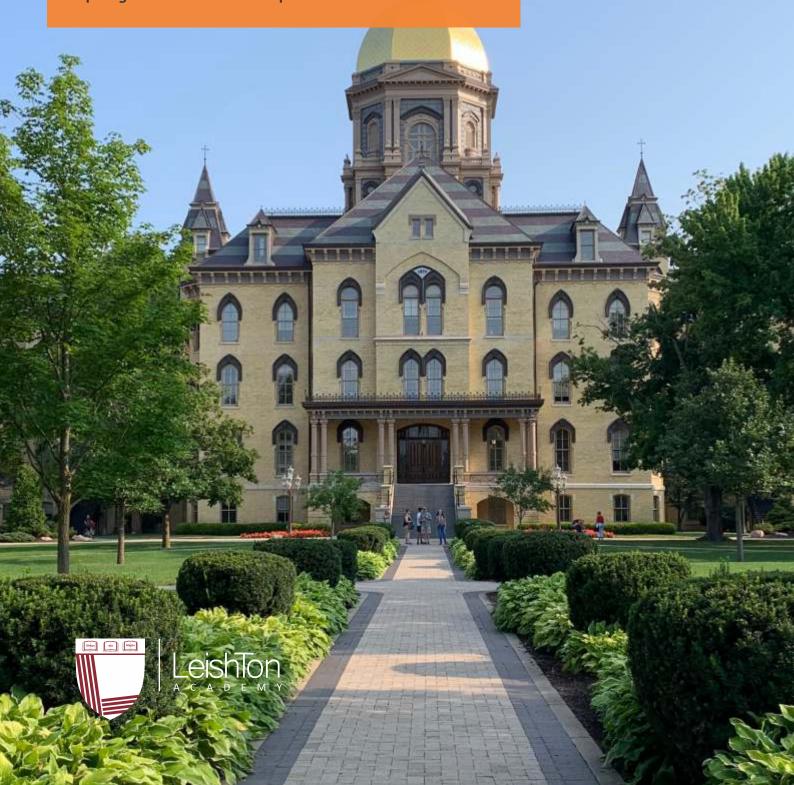
LeishTon Centre for Leadership and Governance Thinking at LeishTon Academy

# CERTIFIED GOVERNANCE AND COMPLIANCE PROFESSIONAL (CGCP<sup>TM</sup>)

The Gold Standard Programme for Current and Aspiring Governance and Compliance Professionals



## Become a Certified Governance and Compliance Professional (CGCP™) Through the

LeishTon Centre for Leadership and Governance Thinking at LeishTon Academy

## **OVERVIEW**

The CGCP<sup>™</sup> Programme is designed for current and aspiring governance and compliance professionals. It delivers a robust, comprehensive and rigorous content on corporate governance and compliance.

The programme touches on both the theoretical and practical application of corporate governance and compliance. The programme draws on the experience of LeishTon Academy's faculty, industry practitioners and senior regulators and law enforcement agents. The programme promises to bring together a diverse group of  $CGCP^{TM}$  candidates from different industries and organisations, to provide them with a unique learning experience.

LeishTon Academy designed the Certified Governance and Compliance Professional (CGCP<sup>™</sup>) Programme to enhance the knowledge of governance and compliance professionals, as well as provide an opportunity for persons who want to pursue a career in compliance and/or corporate/board governance.

The CGCP<sup>™</sup> programme is organised into 13 modules and each module has several quizzes that will help you learn more quickly. At the end of each module, a recap quiz will help prepare

you for the certification exam. A 14th module was added for exam prep questions. This is a Live Online (virtual) programme.

Candidates who successfully complete the CGCP<sup>™</sup> programme and pass the exam are designated Certified Governance and Compliance Professional (CGCP<sup>™</sup>) by the LeishTon Centre for Leadership and Governance Thinking at LeishTon Academy.

## Who is this Certification Programme for?

## This programme is designed for:

- Compliance professionals and practitioners
- Persons who want to make career/mid-career change
- Persons who want to transition or prepare to transition into consultant entrepreneurs
- Persons who cannot transfer their current skills/experience directly into entrepreneurship
- High- potential regulatory, legal and compliance staff
- Business–line professionals/practitioners with increasing compliance responsibilities
- Company secretaries and professional company secretariat staff
- Risk management professionals and practitioners
- Regulators and quasi-regulators
- Governance professional and practitioners
- Corporate governance enthusiasts

## WHY CHOOSE LEISHTON ACADEMY?



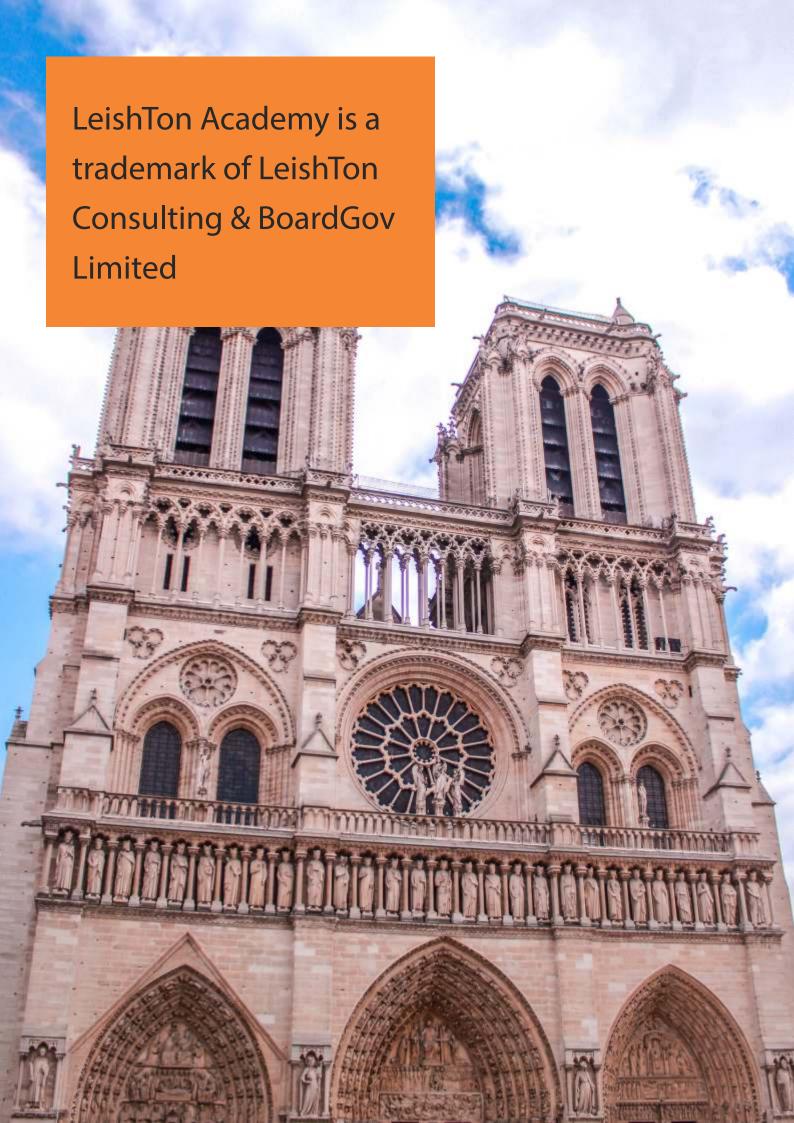
- We are first a research company, and everything we do, be it consulting or training, is based on research we have conducted or those conducted by others. So, we do not just train on the basis of emotions. Our training programmes are based on strong theoretical and empirical findings. These findings allow us to provide our programmes' participants up to date perspective on areas of interest.
- LeishTon Consulting & BoardGov Limited, the trademark owner of LeishTon Academy, has been involved in corporate governance consulting and advisory for over four years, including governance review and board evaluation. LeishTon Academy is the first to introduce the world's first Certified

- Governance and Compliance Professional (CGCP), Certified NDPR Foundation (C NDPR F) and Certified NDPR Practitioner (C NDPR P) training programmes. These are instructor-led Live Online (virtual) Certification programmes.
- LeishTon Academy has expert trainers who are working consultants with years of practical, hands-on experience and research experience in corporate governance, Compliance and Anti-Money Laundering. With our Certification Programmes, you can learn from anywhere. As an entity that fully embraces flexible and remote working, we have adjusted our delivery methods to allow you to learn from anywhere. Our Live Online delivery option enables you to attend this Certification programme virtually.



## SUMMARY OF PROGRAMME OUTLINE THIS PROGRAMME FOCUSES ON:

- Corporate governance
- Corporate failures
- Major theories of corporate governance
- Models and approaches to corporate governance
- The roles and responsibilities of the board
- Mechanisms to improve board processes and board effectiveness mechanisms
- Board behavioural dynamics
- Selected corporate governance codes
- Contemporary issues in corporate governance
- Risk-based compliance programme
- Embedding corporate compliance culture
- Anti-Money Laundering (AML) and Combating Financing of Terrorism (CFT)
- Anti-bribery & Anti-corruption
- Sanctions and sanctions screening
- Insider trading and market abuse
- Conflicts of interest and related matters
- Conflicts/Deal clearance process
- Business ethics
- Data privacy and protection
- Preparing for and managing regulatory supervision and examination
- The role of the Chief Compliance Officer and the independence of the compliance function
- ▼ The compliance risk assessment process (CRMPs)
- Enterprise risk management and operational risk management
- Managing relationship with regulators and investigative agencies
- Lessons learnt from major regulatory enforcement actions



#### Dr. McLeish U. Otuedon

Director, the LeishTon Centre for Leadership and Governance Thinking at LeishTon Academy and the President/CEO, LeishTon Consulting & BoardGov Limited



McLeish studied the links between leadership and work-related outcomes such as job satisfaction and organisational commitment on the one hand and corporate governance and corporate financial performance on the other hand. His other research areas of focus include emotional intelligence, international marketing/business, enterprise risk management, data privacy/protection, compliance and anti-money laundering. McLeish has also published several articles on both local and international journals.

## McLeish has several certifications, including:

- Certified EU General Data Protection Regulation Foundation C GDPR F (ISO 17024: 2012 Certificated)
- Certified EU General Data Protection Regulation Practitioner C GDPR P (ISO 17024: 2012 Certificated)
- Certified EU General Data Protection Regulation Data Protection Officer (C GDPR DPO)
- Certified Cyber Security Foundation C CS F (ISO 17024: 2012 Certificated)
- Certified ISO 27001: 2013 ISMS Internal Auditor
- Certified Anti-Money Laundering Specialist (CAMS)
- Certificant member (CIRM) of the Institute of Risk Management (IRM), UK
- A holder of the IRM UK International Certificate in Risk Management
- Fellow (FCA), the Institute of Chartered Accountants of Nigeria (ICAN)
- Fellow (FCTI), Chartered Institute of Taxation of Nigeria (CITN)
- Environmental and Social Risk Analyst (ESRA)
- Member, Nigerian Institute of Management Chartered (MNIM)



## Mr. Humphrey I. Okorie



CEO and Board Member, Institute of Internal Auditors (IIA), Nigeria MBA and B.Tech (Federal University of Technology, Owerri)

Humphrey provides training, coaching and mentoring on risk-based Internal audit, audit report writing, team leadership, audit tools and techniques, cybersecurity assurance among others, to organisations of all sizes.

#### **Humphrey has several certifications including:**

- Certified Data privacy Solutions Engineer (CDPSE)
- Certified Information Systems Security Professional (CISSP)
- Certified Information Systems Auditor (CISA)
- Certification in Risk Management Assurance (CRMA)
- Certified Internal Auditor (CIA)

#### **Mr. Victor Odiase**





He was appointed by the Federal Government of Nigeria to serve as the Chairman of the Steering Committee on the National Codes of Corporate Governance in 2013, and the Committee produced the three (3) National Code(s) of Corporate Governance 2016. He obtained a Master's Degree with distinction in Corporate Governance in 2009 from Leeds Metropolitan University (now Leeds Becket University) in England.

He worked with Coopers & Lybrand, after which he became one of the pioneer staff of NNOC that later metamorphosed into NNPC. He left NNPC to work for Shell Nigeria Ltd. He went into a Public Accountancy Practice in 1981. He is a member of the Society for Corporate Governance Nigeria, who in 2013 conferred a fellowship on him. He is currently immersed in doctoral research relating to Political and Corporate Governance practices in Nigeria.

### Mr. Odiase has the following certifications:

- Fellow (FCA), the Institute of Chartered Accountants in England and Wales (ICAEW)
- Fellow (FCA), the Institute of Chartered Accountants of Nigeria (ICAN)

## Mr. Okoye Christian Nworah

A retired Central Bank of Nigeria (CBN) Director, who towards his retirement served as an Executive Resident Bank Examiner. He was a Facilitator at the CBN Bank Examiners' Level Courses & Training.



FCA (Fellow of the Institute of Chartered Accountants of Nigeria); Senior Associate Member of the Risk Management Association of Nigeria (RIMAN); MBA (Ladoke Akintola University of Technology, Ogbomoso) and a BSc (University of Benin).

He served in the Sub-Committee on Ethics and Professionalism of the Bankers' Committee. Also a member of the Investigating Panel of the Ethics and Professionalism Sub-Committee of the Bankers' Committee; and The CBN Banking Supervision Department's Representative in the Association of Chief Audit Executives of Banks in Nigeria.

## Okoye, has various certifications on bank examination and risk management both locally and abroad:

- Consolidated Supervision of Financial Institutions facilitated by
   Federal Reserve System, USA.
- Bank Examination Management facilitated by Fed. Deposit Insurance
   Corp., USA.
- Risk Analysis Seminar -- facilitated by Federal Reserve System, Chicago, USA.
- Cross Border Supervision of banks facilitated by the South Africa Reserve Bank.
- Bank Examiners' Levels 1 3 Courses facilitated by Central Bank of Nigeria.



Mr. Ayodeji Owadara

Ayodeji is a Risk Management and Compliance professional with over 10 years experience in designing and implementing robust compliance Programmes in top companies in Nigeria, including KPMG and GlaxoSmithKline.

Ayodeji is Adept at working with multiple teams and stakeholders with specific focus on using risk management and compliance as an enabler in gaining competitive advantage. Ayodeji is a Chartered Accountant. He is a Civil Engineering Graduate of Obafemi Awolowo University and currently studying for a Master's degree in Global Corporate Compliance at IE Law School, Spain.

## PROGRAMME HIGHLIGHTS AND BENEFIT

## Participants benefit from:



Rigorous instruction on corporate governace, board governance, compliance, ethics, AML/CFT and data privacy and protetion



Instructors who are industry experts and regulators, as well as researchers in corporate governance and compliance



Learning alongside a diverse group of participants



Lifelong networking relationships with industry and cross-industry peers and regulators



A lifetime 10 percent discount on all qualifying LeishTon Academy's programme



The credibility that comes from earniing the designation of "Certified Governace and Compliance Professionals (CGCP<sup>TM</sup>)"

## **WEEK 1: FOUNDATION**

## **Programme Coverage**

## **Programme Logistics**

#### Introduction

- Corporate governace in context
- Corporate governace overview
- The intention of the limited liability company
- The seperation of ownership from management
- Corporate governace implication of the global financial crisis of 2008
- High profile corporate failures and scandals international jurisidictions
- Baring Banking
- Enron
- Parmalat
- Olympus coorporation
- Etc.
- Corporate failures in Nigeria
- Definition of corporate govenace
- The scope of corporate governnace
- Further reading
- Introduction: SummaryEnd of introduction guizzes

## Module 1: Major theoris of corporate governance

- The agency dilemma
- Agency theory
- Transaction cost economics
- Stewardship theory
- resource depending theory
- Stakeholder theory
- Managenerial hegemony
- Class hegemony
- Further reading
- Module 1: Summary
- End of module 1 quizzes

## Module 2: Models of corporate governace

- How context and culture affect corporate governace
- The U-S-rules based model
- The UK / Communication principles based model
- ▼ The continental europe two ties model
- The Japanese business network model
- The Asian family-based model
- Mandotory and voluntary model
- Corporate governance convergence or differentiation
- Institutions necessary for successful corporate governace
- Further reading
- Module 2: Summary
- End of module 2 quizzes

### Module 3: Approaches to corpporate governance

- Comply or explain approaches and its variants
- Comply or else approach
- Apply and explain approach
- Further reading
- Module 3: Summary
- End of module 3 quizzes

## Module 4: Legal duties of directories

- Primary legal duties of directories
- Other legal issues ffor directories
- Further reading
- Module 4: Summary
- End of module 4 quizzes

## Module 5: Roles and resposibilities of the board

- Strategy
- Succession
- Monitoring / Approval
- Risk management and compliance
- Communication/Networking
- Appointment / Approval of key officers
- board structure
- Etc
- Further reading
- Module 5: Summary
- End of module 5 quizzes

## Module 6: Mechanisms to improve board processes

- Board meetings
- Board meeting agenda
- Board papers
- Board minutes
- Board calender
- Board committees
- Common board committee types
- Further reading
- Module 6: Summary
- End of module 6 quizzes

#### Module 7: Board effectiveness mechanisms

- Director's protection
- Board evaluation
- Governace review
- Director's renumeration
- Diretor's selection
- Director's iinduction
- Diretors training and development
- Further reading
- Module 7: Summary
- End of module 7 quizzes

#### Module 8: Board behavioural dynamics

#### Module 9: Corporate governance oppurtuinties and persuits for MSMEs

## Module 10: Selected corporate governace codes-international jurisidictions

- UK
- South-Africa
- Mansitus
- Kenya
- International Corporate Governance Network (ICGN) organisation for economis co-operation and development
- Further reading
- Module 10: Summary
- End of module 10 quizzes

## Module 11: Selectedd corpoorrate governace codes and guidelines in Nigeria

- The Central Bank of Nigeria's Code/Guidelines
- The Securities and Exchange Commission's Code/Guidelines
- The Nigeria's Insurance Commission's Code/Guidelines
- The Nigeria Communication Commission' Code/Guidelines
- The National Pension Commission's Code/Guidelines
- The suspended Nigeria National Code of corporate Governance (NCCG) 2016
- The Nigeria Code of Corporate Governance (NCCG) 2018
- Corporate governance guidelines in Nigeria (e.g. SEC, NAICOM)
- Further reading
- Module 11: Summary
- End of module 11 quizzes

### Module 12: Good governace in the public sector

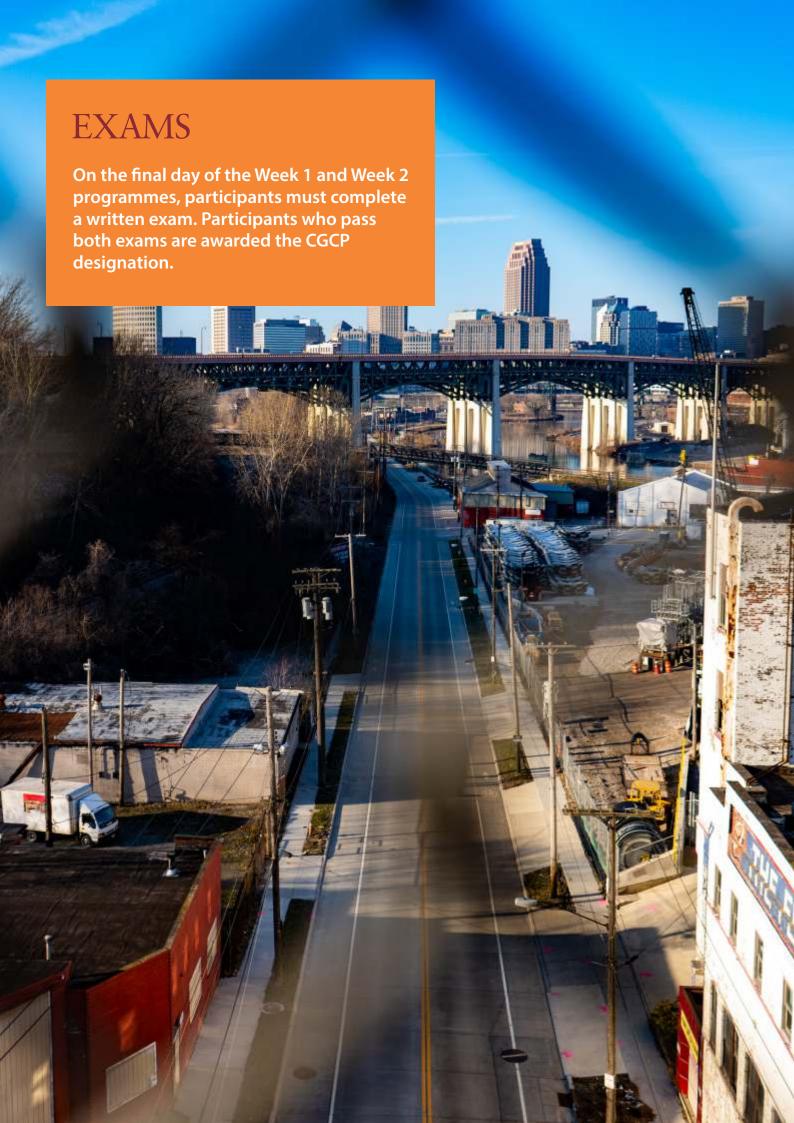
#### Module 13: Corporate governance in the third sector (NFPOs)

#### Module 14: Contemporary issues in corporate governance

### Module 15: Corporate governance documentations

#### Module 16: Case studies and discussions

#### Module 17: Exam prep



## **WEEK 2: PRACTITIONER**

## **Programme Coverage**

## **Programme Logistics**

## **Recap of Week 1 Programme**

### Module 1: The definition of key compliance teams

- What is compliance?
- What is compliance obligation?
- What is compliance risk?
- What is non-compliance?
- Further reading
- Module 1: Summary
- End of module 1 quizzes

#### Module 2: The risk-based compliance proogramme

- What is a compliance programme?
- The goal of the coompliance programme
- The fundamental elemnets of a roobust and effective compliance programme
- Unpacking the 12 principles and guidance highlighted in AS3896 2006 for designing, developing, implementing, maintaining and improving an effective compliance programme
- Further reading
- Module 2: Summary
- End of module 2 quizzes

#### Module 3 - Embedding corporate compliance culture

- What is compliance culture?
- What does a good compliance culture look like?
- Why is compliance culture so important?
- Challenges in addressing compliance culture
- The role of the board in embedding compliance culture
- Understand compliance culture in an organisation
- Tools for embedding compliance culture
- Steps for changing a compliance culture
- Examples of factors that will support the development of a compliance culture highlighted in ISO 19600:2014

- Further reading
- Module 3: Summary
- End of module 3 quizzes

## Module 4: Anti- Money Laundering (AML) and Combatiing Financing of terrorism (CFT)

## Module 5: Sanctions and Sanctions Screening

### Module 6: Anti-bribery and Anti-Corruption

- Anti-corruption laws in Nigeria
- The UK bribery Act of 2010
- The Foreign Corrupt Practice Act of 1977 (USA)
- Sapin II of 2016 (France)
- Further reading
- Module 6: Summary
- End of module 6 quizzes

#### Module 7: Insider trading and market abuse

## Module8: Managing conflicts of interest and related matters

#### **Module 9: Bussiness ethnics**

- Ethics defined
- Business ethic defined
- Ethical culture
- Ethical leardeship
- The importance of ethics in the workplace
- The importance of business ethics
- An ethical dilemma- A case study
- The development of business ethics
- The benefits of business ethics
- Resolving ethical business challenges A case study
- Another ethical dilemma A case study
- Another ethical business challenges A case study
- Another ethical dilemma A case study
- Recognising an ethical issue (ethical awareness)
- Foundamental values for identifying ethical issues

- Ethical issues and dilemmas in business
- The challenges of determining an ethical issue in business
- Another ethnical buusiness challenge A case study
- Another ethical dilemma A case study
- Debate issue Take a stand
- The Sarbanes Oxley Act of 2001
- Dodd Frank Wall Street Reform and Consummer Protection Act of 2010
- The U.S. Federal sentency Guidelines
- The importance of institutionalisy business ethics
- Anothe ethical business challenge A case study
- Another ethical dilemma A case study
- Debate issue Take a stand
- Ethical decision making
- Understanding ethical decision making
- Another ethical business challenge
- Another ethical dilemma A case study
- White collar crime
- Debate issue Take a stand
- Anther ethical busiiness challange A case study
- Another ethical dilemma A case study
- The role of corporate culture in ethical decison making
- Compliance version value Based ethical cultures
- Corporate culture ethics audit
- Debate issue Take a stand
- Leaders influence corporate culture
- Another ethical business challenge A case study
- Anither ethical dilemma A case study pproogramm
- An effective ethics programmee
- Minimum requirements for ethics pprogramme
- Another ethical business challenge A case study
- Another ethical dilemma A case study
- The ethics audit
- Debate issue Take a stand
- Another ethical business challanges A case study
- Another ethical dilemma A case study
- Debate issue Take a stand
- Another ethical business challenge A case study
- Ethical leadership
- Another etthical dilemma A case study
- Benefit of ethical leadership
- Ethical leadership and organisational culture
- Managing ethical conflicts
- Debate issue Take a stand
- The RADAR model

- Anotther ethical business challenge A case study
- Another ethical dilemma
- Sustainbility: ethical and social responsibility dimension
- Debate issue Take a stand
- Another ethical business challenge
- Ethical dilemmas
- Ethical dilemmas in business
- Guideline to handle ethical dilemma
- The responsible corporate officer doctrine
- The ethical embedment process
- Further reading
- Module 9: Summary
- End of module 9 quizzes

### Module 10:Top Compliance Challenges - Panel discussion

## Module 11: Data privacy and protection and cybersecurities threats

- The EU General Data Protection Regulation (GDPR)
- The Nigeria Data protection Regulation (NDPR)
- Cybersecurity
- Further reading
- Module 11: Summary
- End of module 11 quizzes

## Module 12: Conflicts / Deal clearance in an investment banking environment (conflicts control Room)

#### Module 13: Preparing for and managing regulatory supervision and examiination

Module 14: The role of the Chief Compliance Officer (CCO)/ Head oof Compliance and the independence of the compliance function

Module 15: Compliance Risk Management Plans (CRMPs) and Compliance Monitoring Plans (CMPs)

#### Module 16: Assessing critical compliance risks

## **Module 17: Compliance documents**

- The compliance Charter Gold standard example
- Compliance framework Gold standard example
- Compliance manual Gold standard example

Module 18: Enterprise Risk management and Opertaional Risk Management

Module 19: Managing relationship wiith regulators, investigative agencies and law enforcement authorities- Panel discussion

Module 20: Lesson learnt from major regulatory enforcement actions

**Module 21: Case studies and discussions** 

**Module 22: exam prep** 





- Full programme materials (digital copy provided as a PDF file)
- The CGCP Week 1 exam and Week 2 exam
- End of module guizzes for knowledge testing
- Successful completion of the programme and included exam leads to the issuance of the Certified Governance and Compliance Professional (CGCP™) designation
- A 40-question exam each for Week 1 and Week 2 is required to earn this designation. Pass mark 65% - Passing the Week 1 exam is a prerequisite for taking the Week 2 exam



## What equipment do I need?

You will need a laptop or desktop for the duration of the programme and exam.



## Programme duration and times

Three 2-hour sessions for five consecutive days for Week 1 and another three 2-hour sessions for five consecutive days for Week 2 (9:00am – 11:00am, 12:00pm – 2:00pm, 3:00pm – 5:00pm).



## Programme fees

N299,999.50 (USD769.23) for Week 1 and N299,999.50 (USD769.23) for Week 2



## Programme locations

Learn from anywhere with our instructor-led Live Online virtual programmes.



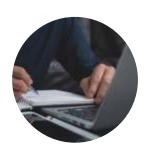
## Benefits of learning from anywhere

- Choosing a Live Online option means you save on travel, parking, hotels and other fees
- Learn and obtain a professional certification from the comfort of your home
- Our CGCP<sup>TM</sup> Live Online programme is hosted and delivered live by expert trainers and panelists
- Wherever you are in the world, you can attend the Live Online CGCP™ programme, and get the full benefit of a classroom session



## Are there any prerequisites for this Programme?

There are no prerequisites for taking the CGCP™ programme. However, passing the Week 1 exam is a prerequisite for taking the Week 2 exam.



## Are there any pre-reading materials for this Programme?

Yes. All pre-programme reading materials would be communicated at least one week to the programme schedule date.



## Exams and qualifications

Registrants take the Week 1 and Week 2 exams at the end of each week's programme. There is no extra charge for these exams.

- Delivery method: Online (under the supervision of a Proctor)
- Duration: 60 minutes
- Questions: 40 (each for Week 1 and Week 2 exams)
- Format: Multiple choice
- Pass mark: 65% (26 questions must be correctly answered)



## What qualifications will I receive?

The programme supports professional development, and registrants who pass the Week 1 and Week 2 exams are awarded the Certified Governance and Compliance Professional (CGCP™) designation by the LeishTon Centre for Leadership and Governance Thinking at LeishTon Academy.



## Do I need proof of identity to take the exam?

Candidates must provide a means of identity with photographic ID as the proctor invigilator may request to check it prior to the exam.



## Can the exams be retaken?

Yes. If you are unsuccessful on the first attempt, you can retake the exam one time, free of charge. However, the designation (CGCP™) must be completed within two consecutive calendar years. Completion within the same calendar year is recommended. You can email us to schedule the retest.



## What language is this programme taught?

The CGCP<sup>™</sup> programme is taught in English.

## Sample Certificate

Upon successful completion of Week 1 and Week 2 exams, candidates will be awarded a digital  $CGCP^{TM}$  certificate by LeishTon Academy.



..enhancing knowledge, transforming minds

The LeishTon Centre for Leadership and Governance Thinking at LeishTon Academy

**Hereby Certifies that** 

## **JAMES BAMGBOYE ATARAYE**

has passed the examination and is awarded the qualification

**Certified Governance and Compliance Professional** (CGCP)

Qualification Date 2020-10-18

Certificate number 0000001

**McLeish Otuedon,** PhD, DBA President, LeishTon



**Contact LeishTon Academy** 

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Call: +234(706)820-0233, +234(803)351-2955

## TO CONTACT OR SPEAK WITH THE DIRECTOR OF THE CGCP PROGRAMME DIRECTLY:

Dr. McLeish Otuedon

Email: mcleish.otuedon@leishtonacademy.com

Call: +234(803)200-7466

#### **LEISHTON ACADEMY™**

5th Floor, Mulliner Towers 39, Alfred Rewane Road Ikoyi, Lagos. www.leishtonacademy.com

LeishTon Academy reserves the right to change any details of the Programme without notice.

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