



Sep 17 - 19

CTRN
calgary total rewards network

**Global Governance Advisors
Executive Compensation Certificate
Program**

The CTRN is pleased to offer the following Global Governance Advisors Certificate Program:

**Executive Compensation Certificate Program
Sep 17 - 19, 2019
Downtown Venue to be Confirmed | Calgary, AB**

A Certificate Program that equips HR professionals, senior management, executives and board members with information, best practices and strategies for executive compensation and corporate governance.

Program Overview

The CTRN in partnership with Global Governance Advisors, has developed a comprehensive Executive Compensation Program that equips Human Resource professionals, senior management, executives and board members with information, best practices and strategies for dealing with executive compensation and corporate governance. This course continues to be approved by the CPHR for credit toward your CPD (Continuing Professional Development) requirement.

Delivered by experts in the fields of executive compensation, governance, and employment law, the Executive Compensation Certificate Program takes place over 2 ½ days and covers 11 important topics. Following is a high level lesson plan:

Part 1: Executive Compensation Reviews Compensation Reviews

- 1.1 Executive Compensation Fairness Opinions
- 1.2 Competitive Market Research
- 1.3 Pay-for-Performance Assessment
- 1.4 Board Remuneration

Part 2: Executive Compensation Plan Design

- 2.1 Annual & Long-Term Incentive Plans
- 2.2 Special Situations (Mergers, Acquisitions, Activist Challenge, Divestitures or IPO)
- 2.3 Senior Executive Employment Contracts

Part 3: Corporate Governance and Oversight: Executive Compensation Plan Design

- 3.1 CEO Succession Planning
- 3.2 Board Evaluation and Effectiveness Assessments
- 3.3 Leveraging Technology in Working with the Board
- 3.4 Executive Compensation Governance

What You Will Learn

Upon completion of this course, you will be equipped to guide and facilitate the work of your Board as it manages its executive and director compensation governance responsibilities.

Successful candidates will also improve their ability to help supervise the compensation governance process for the senior management team. The course content aligns to and reflects today's best practices in Human Resources Compensation Committee (HRCC) Charter and the regulatory environment. More specifically, you will:

- Gain an understanding of the fundamentals of total executive and director compensation design
- Be equipped to manage the process to hire the Board's independent advisor
- Understand all aspects of the executive compensation governance process
- Improve your effectiveness of your specific role within your organization
- Understand today's regulatory environment with respect compensation and disclosure
- Have sufficient knowledge of how you can work with the board and support their fiduciary duties
- Obtain reference material that will provide useful reminders and guidance throughout your annual executive compensation governance cycle
- Be equipped to provide the Board with guidance on making defensible executive compensation decisions as well as the mitigation of risk and shareholder revolts

Who Should Attend

Human Resource professionals, senior management, executives and board members looking to:

- work with their senior executives, CEO and boards to guide and manage the executive compensation process in their organizations,
- design and validate an effective executive compensation plan,
- use executive compensation as a tool for attracting, retaining, and incenting their leadership teams,
- implement best practices in corporate governance and oversight related to executive compensation, and
- fulfill their fiduciary duties while also adding real value to their organization

Event Information

A downtown Calgary, AB venue is being confirmed and will be communicated in due course

September 17 & 18 | 8:00 am - 4:30 pm
September 19 | 8 am - Noon

7:30 am | Registration & Daily Breakfast

12:00 pm | Lunch (17 & 18 only; please inform of any dietary concerns)

Coffee, Tea & Water Service will be provided throughout

Cost

Non-member Cost: \$1,600 CAD Savings: \$0	Member Cost: \$1,500 CAD Savings: \$100
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**** Take advantage of early-bird pricing and register before July 31st to save an extra \$250 CAD! ****

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Event Registration



Register online by clicking [here](#)

Questions? Contact Sarah Akhtar, CTRN Education Director at Sarah.Akhtar@auc.ab.ca

Part 1 Executive Compensation Reviews

#	Session	Focus
1.1	Executive Compensation Fairness Opinions	The complexities of establishing appropriate, defensible and competitive executive compensation in today's economic and regulatory environment.
1.2	Competitive Market Research	Using statistical methodologies, standardized equity valuation, general disclosure, and peer group screening to determine appropriate and competitive executive compensation levels.
1.3	Pay-for-Performance Assessment	Using pay-for performance platforms, balanced scorecards, collaborative methodologies, SMARTER objectives and financial metrics to ensure the senior team is creating real value for the business.
1.4	Board Remuneration	Remuneration trends, philosophies, designs and best practices, including share ownership guidelines, special committee remuneration and expense reimbursement.

Executive Compensation Reviews will prepare participants with the foundational knowledge of all aspects of the competitive compensation review cycle. Attendees will be able to evaluate the effectiveness and associated risk of their organization's current governance process and participants will walk away with a thoughtful plan on how their evaluation process might be improved.

Part 1 Outcomes:

Upon completion of Part 1, participants will learn about:

- the fundamentals of total executive compensation design,
- key aspects of the executive compensation governance process,
- evaluating the effectiveness of their organization's current governance process dealing with compensation,
- determining the risks associated with their organization's current governance process, and
- key considerations in developing a plan for improving their organization's governance process

Part 2 Executive Compensation Plan Design

#	Session	Focus
2.1	Annual & Long-Term Incentive Plans including related tax accounting and compliance issues	Selecting and designing incentive plans including balancing cash and equity, calibrating performance metrics and recognizing other issues such as tax, accounting and compliance.
2.2	Special Situations (e.g. Mergers, Acquisitions, Divestitures, Activist Investors, IPOs, etc.)	When and how to reward executives with transaction based incentive plans including CCPC Option plans. Reviewing transition strategies and IPO-appropriate incentive plans.
2.3	Senior Executive Employment Contracts	Emerging trends, termination clauses, perquisites, risk assessment, Change in Control provisions, and Supplementary Executive Retirement Plans (SERPS).

Organizations must be prepared for the future and for many, this means establishing a compensation design platform that incents positive behaviors and avoids future pitfalls. Attendees will learn about short-term and long-term incentive design as well as key elements of employment contracts that could be challenging during evolutionary events such as IPOs, mergers, etc. With this knowledge, attendees will be able to recognize potential contract hurdles as well as understand how to tailor contracts that will help avoid future problems and facilitate positive growth transitions.

Part 2 Outcomes:

Upon completion of Part 2, participants will learn about:

- reviewing short-term and long-term incentive designs,
- using compensation strategies to influence positive senior leader behaviors,

- reviewing and assessing executive employment contracts,
- how major changes (e.g., IPOs, mergers, acquisitions, divestitures) impact executive employment contracts,
- developing executive employment contracts that avoid future pitfalls and facilitate positive growth transitions, and
- designing the most effective executive compensation plan for their organization.

Part 3 Corporate Governance and Oversight

#	Session	Focus
3.1	CEO Succession Planning Leading Practices	Designing an effective CEO succession planning process for planned and emergency departures, and understanding the board and HR's role throughout.
3.2	Board Evaluation & Effectiveness Assessments	Improving board performance, evaluating and managing board and director effectiveness using assessment techniques and board composition optimization.
3.3	Leveraging Technology in Working with the Board	More and more, boards are working with technology (e.g. board portals) to securely receive information, plan board meetings and beyond. This session will provide a brief look at how board technology is evolving and how to support the board in leveraging these tools to maximize their effectiveness.
3.4	Executive Compensation Governance	Improving executive compensation governance including regulatory changes and disclosure, annual reviews, avoiding conflicts of interest and risk assessments in volatile markets. This session will also provide information on how best to manage CEO succession issues.

Organizational governance has always been important, however, increased government oversight and special interest pressures have now made it more prominent in the public eye. Attendees will develop an understanding of current regulations and best practices as well as understand how to implement these governance practices into their own organizations.

Part 3 Outcomes:

Upon completion of Part 3, participants will learn about:

- today's regulatory environment with respect to compensation and disclosure, including tax, accounting and compliance issues,
- CEO succession planning and human capital strategies,
- how government oversight and special interest pressures impact their current organizations, planning and implementing governance best practices into their own organizations,
- implementing a plan for guiding their senior executives, CEO and boards into making strategic and defensible executive compensation decisions, addressing stakeholder concerns,
- What boardroom technology tools are emerging? Who do they affect? How to best take leverage and support the board with the new information and process efficiencies that they bring,
- and how to support their boards in crisis situations such as shareholder revolts.

Curriculum Designers/Faculty

<p>ARDEN DALIK <i>Senior Partner Global Governance Advisors</i></p>	<p>GGA's Western Canadian Practice Leader, Arden is a leading expert in Executive Compensation and Governance, HR Strategy development and Performance Systems Design. She has advised organizations across North America in a wide variety of industries including mining, oil and gas, construction, etc. for public, private and not-for-profit organizations.</p> <ul style="list-style-type: none"> • Arden spent 12 years with Mercer Consulting where she led the Canadian Performance and Rewards practice. She was a founding partner of Raintree Consulting. Arden also spent 8 years with Shell Canada in a variety of HR roles. • She is a graduated from the University of Calgary Faculty of Business (BComm)
<p>PAUL J. GRYGLEWICZ <i>Senior Partner, Global Governance Advisors</i></p>	<p>Paul is GGA's Canadian lead and has in-depth experience engaging boards and senior management, advising them in the areas of executive compensation, human resource strategy and corporate governance.</p>

	<ul style="list-style-type: none">• Previously held senior consultant roles in executive compensation with both an international and boutique human resources advisory firm. Also worked as a consultant for an international strategy consultancy assisting large organizations in an array of industries.• MBA graduate and Athletic Scholar from the DeGroote School of Business at McMaster University
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Additional Guest Speaker (Calgary-based law partner TBD)

Certificate Program: Facilitators

Experts in executive compensation, governance and legal.

Program

As a reminder, there are 11 sessions over three parts in the Executive

Compensation Program:

- Part 1 Executive Compensation Reviews
- Part 2 Executive Compensation Plan Design
- Part 3 Corporate Governance and Oversight

Accreditation

Complete all 11 sessions and receive a certificate in Executive Compensation.

Global Governance Advisors (GGA) is an independent, compensation advisory firm that is internationally recognized, servicing clients from Calgary, Toronto, New York and Fort Lauderdale. They provide counsel to Boards of Directors and senior management on matters relating to the compensation and human resource committee's mandate. Specifically, they provide expert advice in the areas of executive compensation, board effectiveness, CEO succession planning, and corporate governance. With over 75 years of experience in the field, they bring excellence, and entirely independent and objective perspective, and most importantly, an assured focus on performance and shareholder/stakeholder interests.