2019 Annual Pacific Governance Summit

April 4, 2019
Suva, Fiji
Why Is Corporate Governance Important?

Good corporate governance brings many benefits to individual companies and overall markets, including improving performance, increasing access to finance, and fostering sustained growth. Building your organizations’ corporate governance structures, policy frameworks, and practices involves putting in place measures that can be implemented over the short, medium, and long term. Companies that are willing to undergo corporate governance changes send a strong signal to the market that they aspire to higher integrity and transparency standards. Such changes will also improve operational efficiency and performance, create greater value for shareholders, and attract more investors.

About the 2019 PCGI Annual Pacific Governance Summit

The Inaugural 2019 PCGI Annual Pacific Governance Summit brings together local and regional businesses, government, journalists emerging leaders, academics and civil society leadership from all sectors to share knowledge and increase awareness of good corporate governance practices.

A variety of corporate governance panel discussions, training workshops, Master Programs and Learning Series session will provide participants with corporate governance frameworks and help directors and executives develop effective governance practices in their own organizations.

Developed based on IFC methodology, the sessions will be facilitated by international, regional and local directors, industry experts, international guest speakers and corporate governance professionals and delivered through interactive and dynamic sessions, aiming to:

• Explain the basic CG principles and why they are important for Fijian/Pacific companies
• Examine the role, structure, and function of the board of directors
• Present and discuss other pertinent governance topics such as shareholder rights, conduct, and disclosure and SME and SOE governance.

Who Should Attend?

This event is aimed at board directors and senior executives from all small, medium and large sized companies across different industries. Companies seeking to raise capital, strengthen decision-making, improve risk management and control, prepare for potential public listing, and maximize long-term sustainability should attend.

Why Attend?

✓ Understand the fundamentals of corporate governance and how it applies to your organization
✓ Understand why corporate governance is important to help you improve performance and attract investment
✓ Design practical corporate governance action plans for your organization
✓ Network and share experiences with peers and international facilitators
Program and Proposed Trainings

The Summit Program will include Plenary and breakout sessions on relevant corporate governance topics including:

- **Panel Session 1**
  - Attracting Finance

- **Panel Session 2**
  - Corporate Governance Challenges & Opportunities in Fiji and the Pacific

- **Session 3**
  - Managing Conflict and Liability

- **Session 4**
  - Case Study (When it all goes wrong)

- **Session 5**
  - CG for Financial Institutions

- **Session 6**
  - CG for SOEs

The Program will be complemented by 2 additional PCGI CG training workshops (see separate brochures for further information and registration details).

### Audit Committee Master Program (ACMP)
- **April 2-3, 2019**
- **(1,500 FJD)**

This 2-day workshop is designed to delve into the fundamentals of an audit committee’s basic requirements, duties, and responsibilities as well as key areas of oversight including financial reporting, internal audit, compliance, and the external auditor. It will also provide insights into leading practices that contribute to audit committee effectiveness including how to manage relationships with management and shareholders, ensure adequate risk oversight, and manage cybersecurity issues.

### PCGI Corporate Governance Action Planning Workshop (CGAP)
- **April 1, 2019**
- **(600 FJD)**

This 1-day workshop is one of the flagship offerings of PCGI and provides a deep dive into the fundamentals of corporate governance and helps directors and executives develop a plan for implementing effective governance practices in their companies.

**Location:** GPH Hotel, Suva, Fiji

**Registration:** 300 FJD (VIP) Limited registration

**RSVP:** Please register before March 15, 2019 to: info@pcgi.org
**PCGI Summit & Training Package Options**

The Summit will be complemented by 2 additional PCGI CG training workshops; the Corporate Governance Action Planning Workshop (CGAP) on Monday April 1, 2019 and Audit Committee Master Program (ACMP) on Tuesday April 2nd and Wednesday April 3rd. See separate brochures for further information. The packages below offer discounted registration fees when combining PCGI Pacific Governance Summit and training events. Please note that space is limited so register early to avoid disappointment.

<table>
<thead>
<tr>
<th>Package Options</th>
<th>Price</th>
<th>2019 Dates</th>
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<tbody>
<tr>
<td>A) Summit Only</td>
<td>300 FJD</td>
<td>Thursday 4th April</td>
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<tr>
<td>B) Summit + CG Action Planning Workshop</td>
<td>750 FJD <em>(down from 900 FJD)</em></td>
<td>Monday 1st April + Thursday 4th April</td>
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<tr>
<td>C) Summit + ACMP</td>
<td>1,600 FJD <em>(down from 1,800 FJD)</em></td>
<td>Tuesday 2nd &amp; Wednesday 3rd April + Thursday 4th April</td>
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<tr>
<td>D) Summit + CG Action Planning Workshop + ACMP</td>
<td>2,000 FJD <em>(down from 2,400 FJD)</em></td>
<td>Monday 1st April through Thursday 4th April</td>
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<tr>
<td>E) CG Action Planning Workshop Only</td>
<td>600 FJD</td>
<td>Monday 1st April</td>
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**ABOUT PCGI:**

The Pacific Corporate Governance Institute (PCGI) is an independent, non-profit organization aimed at promoting principles of good corporate governance to companies in Fiji and the broader Pacific region. It is governed by a board of directors, comprised of both private and public-sector representatives. PCGI’s activities include providing various forms of corporate governance training, helping raise public awareness on important governance-related topics, and serving as an advocacy body for ongoing market reforms.

PCGI was formed with the generous support of the Australian Government and technical guidance by the International Finance Corporation (IFC), a member of the World Bank Group.

**CONTACT US:**

For further information on 2019 PCGI Pacific Governance Summit please contact info@pcgi.org

T: +679 331 3188

To learn more about PCGI please visit www.pcgi.org
### Registration Form
**2019 PCGI Pacific Governance Summit and Trainings**

**Circle Registration Selection:**

<table>
<thead>
<tr>
<th>Option</th>
<th>Description</th>
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<tr>
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**Participant Information**

- **Participant First Name**
- **Last Name**
- **Gender**
  - [ ] Male
  - [ ] Female
- **Date of Birth (dd/mm/yy)**
- **Educational Qualification**
- **Occupation**
- **Company/Organization**
- **Years of experiences**
- **Are you a member of the board of directors?**
  - [ ] Yes
  - [ ] No
- **Telephone**
- **Mobile**
- **Email**
- **Mailing Address**
- **Have you attended a prior PCGI event (if so which one/when)?**

**Payment Method**

- [ ] Cash
- [ ] Cheque
- [ ] Bank Transfer

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**Note:** PCGI Secretariat (FCEF) will follow up once the registration has been received to collect fees. Fees do not include bank transfer fee's (please add where applicable) and only company cheques will be accepted.

Please email the completed registration form to [info@pcgi.org](mailto:info@pcgi.org)

I hereby would like to apply to attend the above. I declare that I will be able to attend full sessions.

**Date:**

**Signature:**
Pacific Corporate Governance Institute

Raising the Bar, Fostering Growth

PCGI Learning Series

Corporate Governance Action Planning Workshop

April 1, 2019

Suva, Fiji
Workshop Description
The purpose of this workshop is to walk through a methodology to help companies develop a practical approach for implementing sound corporate governance practices. Good corporate governance can help companies improve performance, increase access to finance, and foster sustained growth. It is relevant for all types of companies but will apply differently depending on each company’s particular needs.

The course is designed to be interactive, whereby participants will discuss corporate governance principles and then determine how best to apply them in their own organizations. The course will be facilitated by international practitioners and follow the IFC Corporate Governance methodology, a proven approach offering an investor’s perspective to good governance. The course includes many case studies and practical insights on how to apply good governance in both form and function. Participants will be given time during the course to develop specific action plans for applying good governance practices into their own organizations. The aim is that participants walk away from the workshop with actionable knowledge to benefit their own company.

Who Should Attend?
This workshop is aimed at board directors and senior executives from all medium and large sized companies across different industries. Companies seeking to raise capital, strengthen decision-making, improve risk management and control, prepare for potential public listing, and maximize long-term sustainability should attend. Please note this is not a director certification course (refer to AICD’s Fiji Directors Course on the PCGI website for more information).

| Duration:  | 1-day April 1, 2019 (8:30am-5:00pm) |
| Location:  | GPH Hotel, Suva, Fiji |
| Fees:      | FJD 600 per participant (space limited) |
| RSVP:      | Please RSVP before March 15, 2019 to: info@pcgi.org |

Topics Covered
### Setting up Effective Boards of Directors
Explores best practices on how to create effective boards of directors. Topics will cover board roles and responsibilities, director duties, committee functioning, board decision-making, board procedures, and board dynamics.

### Setting up Effective Management Control Functions
Offers best practices in key management control functions, such as internal audit, external audit, internal control, and risk governance.

### Disclosure and Shareholder Practices
Discusses leading trends in information disclosure, and why it’s important, as well and shareholder rights and practices.

### Action Planning for your Company
The course is designed to give participants time to develop specific action plans for applying the principle covered during the workshop into their own organizations.

#### Facilitators

**Chris Razook** is IFC’s Corporate Governance Lead for East Asia Pacific. Based in Hong Kong, Chris supports investments by working with companies to strengthen their governance frameworks. He has also assisted central banks, capital market authorities, and other regulatory bodies in drafting corporate governance laws, codes, and listing rules.

**Anne Molyneux** is an experienced director and member of the Governing Board of the International Corporate Governance Network. She is a former pension fund trustee and a corporate governance advisor who has developed corporate governance practices for banks and insurance companies, family companies, SOEs, and regulators in Australia, Asia, and Europe. Anne’s clients include the OECD, World Bank, IFC, and Asian Development Bank.

**Warren Tapp** is an experienced Company Director and trainer in the field of Corporate Governance. He has been a Director on 26 Boards and Chairman of 13 in the commercial, government and not for profit sectors. He was a trainer on a range of public courses for the AICD for 10 years and a consultant to many Boards in Australia and internationally, including Fiji. He has published a book for Company Directors and has been a keynote speaker at many conferences for Directors and as well as a guest lecturer at Universities on the topic of Corporate Governance. He holds an MBA and Master of Laws as well as a Graduate Diploma in Corporate Governance and is a Fellow of the AICD.

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Audit Committee Master Program

April 2-3, 2019
Suva, Fiji
About the Program

The Audit Committee Master Program is a two-day course to provide targeted board-level training and networking opportunities for audit committee members. The Program – developed in partnership with IFC using IFC materials – aims to:

- Examine the fundamentals of an audit committee’s basic requirements, duties, and responsibilities as well as key areas of oversight including financial reporting, internal audit, compliance, and the external auditor.
- Share leading practices that enhance the effectiveness of the audit committee, including managing relationships with management and shareholders, ensuring adequate risk oversight, and dealing with cybersecurity issues.

The Program – delivered by IFC master trainers, PCGI trainers and industry experts – will equip companies with the essential knowledge and practical tools. Drawing on relevant case studies to encourage discussions and peer exchange, the Program will help your company develop an action plan tailored to its specific needs and challenges.

Numerous studies have confirmed that sound corporate governance makes companies stronger, more efficient, and more accountable. With good corporate governance structures supported by a capable audit committee, businesses can better mitigate risk, safeguard against mismanagement, and maximize shareholder value.

**Duration:** 2 days April 2-3, 2019 (8:30am-5:00pm)

**Location:** GPH Hotel, Suva, Fiji

**Fees:** FJD 1,500 per participant (space limited)

**RSVP:** Please RSVP before March 15, 2019 to: info@pcgi.org

**Agenda**

**Session 1**
Introduction

**Session 2**
Corporate Governance and the Role of the Board

**Session 3**
Audit Committee Fundamentals

**Session 4**
Risk Governance and Internal Controls

**Session 5**
Internal Audit and Compliance

**Session 6**
Audit Committee: Dynamics, Conduct, Ethics, and Integrity
Pacific Corporate Governance Institute

Raising the Bar, Fostering Growth

Facilitators

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Chris Razook is IFC’s Corporate Governance Lead for East Asia Pacific. Based in Hong Kong, Chris supports investments by working with companies to strengthen their governance frameworks. He has also assisted central banks, capital market authorities, and other regulatory bodies in drafting corporate governance laws, codes, and listing rules.

Richard Westlake is based in New Zealand, where he established Westlake Governance, an International governance advisory business, in 1999. He has more than 20 years of experience as a board chair and director, currently chairing several boards in different sectors. He has also worked in the banking industry for more than three decades. Richard is the author of Focus 11 “Guidance for the Directors of Banks,” published by IFC’s Global Corporate Governance Forum in 2013.

Warren Tapp is an experienced Company Director and trainer in the field of Corporate Governance. He has been a Director on 26 Boards and Chairman of 13 in the commercial, government and not for profit sectors. He was a trainer on a range of public courses for the AICD for 10 years and a consultant to many Boards in Australia and internationally, including Fiji. He has published a book for Company Directors and has been a keynote speaker at many conferences for Directors and as well as a guest lecturer at Universities on the topic of Corporate Governance. He holds an MBA and Master of Laws as well as a Graduate Diploma in Corporate Governance and is a Fellow of the AICD.

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