Training Course on Directors' Duties and Legal Responsibilities in a Changing Landscape

Professional Development Training Course Outline

Category	CEOs and Directors	**Duration**	10 Days
Base Fee	$3,000 USD	**Delivery Mode**	Online / On-site Hybrid

Course Introduction

Training Course on Directors' Duties and Legal Responsibilities in a Changing Landscape is meticulously designed to equip both new and experienced directors with an in-depth understanding of their evolving **fiduciary duties** and **legal obligations** within today's dynamic corporate environment. With increasing regulatory scrutiny and the complexities of **ESG (Environmental, Social, and Governance)** factors, **cybersecurity risks**, and **digital transformation**, directors face unprecedented challenges. This program provides crucial insights into **corporate governance best practices**, **risk management strategies**, and **compliance frameworks** essential for sustainable organizational success and minimizing personal liability.

In an era of heightened **corporate accountability** and **stakeholder capitalism**, directors must navigate a complex web of legal statutes, common law principles, and ethical considerations. This course delves into critical areas such as **insolvency risks**, **data protection laws**, **anti-money laundering (AML)**, and the implications of new legislation like the **Economic Crime and Corporate Transparency Act (ECCTA 2023)**. Participants will gain practical skills to confidently make informed decisions, ensure **regulatory compliance**, and uphold the highest standards of **ethical leadership**, safeguarding both the company's reputation and their personal standing.

Programme Curriculum

Training Course on Directors' Duties and Legal Responsibilities in a Changing Landscape

Introduction

Training Course on Directors' Duties and Legal Responsibilities in a Changing Landscape is meticulously designed to equip both new and experienced directors with an in-depth understanding of their evolving **fiduciary duties** and **legal obligations** within today's dynamic corporate environment. With increasing regulatory scrutiny and the complexities of **ESG (Environmental,**

Social, and Governance) factors, **cybersecurity risks**, and **digital transformation**, directors face unprecedented challenges. This program provides crucial insights into **corporate governance best practices**, **risk management strategies**, and **compliance frameworks** essential for sustainable organizational success and minimizing personal liability.

In an era of heightened **corporate accountability** and **stakeholder capitalism**, directors must navigate a complex web of legal statutes, common law principles, and ethical considerations. This course delves into critical areas such as **insolvency risks**, **data protection laws**, **anti-money laundering (AML)**, and the implications of new legislation like the **Economic Crime and Corporate Transparency Act (ECCTA 2023)**. Participants will gain practical skills to confidently make informed decisions, ensure **regulatory compliance**, and uphold the highest standards of **ethical leadership**, safeguarding both the company's reputation and their personal standing.

Course Duration

10 days

Course Objectives

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

1. Understand the foundational **statutory and common law duties** of directors.
2. Navigate the complexities of **corporate governance frameworks** and **boardroom dynamics** .
3. Identify and mitigate **personal liabilities** for directors.
4. Comprehend the implications of **insolvency and wrongful trading**.
5. Effectively manage **conflicts of interest** and related party transactions.
6. Ensure **data privacy and cybersecurity compliance**.
7. Integrate **ESG principles** into strategic decision-making.
8. Implement robust **risk management strategies** across the organization.
9. Comply with **anti-money laundering (AML)** and **anti-bribery and corruption (ABC)** regulations.
10. Understand the impact of recent and upcoming **regulatory changes** (e.g., ECCTA 2023).
11. Develop strategies for fostering a strong **ethical culture** within the organization.
12. Enhance **board effectiveness** and **strategic oversight**.
13. Drive **sustainable business growth** through responsible governance.

Organizational Benefits

- Reduced risk of regulatory fines and penalties due to a clearer understanding of legal obligations.
- Proactive identification and management of potential liabilities, safeguarding the organization's standing.
- Stronger adherence to best practices, leading to greater transparency and accountability.
- Directors equipped with the knowledge to make strategic choices that consider legal, ethical, and stakeholder implications.
- A more cohesive and knowledgeable board, fostering better discussions and strategic direction.
- Minimized exposure to financial losses arising from breaches of duty or non-compliance.
- Promotion of integrity and responsible business conduct throughout the organization.
- Demonstrates a commitment to professional development, appealing to high-calibre directors and executives.

- A well-governed organization is more attractive to investors, partners, and customers.

Target Audience

1. Newly Appointed Directors
2. Experienced Directors
3. Company Secretaries and Corporate Governance Professionals
4. Senior Executives with significant oversight responsibilities
5. Legal and Compliance Officers
6. Aspiring Directors
7. Board Advisors and Consultants
8. Entrepreneurs and Business Owners forming new entities

Course Outline

Module 1: Foundations of Directors' Duties

- Understanding the legal framework: Companies Act and common law principles.
- The concept of fiduciary duties and their application.
- Duty to act within powers and promote company success.
- Duty to exercise independent judgment.
- *Case Study: Analyzing a landmark court case on breach of fiduciary duty and its consequences.*

Module 2: Duty of Care, Skill, and Diligence

- Defining reasonable care, skill, and diligence (objective and subjective standards).
- Delegation of duties and reliance on professional advice.
- Practical steps for demonstrating due diligence.
- *Case Study: Examining a scenario where a director's negligence led to significant organizational loss.*

Module 3: Conflicts of Interest and Related Party Transactions

- Identifying actual, potential, and perceived conflicts of interest.
- Disclosure requirements and board approval processes.
- Managing personal interests versus company interests.
- *Case Study: A detailed review of a corporate scandal arising from undisclosed related party transactions.*

Module 4: Corporate Governance Best Practices

- Principles of good corporate governance (e.g., OECD Principles, national codes).
- Role and responsibilities of the Board, committees, and individual directors.
- Board composition, diversity, and effectiveness.
- *Case Study: Evaluating the corporate governance structure of a well-known public company.*

Module 5: Financial Oversight and Insolvency Risks

- Directors' responsibilities for financial reporting and internal controls.
- Understanding warning signs of financial distress.
- Wrongful trading, fraudulent trading, and director disqualification.
- *Case Study: Analyzing a company's descent into insolvency and the directors' actions (or inactions) leading up to it.*

Module 6: Data Protection and Cybersecurity Governance

- Key data protection regulations (e.g., GDPR, CCPA, local equivalents).
- Directors' role in establishing robust cybersecurity frameworks.
- Managing data breaches and incident response.
- *Case Study: A simulated data breach scenario, requiring directors to make critical decisions under pressure.*

Module 7: Environmental, Social, and Governance (ESG) Considerations

- Integrating ESG factors into business strategy and risk assessment.
- Directors' duties relating to sustainability and climate change.
- Reporting and disclosure of ESG performance.
- *Case Study: A company's successful or unsuccessful adoption of significant ESG initiatives and its impact on stakeholders.*

Module 8: Anti-Bribery, Corruption, and Sanctions Compliance

- Understanding anti-bribery laws (e.g., FCPA, UK Bribery Act).
- Establishing effective anti-corruption policies and procedures.
- Compliance with international sanctions regimes.
- *Case Study: Exploring a real-world bribery case and the lessons learned for corporate compliance.*

Module 9: Health and Safety Responsibilities

- Legal duties under health and safety legislation.
- Ensuring a safe working environment.
- Corporate manslaughter and personal liability.
- *Case Study: Analyzing an industrial accident and the board's accountability.*

Module 10: Shareholder Relations and Stakeholder Engagement

- Duties to shareholders and balancing stakeholder interests.
- Effective communication with investors and other stakeholders.
- Annual General Meetings (AGMs) and shareholder resolutions.
- *Case Study: A contentious shareholder activist campaign and how the board responded.*

Module 11: Regulatory Updates and Future Trends

- Impact of recent legislative changes (e.g., ECCTA 2023, local company law amendments).
- Emerging legal risks and regulatory trends.
- Anticipating future challenges in corporate governance.
- *Case Study: Discussion of an anticipated future regulation and its potential impact on a specific industry.*

Module 12: Boardroom Procedures and Decision-Making

- Effective board meetings, agenda setting, and minute taking.
- Robust decision-making processes and challenging assumptions.
- Role of independent directors and board committees.
- *Case Study: A hypothetical board meeting where critical strategic decisions must be made with complex legal implications.*

Module 13: Crisis Management and Reputational Risk

- Developing a crisis management plan.
- Legal and ethical considerations during a corporate crisis.
- Protecting corporate reputation and brand value.
- *Case Study: Analyzing a high-profile corporate crisis and the effectiveness of the board's response.*

Module 14: Director Indemnities, Insurance, and Professional Advice

- Understanding director and officer (D&O) liability insurance.
- Indemnification provisions in company articles.
- When and how to seek independent professional advice.
- *Case Study: A scenario involving a potential claim against a director and the importance of D&O insurance.*

Module 15: Ethical Leadership and Corporate Culture

- The board's role in shaping organizational culture.
- Promoting ethical decision-making throughout the company.
- Whistleblower protection and internal reporting mechanisms.
- *Case Study: Examining a company that successfully transformed its ethical culture after a significant compliance failure.*

Training Methodology

This course employs a highly interactive and practical training methodology, combining:

- **Expert-led Presentations:** Engaging delivery of core concepts and legal principles by experienced corporate lawyers and governance experts.
- **Interactive Discussions:** Encouraging active participation and sharing of real-world experiences among participants.
- **Case Studies and Scenarios:** In-depth analysis of actual and hypothetical corporate situations to apply learned concepts.
- **Group Exercises and Workshops:** Collaborative problem-solving and development of practical solutions.
- **Q&A Sessions:** Dedicated time for participants to address specific concerns and seek clarification.
- **Role-Playing:** Simulating boardroom discussions and decision-making processes.
- **Practical Checklists and Templates:** Providing tangible tools for immediate application in their respective organizations.

Register as a group from 3 participants for a Discount

Send us an email: info@fineskilltrainingcenter.org or call *+254769199797*

Certification

Upon successful completion of this training, participants will be issued with a globally- recognized certificate.

Tailor-Made Course

We also offer tailor-made courses based on your needs.

Key Notes

a. The participant must be conversant with English.

b. Upon completion of training the participant will be issued with an Authorized Training Certificate

c. Course duration is flexible and the contents can be modified to fit any number of days.

d. The course fee includes facilitation training materials, 2 coffee breaks, buffet lunch and A Certificate upon successful completion of Training.

e. One-year post-training support Consultation and Coaching provided after the course.

f. Payment should be done at least a week before commence of the training, to Fineskill Training Center account, as indicated in the invoice so as to enable us prepare better for you.

Upcoming Scheduled Sessions

Start Date	End Date	Location	Price
23 Nov 2026	04 Dec 2026	Online	$2,000
23 Nov 2026	04 Dec 2026	Physical	$3,000
23 Nov 2026	04 Dec 2026	Physical	$6,000
23 Nov 2026	04 Dec 2026	Physical	$6,000
23 Nov 2026	04 Dec 2026	Physical	$12,000
23 Nov 2026	04 Dec 2026	Physical	$9,000
23 Nov 2026	04 Dec 2026	Physical	$12,000
23 Nov 2026	04 Dec 2026	Physical	$12,000

Register Online Now

Email: info@fineskilltrainingcenter.com | Website: www.fineskilltrainingcenter.com