL OVERSIGHT
DEMANDS INSIGHT.

This course was created to help directors develop deeper insights into issues such as CEO succession planning, executive compensation and incentive plans, human capital development beyond the CEO, and dealing with increased scrutiny of executive compensation plans by activist shareholders and proxy advisors.

Please visit **icd.ca/education** for course dates and information on potential new courses.

WHY SHORT COURSES?

Designed to help directors stay on top of the issues, further develop their skills and optimize board performance, the ICD national short courses are valuable for directors with varying degrees of experience in the for-profit, not-for-profit and Crown sectors alike.

These courses are ideal for any director looking to perform more effectively and confidently in the boardroom by learning about new developments and regulations, evolving best practices, and what other directors are seeing and saying on the subject. Refer to the Course Matching Guide on page 2 to select the short course(s) most suitable for you.

TAILORED AND CUSTOMIZED DIRECTOR EDUCATION

Bring director education directly to your boardrooms, meetings or retreats for a unique and private learning experience.

Please call 1-877-593-7741 ext. 222 for more information.

Advance your knowledge: APPLY TODAY

Our courses allow directors to learn from the experience of others. They also facilitate a unique opportunity for networking, peer interaction and personal growth, which ultimately builds your confidence and optimizes your impact in the boardroom. Become more aware and informed as a director.

Visit **icd.ca/education** for more information or call 1-877-593-7741 ext. 243.

"The ICD's short courses allow for the collective experiences of seasoned directors from across Canada to focus on specific learning opportunities. The result is a hands-on practical approach and a valuable forum where directors can speak candidly and gain new perspectives on traditional issues as well as emerging challenges."

SPENCER LANTHIER, CM, FCA, F.ICD
CORPORATE DIRECTOR

COLLABORATING ORGANIZATIONS

Alberta School of Business | Executive Education

Asper School of Business

CPA Chartered Professional Accountants Canada

Edwards School of Business | University of Saskatchewan

Gardiner centre | Faculty of Business Administration | Memorial University

Haskayne School of Business | Executive Education

Hugessen Consulting

McGill Executive Institute | Institut des cadres

Rotman School of Management | University of Toronto

RBC Foundation

Sauder School of Business | University of British Columbia

SFU | Beedie School of Business | Simon Fraser University

Sobey School of Business | at Saint Mary's University

École de gestion Telfer | School of Management

TELUS

University of Victoria | Peter B. Gustavson School of Business

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