Non-Executive Director

PROGRAMME

THE 2018 NON-EXECUTIVE DEVELOPMENT PROGRAMME
A practical series covering key NXD issues led by experienced Chairs and NXDs
Contents

Introduction ........................................................................................................................................... 1

Session 1:  
The Audit Committee and Boardroom Dynamics ................................................................................. 2

Session 2:  
The CEO-Chair Relationship .............................................................................................................. 3

Session 3:  
The Challenges for Smaller and Faster Growth Companies from an NXD Perspective ................ 4

Session 4:  
The Remuneration and Nominations Committees ............................................................................... 5

Programme Directors .......................................................................................................................... 7
Introduction

FWB Park Brown and The University of Edinburgh Business School are delighted to announce the second series of The Non-Executive Development Programme after a successful launch last year.

As the responsibilities and accountabilities of NXDs intensify, so the support, knowledge and experience required of them also increase. We have designed a practical programme, led by experienced Chairs and NXDs, focusing on those key issues of which every NXD should be aware and catering for those with interests in all types and sizes of organisation - listed, private, entrepreneurial, SMEs, public sector, and not-for-profit.

Each session is interactive with group activities and case studies addressing real events together with plenary Q&A and discussion. This is structured to allow significant time to learn practical insight from Chairs of significant Board Committees. Whilst each session has a main topic, the discussions and questions will be wide-ranging.

Each session ends with an opportunity to network over drinks and canapés.

📅 Time
All sessions will be:
6.00pm – 8.00pm

💰 Cost
£300 per session
or
£1,000 which covers all four sessions

📍 Venue
All sessions will be held in the:
Conference Room, 4th Floor,
The University of Edinburgh Business School, 29 Buccleuch Pl,
Edinburgh EH8 9JS

“I am already pencilling into my budget to attend other sessions”
– A 2017 Delegate
Jann will share her views and experiences on what makes an Audit Committee really effective; how to prepare for the committee; the relationship with the Finance Director; the pitfalls; dealing with those less financially literate and what it means to be truly independent. She will also share with us her experience generally of being a NXD; how to cope with challenging situations around a Boardroom; and preparing for a successful non-executive career.

This session will also cover many aspects of board dynamics. How do you manage a Board? How do you manage conflict round a Board? How can you influence as a NXD? How do you ensure you are asking the right questions at the right time? How do you manage the CEO? How can you develop skills to allow you to effectively respond to and challenge domineering senior executives? Jann is experienced in these and many other boardroom issues and challenges and will discuss these in an interactive discussion with the delegates.

BACKGROUND
Jann graduated with a degree in History before studying to become a CA and then for the CTA qualification, specialising in Tax initially within the profession and thereafter with Cairn Energy plc. After a few years she moved into Financial Control with the business and was appointed CFO in 2006 and then in 2011, in recognition of broadening responsibilities, the title of Managing Director was added to that of CFO.

She stepped down from her role in Cairn Energy in 2014 and set up Magna Energy Ltd, a company she co-founded with Dr Mike Watts, a colleague from Cairn Energy, and both have since moved on from Magna, an India-focused business development company, to a global mandate at SOCO International plc, an international oil and gas exploration and production company.

CURRENT NXD PORTFOLIO
- John Wood Group plc
  Audit Committee Chair
- Troy Income and Growth Trust
  Audit Committee Chair
- Scottish Ballet
  Audit Committee Chair

PAST APPOINTMENTS
- President of The Institute of Chartered Accountants of Scotland
- Hansen Transmissions International
  Senior Independent Director

"Meeting other Directors has helped to establish a new peer network which is invaluable for my own learning"

– A 2017 Delegate
When the CEO-Chair relationship is strong, the company benefits from having twice as much talent at the top, each playing a distinct leadership role, and each supporting the other. The board benefits by having a leader whose primary focus is on governance, maintaining ethical standards, and building the board into an effective team capable of managing everything from routine business to major crises, whatever the size of the business.

But what happens when the relationship is ineffective – when the Chair is too dominant or too weak? The effects on the company and its growth can be disastrous and NXDs have a responsibility to ensure the effective working of the Board for the future success of the business.

Whether an experienced, new, or aspiring NXD, understanding and influencing the CEO-Chair relationship is important, both as a NXD but also as you progress to chairing committees and becoming chair yourself.

BACKGROUND

Ian’s expertise lies in Public Company Boards across the power sector, finance and public capital markets, government and regulation.

He has been Chair of The Wood Group plc since 2014, prior to which he was CEO of SSE plc, a leading UK energy utility company for over 10 years, and in November 2017 was appointed Chair of Thames Water.

He is currently a director of Nova, the tidal energy company and a Non-Executive Director of Aggreko plc. Until December 2015 Ian was Chair of Infinis Energy plc, he is the immediate past president of the Energy Institute, and was also on the board of Maggies from 2006 to 2018, serving as Chair for the last four years.

CURRENT NXD PORTFOLIO

- The Wood Group plc  
  Chair
- Thames Water  
  Chair
- Aggreko plc  
  NXD

PAST APPOINTMENTS

- Infinis Energy plc  
  Chair
- Energy Institute  
  Immediate Past President
- Maggies  
  Chair & NXD
George Elliott is one of the most experienced Chairs of fast growth companies and has a wealth of experience across the Board.

This session will focus on the issues and challenges arising with entrepreneurial firms including managing the founder, investor stakeholder management, adhering to the business plan (and overcoming issues when you miss it), what makes an effective board, dealing with conflict, and fundraising.

Whether you already have experience on a Board or are looking for your first appointment, these issues are relevant and important for every NXD. This session will be interactive, covering practical case studies in groups as well as plenary sessions for wider group feedback and debate.

**BACKGROUND**

After studying Accountancy & Finance at Heriot Watt University, George joined Grant Thornton as a graduate trainee and progressed to partner specialising in corporate finance and corporate advisory work. He then joined a client, McQueen International Limited, (which subsequently became Sykes), as Business Development Director, before joining Calluna plc as Operations Director and finally Wolfson Microelectronics plc as CFO. George then embarked on a very successful non-executive career.

**CURRENT NXD PORTFOLIO**

- Craneware plc *Non-Exec Chair*
- Calnex Solutions Ltd *Non-Exec Chair*
- Cooper Software Ltd *Non-Exec Chair*
- Optoscribe Ltd *Non-Exec Chair*
- Visionware Ltd *Non-Exec Chair*
- IndigoVision Group plc *Non-Exec Chair*

**PAST APPOINTMENTS**

- SFX Technologies Ltd *Non-Exec Chair*
- MicroEmissive Displays Group plc *Non-Exec Chair*
- Clearspeed Technology plc *NXD*
- Oxonica plc *NXD*
- Simple Audio Ltd *Non-Exec Chair*
- Kewell plc *Non-Exec Chair*
- Scotcloth Ltd *Non-Exec Chair*
- Summit Therapeutics plc *NXD*
- Corsair Components Inc *Non-Exec Chair*
- Cupid plc *Non-Exec Chair*
- Two Big Ears Ltd *NXD*
- Traceall Global *Non-Exec Chair*
- Par Equity Holdings Ltd *NXD*

“Thanks for creating an inspiring, thoughtful programme”

– A 2017 Delegate
The Remuneration and Nominations Committees

Crawford has a wealth of experience of Remuneration Committees across many sectors as outlined below. He will be discussing what makes a Remuneration Committee really effective, the role of the remuneration policy, the importance of committee process, the relationship with the Chief Executive and Human Resources Directors, working with Remuneration Advisers, taking the emotion out of the process, liaising with the Board, effective shareholder consultation, and managing the tension between being truly independent and working collaboratively.

In appointing directors to the Board, the Nominations Committee plays a crucial role in ensuring the Board has the skills, experience and knowledge required to ensure the future success of the company. Crawford will discuss and explain the role this Committee plays in a company’s growth and we will work through some challenges which Nominations Committees often face.

BACKGROUND

Crawford graduated in Law with a first class degree from The University of Edinburgh and then qualified as a CA with KPMG. With an MBA from Harvard he joined Bain & Co Inc in 1983, becoming a partner five years later. Latterly he served as Bain’s Managing Director for Europe, with direct responsibility for leading the consulting business across 12 offices and 10 countries, with 110 partners, 1300 staff, and $500M+ in revenues. Over this period, the firm enjoyed rapid growth and market success. He was also a member of the worldwide board providing direction for the firm’s 3000 staff and $1bn in revenues.

CURRENT NXD PORTFOLIO

- Barclays plc
  NXD and Chair, RemCom
- SSE plc
  NXD
- The Edrington Group Ltd
  NXD

PAST APPOINTMENTS

- Scottish Enterprise Chair
- Standard Life NXD and Chair, RemCom
  Member, Audit and Investment
- Controls Risk Group Chair
- Touch Bionics Chair
- Hammonds LLP Chair
- Sumerian Chair, Advisory Board
“Meeting colleagues on the same journey has been invaluable, as has been the engagement with the speakers”

- A 2017 Delegate
Programme Directors

Professor John Amis
UNIVERSITY OF EDINBURGH BUSINESS SCHOOL

John joined the University of Edinburgh Business School in July 2013 as Chair in Strategic Management and Organisation. He is Co-Director of the Centre for Strategic Leadership and Change and former Director of the Doctoral Programme. John also has extensive teaching experience on MBA and Executive MBA programmes.

He has carried out numerous Executive Development leadership courses, consulting assignments and sponsored research projects, predominantly focused on strategic change, with a range of organisations. These have included US Fortune 500 firms, public and private sector Scottish companies, and large hospitals.

In addition to two books, John has authored over 50 journal articles and book chapters. His work has been published in leading journals including: Academy of Management Review, Academy of Management Journal, American Journal of Public Health, Human Relations, Organization Science and Journal of Change Management.

Judy Wagner CA
FWB PARK BROWN

Judy has been actively involved in executive search for over 20 years, recruiting at Senior Management and Board level – both Exec and Non-Exec. A co-founder of FWB Park Brown, one of Scotland’s leading Executive Search firms, she has recruited across all sectors and functional areas, and advised many clients on Board composition and evaluation.

She has been a Chair and Non-Executive Director in the Private and Not for Profit sectors, and coached throughout her career on career development, interviewing, presentation, networking and communication, including a significant amount of public speaking in these areas.

A graduate of The University of Edinburgh and a member of ICAS, she sits on the International Advisory Board and Centre for Strategic Leadership and Change of The University of Edinburgh Business School, the Business Innovation Forum of The Royal Society of Edinburgh and The Ross Development Trust which has been set up to oversee the regeneration of Princes Street Gardens West.

In 2016 Judy developed and launched The Executive Women’s Leadership Programme with Professor Susan Murphy of The University of Edinburgh Business School. The programme, which is very practically focused, helps women progress into senior management. It includes a combination of academic insight and learning, group-based case study and debate, together with Guest Speakers from the Boards of Corporate UK who share their knowledge and experiences in informal and open discussions with the delegates. A unique programme in the UK, it will run again this year from May to December.
Thank you for arranging the latest NXD session – it was super. Genuinely, I thought it was one of the best presented and most compelling presentations I have been to for some time (in years!)”

- A 2017 Delegate
2018 Non-Executive Director Programme

For more information, please contact:

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