

Annex 1

Audit Committee, Remuneration Committee and Board Independence



CORE PROGRAMME

Training Objectives

The seminar will focus on the requirements of the Code of Governance for credit co-operatives and the Singapore Code of Corporate Governance and examine what is expected of Audit Committee members of co-operatives. It will also cover a number of areas that feature regularly on the Audit Committee agenda, focusing on how an Audit Committee can gain comfort that key risks are being effectively managed.

Training Details

Training Provider: Price Waterhouse Cooper (PWC)

Trainer: Ng Siew Quan / Francis Wan

Location: Suntec Singapore International Convention & Exhibition Centre, Meeting Room 308, Level 3

Dates: 4 July 2009

Fees: \$50.00 (after 65% subsidy from CCF)

Duration: 9.00 am to 1.00 pm

Tea-break will be provided

Closing date of registration: **12 June 2009**

** If you have any enquiry, kindly contact Alex at Tel: 6259 0077 ext 126 or Email: alexquek@sncf.org.sg.

Who should Attend

It is highly recommended for board members, managers and senior officers of credit co-operatives to attend this training as all credit co-operatives are required to form an Audit Committee.

Training Outline

Independent Directors

- Definition
- Responsibilities of an Independent Director
 - Strategic direction
 - Monitoring executive management performance
 - Appointing directors: participating, with executive directors, in the selection of new appointments to the board, so that appointments are made according to an agreed specification

Training Outline

Audit Committee

- Composition of Audit Committee
 - Structure of Audit Committee
 - Financial literacy and expertise
- Audit Committee governance
 - Governance objectives and standards
 - Written terms of reference which clearly set out Audit Committee's authority and duties
 - Communications with the Management Committee / board of directors
- Audit Committee responsibilities
 - Financial reporting – balance sheet, key financial ratios and significant / complex / unusual transactions
 - Internal controls – categories of internal control it should oversee include:
 - Integrity of financial reporting
 - Compliance with laws and regulations
 - Operational efficiency and effectiveness
 - Engagement of external auditors and /or internal auditors
 - Fraud of misstatement of financial reports

Remuneration Committee

- Composition of Remuneration Committee
 - Structure of Remuneration Committee
- Remuneration Committee duties and responsibilities
 - Development of policies on remuneration and honoraria payments includes performance-related elements of remuneration policy
 - Review and make recommendation to the Board on:
 - The policies and framework of honoraria / remuneration of key executives, directors and the CEO
 - Specific remuneration packages for each director and the CEO
 - Compliance on guidelines of the Code of Governance
 - Costs and benefits of any long-term incentive schemes