

THE ART AND SCIENCE OF BEING A CHAIR

Date: June 18th, 2018

Location: alt Hotel, Toronto, ON Canada

Time: Continental breakfast 8:30; session: 9:00 to 4:00

Getting diverse people to focus and reach consensus while promoting challenge and change- this is the #1 job of a chair, and requires extraordinary skills.

This one-day event is for board and committee chairs and directors who want to be more effective in the chair. Most boards and committees have largely succeeded in defining structure, charter, roles and responsibilities, but culture and behaviour are at least as important to effective functioning.

This workshop will you give an opportunity to practice new skills through interactive simulations of board/committee meetings. With instant feedback from your peers, a skilled facilitator and experts in boardroom functioning, you will leave with a greater sense of your capacity for this challenging and rewarding role.

You will: Practice chairmanship in interactive board games that simulate board and committee meetings. And, you will:

- ✓ Receive instant constructive feedback and practical suggestions on your chairmanship style from your peers and our panel of experienced observers
- ✓ Learn how to identify and work with different personality types and problem-solving preferences, including understanding and recognizing how each is motivated and inspired in different ways
- ✓ Gain insight into the timing of meeting leadership, from dealing with dissent to knowing when to call for the vote.
- ✓ Learn how to deal with underperforming board members
- ✓ Avoid pitfalls in director peer evaluation and the performance evaluation of the CEO
- ✓ Learn techniques for building consensus and resolving disputes

Opening Session: The Role of the Chair in the Governance of the Organization

- In this opening session participants will discuss the role of the chair and its unique challenges.

Personalities: Recognizing and Working with the Four Main Types: Board Game 1

- Board Game 1: In this simulated peer evaluation session, the Chair of the board is having a one-on-one meeting with one of the directors to review their peer evaluation. The director is not altogether happy with the results of the evaluation. Practice working with each of the four main personality types.

Putting it Together: Board Game 2

- Board Game 2: Your board is in an in-camera meeting to discuss a performance issue with respect to the CEO. This interactive board game provides participants with an opportunity to practice chairing meetings and getting people of different problem-solving styles to work together.

Putting it Together: Board Game 3

- Board Game 3: In this board game, half of the board is convinced that a merger with the larger company is the best strategy for increasing shareholder value, the other half of the board is of the opinion, rather, that an aggressive acquisition strategy is the course best taken. Decide for yourself when to call for the vote.

Roundtable

- Open and frank dialogue with your peers on what works, what doesn't and what can be done about it!

Facilitator

David Brown

Executive Vice-President,
Governance Solutions Inc.



Special Guest

Wolfgang Vachon

BFA (Drama in Education, Concordia
University), M.Ed. (Adult Education
OISE/UT)



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Governance Solutions Since 1991! (formerly known as Brown Governance)

David A.H. Brown, B.Comm. (Hons), Pro.Dir, C.Dir, Executive Vice-President, Governance Solutions Inc.

David Brown is Canada's leading thinker, speaker, writer and practitioner in corporate governance. Since 1995, David has co-founded over a dozen board governance education programs including university accredited certification programs for the Health, Colleges and Universities and School Board sectors, the International Corporate Governance Centre, the National Awards in Governance, the Public Enterprise (Crown Corporation) Governance Centre, and the Directors College. Having served both as a CEO and a Board member, David is well-positioned to help corporations deal with issues in the boardroom.

David is probably best known for articulating and championing principle-based governance, built on economic agency theory and deriving 18 core competencies of board members. Principle-based governance underpins all of his work, and is foundational to corporations selecting the right governance model and board practices. This framework has been adopted by organizations as diverse as one of the GCC's leading telecom providers, one of Canada's big banks, two Canadian provinces' Crown sectors, universities, health authorities, pension funds and military commands.

David is the author of the definitive Canadian chapter in the international handbook *Corporate Governance Around the World* (2008: Routledge.) He is on the faculty of governance education and certification programs for the Universities of Saskatchewan, Regina, Toronto, McMaster and UBC where he teaches governance, corporate social responsibility, finance and risk oversight. David was invited to serve on his first board in Montreal at age 17, and his second board in Toronto at age 22.

Wolfgang Vachon, BFA, M.Ed.

Coming from a theatre background, Wolfgang has written, directed and performed dozens of productions in North America, Europe and Africa.

Over the past twenty years he has used interactive learning processes as a tool to educate people in numerous contexts including finance, pharmaceuticals, board directors, and social services.

Wolfgang has published over a dozen articles and book chapters on various topics including simulation-based learning and improvisation in the workplace.

He is currently a full-time faculty member at Humber College, in Toronto.