



ZAGREBAČKA BURZA

Zagreb Stock Exchange

M O R R O W
S O D A L I



European Bank
for Reconstruction and Development

CORPORATE GOVERNANCE AND ESG DEVELOPMENT

SEPTEMBER – NOVEMBER 2023

COURSE DESCRIPTION

- The Zagreb Stock Exchange, in collaboration with the European Bank for Reconstruction and Development and Morrow Sodali, is pleased to announce a corporate governance and ESG development course for board members, senior management, company secretaries, and others who support boards. The course, which will draw on international best practice insights from an experienced faculty, peer-to-peer learning, and real-life case examples, is designed to empower you to understand the changing demands in the boardroom so you can continue to drive your company towards sustainable long-term growth.
- The course offers five half-day development sessions. Participants will receive a certificate of attendance for each module, and those who attend all modules will also receive a certificate of completion.
- The course will begin with an overview of corporate governance and its importance as well as some key trends in corporate governance, both in Croatia and internationally. It will include contributions from board members, investors and HANFA. This will be followed by four deep-dive modules covering a [select group of topics](#):
 - Board Composition, Dynamics, and Effectiveness;
 - Shareholders, Stakeholders, and ESG;
 - Risk, Controls, and Culture; and
 - Board Planning and Support and Governance Disclosures.
- All modules will be held in English. The first module will be held in-person [at the Zagreb Stock Exchange]. The remaining modules will be virtual.
- All workshops are designed to be highly interactive and practical. They will be run by an international faculty ([see below](#)) with a vast track record in training directors and executives and a truly extensive and varied corporate governance experience. Faculty will combine their knowledge of Croatian corporate practices and international best practices.

WHAT WILL YOU GAIN?

- Develop a deeper understanding of the changing demands being placed on boards
- Explore Croatian and international best practice corporate governance expectations
- Delve into practical aspects of creating and running a good board
- Grow your understanding of the board's role in overseeing the internal control and risk management framework
- Receive insights into how to treat your various stakeholders and practical tips on how to communicate non-financial information to markets and stakeholders

WHO SHOULD ATTEND?

- Supervisory Board members
- Management Board members and other senior executives
- Executives that support the supervisory board or its committees
- Company secretaries
- Internal auditors
- Investor relations teams
- Others with an interest in ESG and corporate governance matters

THE SCHEDULE (09:00 – 13:00) (CEST)

More details of the content of each module can be found by clicking on the title.

MODULE	TITLE	DATE	LOCATION	SUMMARY
A	Overview of Corporate Governance	28 September 2023	In-person, TBC	Comprehensive overview of corporate governance and recent trends for board members and senior executives
B	Board Composition, Dynamics, and Effectiveness	5 October 2023	Virtual	The effect of a supervisory board's composition and dynamics on the effectiveness of its functioning, as well as how to evaluate a supervisory board's effectiveness
C	Shareholders, Stakeholders, and ESG	12 October 2023	Virtual	The roles of the supervisory and management board's on ESG (including in shareholder and stakeholder engagement), key trends in this area, and what non-financial information has to be disclosed
D	Risk, Control, and Culture	8 November 2023	Virtual	The internal control system (including risk management, compliance, and internal audit), corporate culture, and

				supervisory and management board remuneration practices
E	Board Planning and Support and Governance Disclosures	15 November 2023	Virtual	The role of the company secretary in supporting the supervisory board, including in agenda planning, information flows, board and committee meetings, and compliance with relevant regulations – this module is targeted primarily at company secretaries



ENROLMENT PROCESS

Participants can register for the full training course or for individual modules. However, only those participants who attend all five modules will receive a certificate on completion.

Book your place by registering [HERE](#) or contact us on akademija@zse.hr.

THE FACULTY

The course will be delivered by the Board & Governance arm of Morrow Sodali, a global corporate advisory firm. The firm has with extensive experience in the Croatian market, including in the 2019 review and subsequent implementation support of the Croatian Corporate Governance Code. Morrow Sodali, headquartered in New York and London, provides over 1000 clients in more than 80 markets with comprehensive advice and services relating to corporate governance, ESG, sustainability, proxy solicitation, capital markets intelligence, shareholder and bondholder engagement, M&A, and activism and contested situations. In addition to the experience of the faculty, participants will thus benefit from a vast array of proprietary market data and perspectives.

	Name, Role	Bio
	David Risser, Managing Director, Board & Governance	David is the Managing Director, Board & Governance at Morrow Sodali. He has been advising the boards and executives of listed, public, and private companies on their governance and effectiveness for two decades.
	Chris Hodge, Special Advisor	Chris is a Special Advisor at Morrow Sodali and was closely involved in helping ZSE and HANFA to develop the Corporate Governance Code. He was previously the corporate governance regulator in the UK and has extensive experience of director training.