

## Integrity in the Board Room

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Integrity, the respect of a consistent framework of ethical or moral principles based upon a core group of values, needs to be considered by company directors beyond formal codes of conduct and regulations, now more than ever. Moreover, the board's approach to integrity has to spread outward from the boardroom in order to permeate the whole culture of the organization.

As scandals have decimated share prices and board credibility, integrity has become one of the critical elements of governance that companies are looking to reinforce; beginning at the "top".

The 2015 OECD report on Corporate Governance suggests corporate leadership is indeed taking integrity more seriously. However, the key question remains: what can we, as directors, do to enhance the role of integrity in the boardroom?

This new half-day course aims to provide a practical framework for understanding and instilling integrity and ethics in the boardroom, using case studies, a master class and self-reflection.

This course is recommended for board directors, company secretaries and senior management.

## Our Guest speaker

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### Philippa Foster Back



Philippa Foster Back CBE was appointed in 2001 as Director of the Institute of Business Ethics.

She began her career at Citibank NA before joining Bowater in 1979, leaving in 1988 as Group Treasurer. She then worked at DG Gardner Group and Thorn EMI before joining the IBE.

She speaks widely on business ethics issues, encouraging high standards of business behaviour based on ethical values. As Director she runs the IBE with the purpose of raising awareness and sharing of best practice of business ethics, in line with the IBE's charitable aim. In 2008 she was a member of the Woolf Committee looking at business practices at BAE.

She has a number of external appointments, including at the Chartered Institute of Securities and Investment and is Chairwoman of the South Georgia Heritage Trust, amongst others

In 2006 she was awarded the OBE for services to the Ministry of Defence, and in January 2014 she was awarded the CBE for services to UK Antarctic Heritage.

## Course Moderator

**Jean Guill:** Jean Guill is now honorary Director General of the Commission de surveillance du secteur financier (CSSF) after having been its Director General from May 2009-February 2016. He started his professional career in 1974 at the Commissariat au contrôle des banques and, when the Commissariat was replaced by the Institut Monétaire Luxembourgeois, he served as a Director of that institution over its whole existence, from 1983 until 1998. Thereafter, and before moving to the CSSF, he was Director of the Treasury in the Luxembourg Ministry of Finance for eleven years.



## Our speakers

**Thomas Seale:** CEO and board member of EFA, Board Member of ALFI, Chairman of Luxflag. Mr. Seale is a member of the CSSF OPC Committee, Chairman of LuxFLAG (Luxembourg Fund Labelling Agency), Member of the Board of ALFI (Association of the Luxembourg Fund Industry) and past ALFI Chairman (2003 – 2007). Before EFA, Mr. Seale was Managing Director and Country Corporate Officer for Citibank Luxembourg, led Product Marketing for The Citibank Private Bank in Switzerland, and worked as a Management Consultant for the Mac Group in Paris and Los Angeles. Thomas recently completed the INSEAD International Directors Program.



**Anthony Smith-Meyer:** A certified independent director and a finance professional of over 30 years experience of which 10 as an executive within governance and compliance. Since leaving mainstream banking in 2013, Anthony has dedicated his efforts to the promotion of integrity and best practice in governance, compliance and ethics, with involvement in knowledge-sharing initiatives as founding editor of the Journal of Business Compliance, executive and university trainer, founder and managing director of thegovernanceproject.org, and the writing of articles and governance courses.

**Rosa Villalobos:** ILA board member, with more than 20 years of experience in the finance and investment banking sector. She is board member of numerous companies with infrastructure investments. She obtained the INSEAD Certificate in Corporate Governance and is a Certified Director of ILA since 2012. She is also Board member at, the Institute for Global Financial Integrity (TIGFI), and INSEAD Alumni Association Luxembourg. She is also Member of the Advisory Board of the INSEAD IDP Network. She has broad experience of investment decision processes, valuations, definition and implementation of long term strategy, monitoring execution and performance of investment.



# Program

8.15	<b>Registration &amp; welcome coffee</b>
8.30	<b>Introduction and objectives of the training (Jean Guill)</b>
8.35	<b>A 360 degree approach to help to identify risks (Rosa Villalobos)</b> <ul style="list-style-type: none"> <li>▪ In choosing board mandates</li> <li>▪ In selecting board members</li> <li>▪ For the board as a group</li> <li>▪ For board members as individuals</li> <li>▪ For oversight managers</li> <li>▪ For the rest of the organization</li> </ul>
9.00	<b>Case study - Conflict on a Trading Floor (A) (Thomas Seale)</b> <ul style="list-style-type: none"> <li>▪ Break-out session, participants will be divided into groups. Each group will discuss a case study, which will be distributed to participants in advance.</li> <li>▪ Group discussion: lessons and reflections</li> </ul>
9.45	<b>Coffee Break</b>
10.00	<b>Integrity framework: A practical approach to ethics (Philippa Foster Back and Anthony Smith-Meyer)</b> <ul style="list-style-type: none"> <li>▪ Identifying the red flags of integrity; and</li> <li>▪ what to do about it</li> </ul>
11.30	<b>Sharing experiences: Break out session</b> Participants will be divided into groups for discussion, each committee member will facilitate discussion in each small group.
12.30	<b>Debrief &amp; questions (Christopher Lyon)</b>
12.55	<b>Conclusions and closing (Jean Guill)</b>
13.00	<b>Lunch</b>

# Practical Information

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## DATE AND TIME

Wednesday 25 October 2017  
8.30am to 2.00pm

## VENUE

Chambre de Commerce  
7, rue Alcide de Gasperi  
L-2981 Luxembourg-Kirchberg  
Parking available at your own expenses

## REGISTRATION FEES

- 300€ for ILA members
- 380€ for non-members

Fees are excluding 3% VAT, and cover tuition, handouts, coffee breaks and lunch

ILA is authorized as a provider of continuing vocational training by the Ministry of Education (agreement dated 11 October 2011). Fees are eligible for State co-financing.

## LANGUAGE

The course is conducted in English.

## REGISTRATION

Available online via [www.ila.lu](http://www.ila.lu). A confirmation email will be sent to the participant together with the invoice.

## PAYMENT

Payment of the invoice is due upon reception.

## CANCELLATION POLICY

Any cancellation should be communicated in writing to [v.vansaen@ila.lu](mailto:v.vansaen@ila.lu).  
In case of cancellation received less than 5 working days prior to the event, 100% fee remains due.  
Substitution of one participant by another is possible. It should be done in writing at least 2 working days prior to the event.

## CERTIFICATE OF PARTICIPATION

A certificate of participation will be provided to participants who have fully attended the course.

## CPD INFORMATION

CPD Program for ILA Certified Directors accredited: 4 hours

## CONFIDENTIALITY AGREEMENT

All ILA courses are conducted under the Chatham House Rule. Trainers & participants are requested to respect the confidential nature of discussions that will take place during the sessions.

*ILA reserves the rights to use photographs that may be taken during the event for its communication, and to publish them on its website/social networks and/or promotional material.*