

National Conference on Strategic Corporate Oversight Governance



Conference Theme
Leveraging Oversight Governance

Date

3rd March 2012

Venue

India Habitat Centre, Lodhi Road, New Delhi

Organized by



Keynote Speaker and Chief Guest

Mr. V K Shunglu, former Comptroller & Auditor General of India will deliver the Keynote speech on the topic "*Role of the State as the enabler of oversight governance*".

Leveraging oversight governance

Companies continuously search for improvements and invest in oversight policies in response to changes in regulatory, accountability, transparency and governance requirements. Typically, these are translated into fine tuning the code of conduct, enabling whistle blowing, emphasizing integrity initiatives, rolling out of fraud awareness programme, improving charter of audit committee and encouraging reports of wrongdoings. To give effect to these policies, further investment becomes essential in oversight structures such as the audit committee, ethics committee, compliance committee, Human Resources committee, procurement committee, disciplinary committee and host of other mechanisms. Often, the results of these measures are reflected in Annual Directors Report to the shareholders. However, investment in oversight governance must lead to effective improvements beyond compliance.

Leveraging the investment in oversight is a strategic management decision. It refers to what *value addition* can be derived from the oversight policies, processes and structures. It also means management action to deal with the inherent gaps in the policy formulations, fractures in the design of governance structures or simply the ineffective implementation issues. The end objective is to gain '*maximum distance*' from the investment in oversight governance.

At the end of the conference, the delegates will learn to:

- **Identify** the obvious gaps in their oversight governance regime.
- **Strategize** on next steps to deal with the oversight governance issues
- **Implement** best practices in the oversight governance in their respective domains



About the Conference theme

With the current emphasis on ethics and integrity, which are most vital for the success of public and private corporate sector, it is important to institutionalize improvements in **oversight governance** policies, structures and practices that can be sustained. In addition to mandatory compliance regime prescribed by the Companies Act and Section 49 of the Listing Agreement, successful organizations reach out to international best practices to improve their policies such as code of conduct and anti-reprisal policies or structures of Audit Committee and Human resources Committee to name a few. Changes also result from intervention from external sources such as independent Directors of the Board, advice from management consultants and sustained institutionalized processes. There remains, in short, a vast opportunity to learn, internalize and leverage the oversight governance 'thought streams' and practices to enhance the shareholders' wealth.

There are entities that consciously invest in the corporate oversight governance and realize the potential of such investment whereas others miserably fail to do so. Best practices worldwide may help in identifying areas for improvement.

This conference will address many facets of oversight governance and the lessons learned in private and public sectors besides international best practices in this domain.

Speakers at the Conference



Akshay Bhalla

- President, Delhi Chapter of the Institute of Internal Auditors (IIA) and senior executive of Protiviti India, Mr. Bhalla will share the cutting edge information on the leveraging of internal audit.



Amarjit Chopra

- Past President of the Institute of Chartered Accountants of India, Mr. Chopra is acknowledged professional especially with governance experience related to banking, finance and insurance sector, nationally and internationally.



Anil Roy

- Partner, Forensic Services of the Grant Thornton, India, he has extensive private sector exposure to advisory services. Mr. Roy has over the years evaluated several governance mechanisms and will share his experiences.



Anupama Jha

- Executive Director at the Transparency International, India, Ms. Jha is involved in promoting the integrity pact mechanisms in the corporate world and synergise globally on anti-corruption moves.



Mukesh Arya

- Promoter of the Ethicscall, a whistle blower facility in India, Mr Arya brings with him the professional oversight governance experience of the United Nations, the Comptroller & Auditor General of India and the private sector.



M M Pant (Prof)

- Former Pro-Vice Chancellor of IGNOU, Prof Pant has devoted to promoting timeless life skills and emerging knowledge economy. He brings in the relevance of ethical mentoring in corporate business scenarios.



Nandini Kapdi

- Former Senior executive of the C&AG of India and the United Nations and now independent Consultant, strategic governance.



S K Bansal

- President of the India Chapter of Certified Fraud Examiners, and seasoned chartered accountant on several Boards of directors, Mr. Bansal brings with him the insight in to corporate governance.



V S Jain

- Former Chairman Steel Authority of India and subsequently Member, Public Sector Enterprises Board that selected the top executives of the PSUs, Mr. Jain will share with you the corporate governance experience.

Who should attend this conference?

This conference is aimed at those responsible for enhancing the corporate oversight governance policies, structures and processes in their respective domains. The main aim is to achieve convergence of current thought processes in the oversight governance with what is practical. The discussions at the conference will be dovetailed to emerging future path which may take the corporate sector beyond compliance and in to the realm of 'leveraging the investment in oversight functions'.

Broad classification of delegates

- ◆ Heads of HR/personnel department,
- ◆ Compliance officers
- ◆ Heads of legal department/ officers
- ◆ Company Secretaries
- ◆ Heads of Internal audit / auditors
- ◆ Heads of Information Technology
- ◆ Heads of finance department / finance officers
- ◆ Risk management officers
- ◆ Government auditors & accountants
- ◆ Chartered accountants

REGISTRATION FEES

We request all delegates to register well in advance of the proposed date of conference. **Last date for registration is 25th February 2012**

- The registration fee is Rs. 8000 per delegate *inclusive* of 10.3% Service tax and education cess.
- An early bird discount of 10% will be applied on the delegate fee if the payment is received by 6th February 2012.
- Payment will be accepted by demand draft made payable to "Red Flag Oversight Consultancy Services Private Limited"
- Fee entitles you to all sessions, reading material, tea/coffee and lunch.
- Please fill up the [attached form](#) for registration.



Conference Sessions

Saturday, 3 March 2012

9.00 to 10.00	Registration	
10.00 to 10.45	Inauguration & Keynote Speech	"Role of the state as the enabler of oversight governance"
10.45 to 11.00	<i>Tea/coffee break</i>	
11.00 to 11.45	Session 1: <i>Oversight Governance Policies</i>	<ul style="list-style-type: none"> ◆ Setting the ethical tone ◆ Laying the boundaries of desired behaviour through policies.
11.45 to 12.30	Session 2: <i>Oversight Governance Structures</i>	<ul style="list-style-type: none"> ◆ Audit committee: ◆ Ethics Committee ◆ HR Compliance committee
12.30 to 13.15	Session 3: <i>Whistle Blower mechanism</i>	<ul style="list-style-type: none"> ◆ A demo of an ideal mechanism ◆ Anti-reprisal practices
13.15 to 14.00	<i>Lunch Break</i>	
14.00 to 14.45	Session 4: <i>Oversight governance practices</i>	<ul style="list-style-type: none"> ◆ Independence of 'independent' directors ◆ Leveraging Internal Audit ◆ Statutory auditors and their governance role
14.45 to 15.30	Session 5: <i>Integrity Pact and its nuances</i>	<i>Procurement practices that challenge integrity concerns</i>
15.30 to 15.45	<i>Tea/Coffee break</i>	
15.45 to 16.30	Session 6: <i>Emerging oversight enablers</i>	<ul style="list-style-type: none"> ◆ Ethics mentoring ◆ Financial disclosure programme: ◆ Grievance capture Vs Union 'class action'
16.30 to 17.15	Session 7: <i>Monitoring oversight governance and preventive vigilance</i>	<i>Reviewing governance mechanisms –lessons learned</i>
17.15 to 17.45	Valedictory address and conclusion	"Corporate affirmative action to embrace values in business"

Corporate Governance
Ethics management
Whistle Blower mechanism
Compliance matters
Audit Committee
Integrity Pact

CONFERENCE SECRETARIAT

Following person may be contacted for inquiry or clarification.

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About Red Flag

Red Flag was established in 2009 as a privately held company. It brings together the oversight expertise from private sector, public sector, NGO's, United Nations, Multi-Lateral Government agencies and International Financial institutions. It provides 'one-stop-shop' for securing confidential, strategic and timely oversight solutions for the top management of entities across the world. For example, it helps the Board and the stake holders maintain the desired level of accountability and good governance. It also helps federal, provincial and local bodies launch, assess or enhance the transparency, ethics and good governance programmes.

Recently, Red Flag team was engaged to investigate Commonwealth Games related instances of fraud and corruption under the Prime Minister of India appointed High Level Committee. It also executed the consultancy project to advise the Fiji Independent Commission against Corruption (FICAC).

Red Flag also operates a whistle blower facility under the name EthicsCall.net. Several other services in addition to Ethics management are offered by the Red Flag that includes confidential internal investigations, risk management, training, corporate governance, evaluation, audit committee interface, reshaping the internal audit, etc.

Please log on to www.myredflag.org and www.ethicscall.net for additional information.

Leveraging Oversight governance

Red Flag Oversight Consultancy Services P Ltd

Promoting Integrity, Ethics and Good Governance

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Values driven entities steer ethics on course

