CORPORATE LAW AND GOVERNANCE



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Introduction

Corporate Law and Governance Training Course builds a complete understanding of the legal rules that govern how companies are formed and run, and of the frameworks that control board decisions. Participants study corporate personality, limited liability, share capital and shareholder rights, then move into directors' duties, board committees and disclosure. Furthermore, the course covers general meetings, resolutions, reporting and constitutional documents. In addition, learners work through case studies of governance and compliance failures. As a result, they leave able to support the board, protect company and shareholder interests and keep governance obligations under control.

Corporate Law and Governance Course Objectives

- Explain the legal nature of a company and the principle of limited liability.
- Apply incorporation procedures and statutory documents.
- Interpret directors' fiduciary duties and the duty of care.
- Assess shareholder rights, minority protection and available remedies.
- Prepare general meetings with correct notice, quorum and resolutions.
- Apply disclosure, reporting and statutory filing obligations.
- Structure board committees and define their terms of reference.
- Apply corporate governance codes and published governance standards.
- Evaluate regulatory duties, compliance programmes and internal controls.
- Identify director liability, disqualification grounds and criminal exposure.

Course Methodology

- Instructor-led sessions built on company legislation, case law and governance codes.
- Document workshops using articles of association, board resolutions and minutes.
- Case studies of governance failures, compliance breaches and liability claims.

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- Exercises on delegation of authority matrices and internal controls.
- Structured debates on conflicts of interest and minority rights.
- Templates, checklists and governance guides retained after the course.

Who Should Take This Course

- Board members and executive directors.
- Company secretaries and governance officers.
- In-house counsel and corporate legal advisors.
- Compliance, risk and internal audit professionals.
- Finance directors and chartered accountants.
- Corporate analysts and transaction advisors.

Corporate Law and Governance Course Outlines

Day 1: Corporate Personality and Incorporation

- Separate legal personality and limited liability.
- Company types: private, public, limited by shares or guarantee.
- Incorporation procedures, registration and share capital.
- Articles of association, memorandum and amendments.
- Share classes, shareholder rights and transfer restrictions.
- Groups, subsidiaries and holding companies.
- Piercing the corporate veil and its limits.

Day 2: The Board and Its Duties

- Appointment, removal and remuneration of directors.

- Fiduciary duties: loyalty, good faith and avoiding conflicts.
- Duty of care, skill and diligence in decision-making.
- Delegation, board committees and terms of reference.
- Related-party transactions and their disclosure.
- Director liability, defences and indemnity insurance.
- Governance codes and compliance benchmarks.

Day 3: Shareholders and General Meetings

- Shareholder rights, voting and proxy arrangements.
- Convening meetings, quorum and ordinary and special resolutions.
- Minority protection and remedies for unfair prejudice.
- Distributions and capital maintenance rules.
- Annual reports, accounts and audit obligations.
- Shareholder agreements and their enforcement.
- Conflicts of interest and related-party dealings.

Day 4: Disclosure, Compliance and Governance Practice

- Disclosure requirements and periodic reporting.
- Statutory registers and beneficial ownership.
- Compliance programmes and internal controls.
- Delegation of authority matrices and approval limits.
- Anti-bribery, anti-money laundering and sanctions screening.
- Whistleblowing channels and investigations.
- Regulator relationships and reporting duties.

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Day 5: Liability, Risk and Applied Practice

- Governance and compliance risk indicators and monitoring.
- Incident management, root cause analysis and remediation.
- Disqualification and personal liability of directors.
- Insolvency and its effect on board duties.
- ESG and corporate responsibility expectations.
- Applied workshop: preparing a board resolution and reviewing a company's governance.
- Peer review and feedback on outputs.

Conclusion

By successfully completing Corporate Law and Governance, participants will gain a practical knowledge of incorporation, directors' duties, shareholder rights, disclosure, compliance and liability. They will also have acquired the ability to support board decisions, prepare statutory documents and identify and address governance risk. Gentex Training Center delivers the programme through applied workshops on real company documents, so learners work on live scenarios throughout.

FAQs for the Corporate Law and Governance course

Q1 What is the "Corporate Law and Governance" course about?

It covers the legal rules for forming and running companies and the governance frameworks that control board decisions. Topics include directors' duties, shareholder rights, general meetings, disclosure, compliance and liability.

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Q2 What are the key benefits of the "Corporate Law and Governance" course?

You learn to support the board with well-founded decisions and to understand the limits of personal liability. The course improves statutory documentation, reduces disqualification and regulatory risk and strengthens protection of company and shareholder interests.

Q3 What skills will I gain from the "Corporate Law and Governance" course?

Company law application and statutory compliance, board duties and meeting management, compliance, governance and disclosure practice, and governance risk and liability management.

Q4 What tools, methods, or standards are covered in the "Corporate Law and Governance" course?

Articles of association, shareholder agreements, board resolutions and general meeting minutes, corporate governance codes and guides, delegation of authority matrices and approval limits, compliance programmes and internal controls, governance risk indicators, and disclosure and periodic reporting frameworks.

Q5 How is the "Corporate Law and Governance" course applied in real-world practice?

Professionals use it to prepare board and general meetings, review directors' duties, run compliance and disclosure programmes and handle regulator relations. Participants prepare a board resolution and review a company's governance in the closing workshop.