

# HUMAN RESOURCES & COMPENSATION COMMITTEE CERTIFICATION

## 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.

**AFTERNOON: 1:30 P.M. – 5:00 P.M. OR EVENINGS: 6:00 P.M. – 9:30 P.M.**

The 4 modules leading to the Human Resources & Compensation Committee Certification Program are:



1.  
**OVERVIEW: THE  
HUMAN RESOURCES  
& COMPENSATION  
COMMITTEE**



2.  
**CEO SUCCESSION  
AND PERFORMANCE  
MANAGEMENT**



3.  
**CEO & BOARD  
COMPENSATION**



4.  
**RISK AND RELATIONSHIP  
ISSUES**

## WHO SHOULD ATTEND?

- Current and prospective '**Human Resources**', '**Compensation**' and/or '**Governance**' **Committee Chairs** and **Committee Members** who want to maximize their effectiveness in their roles
- **CEOs, VPs** (Human Resources) and other **Senior Executives** who work with their 'Human Resources', 'Compensation' and/or 'Governance' Committees
- **HR, Compensation** and **Governance Professionals** who consult with their respective board committees

**Contact Us**



+1 758 451 2500  
+1 758 287 2433



desmer@caribbeangovernancetraining.com  
<https://www.caribbeangovernancetraining.com/>

## PROGRAM CONTENT

### **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

### **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

### **CEO SUCCESSION AND 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

### **RISK AND 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**

## FACULTY BIOGRAPHY



**Dr. Chris Bart**  
(FCPA, F.CIoD, C.Dir)

Dr. Chris Bart is the Chairman and Co-Founder of the Caribbean Governance Training Institute and Co-founder and Chairman of the Caribbean Institute of Directors. He is also the Founder of The Directors College of Canada, where from its inception in 2003 to 2013, he served as its inaugural Principal and Lead Professor. Currently, Dr Bart is the CEO of Corporate Missions Inc – an international consulting firm dedicated to helping organizations excel in the execution of their strategies. He has also authored several books including the 10 year Canadian business best seller, “A Tale of Two Employees and the Person Who Wanted to Lead Them” as well as the widely acclaimed publication: “20 Essential Questions Corporate Directors Should Ask About Strategy” – 3rd Edition”.

A retired Professor of Strategy and Governance, Dr. Bart currently serves as Associate Editor of the International Journal of Business Governance & Ethics and he continues as a Research Fellow of the Asian Institute of Corporate Governance at Korea University.

He is the recipient of numerous awards including the Queen Elizabeth II Diamond Jubilee Medal for his service to Canada. Dr. Bart is listed in Canadian Who’s Who.

## 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.

**Contact Us**



+1 758 451 2500  
+1 758 287 2433



desmer@caribbeangovernancetraining.com  
<https://www.caribbeangovernancetraining.com/>



## SUPPORTERS



Antigua and Barbuda Chapter



CARIBBEAN ASSOCIATION OF BANKS  
Keeping the Industry Proactive, Protected and Profitable



STATE INSURANCE  
COMPANY LIMITED

Live in a better State of mind

