

**Governance New Zealand Incorporated**

# **Professional Education Programme**

## **Student Handbook**



**2022**

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## Welcome

[Governance New Zealand](#) is New Zealand's leading independent professional body with a sole focus on the practice of governance and is dedicated to providing leadership in the areas of governance, compliance and risk management.

Governance New Zealand members are well-known for their high ethical standards, excellence in business leadership and influence as governance professionals. Our members enjoy global recognition and are supported through ongoing professional development, advocacy and technical updates to advance the best international practices and standards. We provide the best education and support for all governance professionals including practising chartered secretaries, governance advisers and risk managers - who are all tasked with driving responsible performance in their organisations.

As a Division of the international organisation, [The Chartered Governance Institute](#), (formerly known as the Institute of Chartered Secretaries & Administrators, ICSA), Governance New Zealand has access to 29,000 members living and working in 80 countries.

Our accredited and internationally recognised [Professional Education Programme](#) sets the standard for entry into the profession and is the gateway to membership of Governance New Zealand Inc. and the Chartered Governance Institute - both leading international associations for governance professionals.

**Graham Hill**  
CEO  
Governance New Zealand Inc.

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## Professional Education Programme (PEP)

The **Governance New Zealand Professional Education Programme (PEP)** is postgraduate study that provides comprehensive knowledge and skills in the essential elements of good governance principles and is valuable preparation for any professional aspiring to a senior career in governance, compliance, and risk management. Our PEP sets the standard for entry into the profession and is the gateway to chartered membership of Governance New Zealand and the Chartered Governance Institute (CGI) — both leading international associations for governance practitioners.

The **Professional Education Programme** is designed and taught by leading law and business academics and expert practitioners in corporate and public sector governance.

### Single subjects

If you do not wish to undertake the full **Professional Education Programme**, you may enrol in single subjects as a **non-award student**, for which no previous qualifications are necessary. A certificate is provided on the successful completion of each subject.

### Professional accreditation — CPD

Accountants and lawyers should be entitled to claim credit for modules of the Professional Education Programme under their continuing professional development (CPD) and mandatory continuing legal education requirements. See the CPD rules of your relevant association(s). The **Professional Education Programme** entitles you to CPD hours for Governance NZ's CPD program.



## Benefits of Study

### Why enrol?

- ✓ **Applied learning** - knowledge gained while studying can be immediately applied in the workplace
- ✓ **Flexibility** – study is delivered by distance learning with tutor support to ensure adequate work/life balance
- ✓ **Relevancy** - our resources and professional development offerings will ensure you stay abreast of the latest thinking and trends in the profession
- ✓ **Stand out from the competition** - a chartered governance qualification will ensure you instantly stand out to prospective employers
- ✓ **Instant recognition** - being chartered shows that you have reached a high level of academic achievement and professional experience at a glance

### Completing the Professional Education Programme will provide you with

**An international Chartered Qualification** - a fully accredited and internationally recognised, portable postgraduate qualification focused entirely on governance, risk and compliance

**Knowledge** - an in-depth understanding of how to meet compliance requirements, including the NZ Companies Act, NZX Listing Rules and key governance guidelines

**Expertise** - an explicit demonstration of your expertise in, and commitment to, sound governance practice

**Confidence** - have the confidence to speak the 'governance language' in your day-to-day role and become a highly regarded adviser to management and the board, or to be a valued board member

**Career Enhancement** - empowerment to progress to senior positions as a proactive member of the senior executive team

**Competitive Advantage** - becoming a Chartered Secretary, Chartered Governance Professional or Affiliated Member signifies the gold standard of the governance profession and will ensure you instantly stand out to prospective employers

**International Membership** - gateway to full chartered membership of Governance New Zealand providing access to all of our international affiliations, including the international body, the [Chartered Governance Institute](#)

**Networking opportunities** - interact with other governance professionals and senior executives working in the field of governance, risk, and compliance

## How study with Governance NZ will benefit your employer

The **Governance NZ Professional Education Programme** is a rigorous post-graduate education programme that will provide you with the skills and expertise to implement high standards of corporate conduct and administration, significantly increasing your contribution to your organisation.

Completion of the Professional Education Programme will provide your employer with benefits including:

- an understanding of **sound practice** in governance and risk management and the tools and techniques to apply these within your organisation
- **immediately useable**, highly developed specialist skills in corporate law, corporate compliance, company secretarial practice, corporate governance, corporate administration, corporate finance, and risk management
- **enhanced ability** to better serve the needs of corporate and internal clients
- **flexible study options** designed to help students and employers minimise impact on work commitments
- **access** to Governance NZ seminars, courses and CPD activities to ensure that your organisation and staff **stay at the forefront** of the latest developments in governance and risk management
- graduates will be **eligible for full chartered membership of Governance NZ**, New Zealand's independent leader in governance and risk management which will help ensure you and your organisation stay up-to-date and informed



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## Study options

A significant advantage of the Governance NZ Professional Education Programme is that our subjects are available in distance mode. As a student you will have maximum flexibility to arrange your study around your career, family, and lifestyle commitments.

### Distance mode with tutor support

Comprehensive study notes with tutor support provide necessary learning in lieu of face-to-face teaching. Some subjects also include an online learning resource.

### Learning with experts

Governance NZ is privileged to have some of New Zealand's leading business and law academics and corporate executives as course directors and subject authors. Course directors are handpicked to ensure that students are exposed to optimum levels of technical knowledge, professional experience and communication skills.

### Subject completion

If you should fail to complete the assessment components for subjects studied in the initial semester, you are able to complete them in the next consecutive semester for a fee of \$250 (GST incl.).

### Professional Education Programme completion

It should be noted that students have a maximum of **five years** to complete all the required subjects for the Governance NZ Professional Education Programme.

### Stand-alone modules

All modules are available as stand-alone papers as a **means of acquiring Professional Development** without the commitment to complete the full programme.

## Learning resources

### Subject materials

Comprehensive learning materials, comprising subject notes and readings, are provided by Governance NZ and are regularly reviewed. The cost of these learning materials is included in the enrolment fee. The module workbooks are issued to students in both hard and soft copy editions.

## Student workshops

Each module includes a series of online workshops. The workshops are conducted by senior academics and practitioners who provide a balance of guidance on examination and assignment preparation with actual practical work-based applications of theory included in the module content. Student workshops will be coordinated with students and scheduled by your tutor. Confirmation will be issued by week three of each Semester.

## Workload guidelines

You should plan to allocate a **minimum of six hours per week** per module to study, including assignment writing and exam preparation.

## Overview of qualifications and membership offered by Governance NZ

Membership ensures remaining at the forefront of global developments and best practice in governance. Membership, and therefore possessing the qualification as a Chartered Secretary, Chartered Governance Professional or an Affiliated member, involves a career-long relationship with both Governance NZ, and the international parent body, the Chartered Governance Institute (formerly ICSA).

Governance NZ and The Chartered Governance Institute have **three levels** of membership – **Affiliated Member, Associate and Fellow.**

### Associates and Fellows (chartered members)

For those individuals studying to become an Associate or Fellow, on the successful completion of the required examinations, students immediately become a Graduate and can use the post-nominal GradCG. Upon gaining the necessary practical experience and deemed to be of appropriate upstanding character, Graduates are admitted as members at Associate level, become a Chartered Secretary and/ or a Chartered Governance Professional and are entitled to use the post-nominal ACG. Upon admission as a Fellow, the most senior grade of membership granted on more extensive experience, a Chartered Secretary or Chartered Governance Professional may include the FCG designation after their title. Affiliated members are able to use the post nominal CG(Affiliated) after their name.

### Affiliated membership (non-chartered)

Individuals not wanting to pursue either of the two chartered qualifications can opt to apply for, or study towards gaining, the new Affiliated class of membership. You can qualify as an Affiliated Member without any requirement to study if you hold a recognised professional or pre-professional qualification eg EMBA, (or have completed any other recognised professional development), and have at least 2-years of relevant work experience.



If the above does not apply to you then you can be admitted by successfully completing the **Corporate Governance** paper from the **Qualifying Programme** and:

1. You hold a recognised professional or pre-professional qualification, but have less than 1-year relevant work experience, **or**
2. You hold a recognised tertiary qualification in an unrelated discipline and have between 1 to 2 years of relevant work experience, **or**
3. You do not hold any tertiary qualification approved by Governance NZ but have more than 2-years relevant work experience.

Affiliated members can opt to transfer to the full chartered study path at a later stage.

## Curriculum

The following are the modules that make up the Governance NZ Professional Education Programme.

MODULE	CHARTERED GOVERNANCE PROFESSIONAL	CHARTERED SECRETARY	AFFILIATED MEMBERSHIP
Corporate Governance	✓	✓	✓
Corporate Law	✓	✓	
Finance for Decision Making	✓	✓	
Risk & Compliance	✓	✓	
Development of Strategy	✓	✓	
Corporate Accountability: Meetings & Disclosure		✓	
Enterprise Risk Management	✓		

Subject exemptions may be available and are covered in the next section of the handbook.

## Enrolment and general information

### Eligibility and exemptions

Entry is available to those who hold a university degree or degree-equivalent qualification satisfying Governance New Zealand's entry requirements.

An entry qualification may be either an undergraduate or postgraduate degree. A degree-equivalent qualification may be a membership qualification for a related professional association.

In the Professional Education Programme, students are required to successfully complete (either by study or exemption) **six subjects** in order to apply for Associate Member status with Governance NZ.

A maximum of **four** subject exemptions are available, based on the degree studies completed by the applicant.

PATHWAY	ENTRY REQUIREMENTS	MODULES TO BE COMPLETED
Fast-track Professional	Qualified lawyers and accountants with a <b>current practicing certificate</b> and with <b>more than 5 years'</b> relevant experience	<b>Two</b> modules to be completed
Professional Exemption Route	Qualified lawyers and accountants with a <b>current practicing certificate</b> and with <b>up to 5 years'</b> relevant experience	<b>Four</b> modules to be completed
Related Degree Entry	Individuals with a law or finance degree, or both, but are not qualified lawyers or accountants.	<b>Five</b> modules to be completed
Standard Entry	Individuals who also fall into this category may also have: <ul style="list-style-type: none"> <li>• <i>Degree (non-finance/law related)</i></li> <li>• <i>5+ years' relevant work experience (case-by-case basis)</i></li> <li>• <i>MBA or Diploma in Business Management/Law/Accounting</i></li> </ul>	<b>Six</b> modules to be completed

- Your entry qualification may be either an undergraduate or postgraduate degree
- A business degree includes a BBus, BCom, MBA, EMBA, MCom or equivalent
- A law degree includes an LLB, LLM, or equivalent degree
- A degree-equivalent qualification may be a membership qualification for some related professional associations
- For exemption purposes, you may be asked for further evidence of equivalent prior studies
- For overseas degrees, you may be asked to provide subject outlines

**To apply for an assessment to test eligibility for exemption(s) please supply the following:**

- A certified copy of the official academic transcript for your degree. This can be certified by a lawyer, notary public, JP or court official
- A copy of your testamur (degree certificate) if your academic transcript does not have a conferral or award date on it
- Evidence of name change if your current name is different in any way from the name as it appears on your academic transcript
- Evidence of currency, for example evidence of current membership to CAANZ, CPA, CIMA, Law Society
- Your current résumé or evidence of current membership of relevant professional bodies if exemption requests are based on undergraduate study or you are applying for subject exemptions

**Contact Governance New Zealand if you require assistance in determining your eligibility for exemptions.**

Ph (09) 377 0130 or email [lee.shelley@governancenz.org](mailto:lee.shelley@governancenz.org)

### Semester start dates

7 March 2022  
1 August 2022

Early enrolment is highly recommended as places are sometimes limited.

### Subject fees

The 2022 module fee for all subjects is **\$1,450 per subject (GST incl.)**

New students are required to pay a one-off application fee of \$150 (GST incl.) on registration

All students are also required to maintain Student membership of Governance New Zealand which is \$250 (GST incl.) pa

Textbooks may be required, dependent on the module, and are **not covered** by the module fees.

### Enrolments

To be admitted to the Professional Education Programme and/or enrol in any of the subjects listed in this handbook, please complete the registration form available online or at the back of this book and forward with your payment.

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Please include a certified official academic transcript, issued by your university or equivalent educational body, confirming the award of your degree or degree-equivalent qualification and the conferral date, and listing the individual subjects you completed together with your results.

If you are enrolling as a non-award student only, you are not required to submit an academic transcript, unless you subsequently change your mind about completing the Professional Education Programme.

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## Subject content

### Course descriptions

*These course descriptions are a guide only, based on the previous offering of the course. Governance New Zealand reserves the right to amend the content and/or evaluation process from time to time without notice.*

## Corporate Law

This subject has been designed to achieve the following aim: to provide a thorough understanding of the sources of legal frameworks relevant to corporate law and the key specific provisions and sections of corporate law, across the various structures, management and performance of business entities

### 1. Legislative & market framework; the role of the governance professional

- The legislative and market framework
- Sources of company law
- Company law elements in the role of the governance professional

### 2. The nature of the corporate entity

- Types of corporate entities including associations and not-for-profit charities
- Partnerships, joint ventures and sole traders
- Promoters and pre-incorporation contracts

### 3. Nature of the company structure

- Fundamental characteristics of the company
- Formation and registration
  - Procedures/documents
  - Company name
  - Certificate of incorporation
  - Role of Registrar

### 4. Separate legal personality

- The veil of incorporation
- Lifting the veil of incorporation

### 5. Structural and legal issues involving companies

- The company constitution; shareholder agreements
- Director appointment, duties and liabilities
- Shareholders and shares
- Equity and debt capital
- Raising capital from the public
- Overview of companies in financial difficulty, administration, receivership and liquidations

## Corporate Accountability: Meetings and Disclosure

This subject is designed for the corporate sector and provides a highly practical review of key issues relating to company secretarial practice and the rules of company meetings and their application with particular reference to NZX Listing Rules and governance principles. It also builds upon the subject Applied Corporate Law or equivalent university studies undertaken by law graduates.

### 1. Operating context and governance framework

- The company secretary
- The company secretary and regulators
- FMA
- Overview of state sector, NFP and charities roles for the company secretary
- SMEs and outsourcing the role
- The company secretary and NZX
- The company secretary and FMA
- The company secretary and the Commerce Commission
- The company secretary and other regulators
- Standards and guidelines

### 2. The role of the company secretary or governance professional

- Primary responsibilities
- Relationship with the Board of Directors and CEO
- Company secretary as governance intermediary
- Function and relationships with corporate counsel, management
- The company secretary as agent of the company
- The compliance framework
- Company constitution
- The duties of officers

### 3. Records and reporting

- Books
- Financial reporting
- Audit
- Remuneration committee
- Company statement — extract of particulars
- Execution of documents

### 4. Managing knowledge and information

- The sources of information on law, regulation and administrative best practice
- Intellectual property
- Information, data and technology as a corporate asset
- Technological change and innovation
- Internet website applications and management
- Data protection legislation
- Confidentiality

**5. NZX and listing**

- Overview of NZX
- Listing on NZX
- Prerequisites for admission to the official list
- NZX listed securities

**6. NZX market integrity and corporate governance**

- Market integrity
- Continuous disclosure
- Mandatory requirements
- Important ongoing requirements
- Other Listing Rules
- Corporate governance

**7. Membership and share capital**

- Types and function of shares
- The issue and allotment of shares
- Register of members
- Transfer of shares
- Share capital issues

**8. Principles of meetings**

- Members' and directors' meetings
- Form of meetings
- The role and structure of company meetings
- Meetings under the Companies Act
- Specific meeting requirements for listed companies
- The chair
- The company secretary
- Defamation
- Minutes

**9. Directors' meetings**

- Framework of meetings
- Directors' meetings
- Convening directors' meetings
- Agenda
- Procedural issues
- Minute taking
- E-documentation and protocols
- Board committees
- Disclosure of interests
- Related party transactions
- Care and diligence and the business judgment rule
- Insolvency
- Minutes
- Directors' meetings versus public sector meetings

### **10. Convening general meetings**

- Annual general meetings
- Convening general meetings
- Proxies
- Direct voting
- Quorum

### **11. Conducting annual general meetings and other meetings**

- Motions and resolutions
- Rules of debate
- Preparation for an AGM
- Quorum
- Adjournment of a general meeting
- Voting
- General and statutory validation of irregularities
- Class meetings
- Meetings under external administration
- Meetings — managed investment schemes
- Web-based information and disclosure

### **12. Simulated general and directors' meetings**

- Case study
- Revision /exam preparation

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## **Development of Strategy**

### **Module objectives**

- To examine the meaning and purpose of strategy
- To understand the differences between planning and strategy
- To address the core terms associated with the development of strategy
- To explore the evolution of thinking about strategy.
- To examine the alignment of strategy and management
- To understand the nature of organisations and role of strategy

### **Areas covered**

- Key concepts
- What is strategy?
- Planning, strategy and strategic planning — What's in a term?
- Definitions of strategy
- A lexicon for strategy development
- Evolution of thinking about strategy development
- Links to management
- What is an organisation?
- Private, public and not-for-profit sectors
- Novel perspectives on strategy



## Corporate Governance

**This subject has been designed to achieve the following aims:**

- to provide corporate governance professionals, including company executives, senior managers and company secretaries, with a solid platform of governance knowledge and skills.
- to identify the business and organisational context of corporate governance.
- to develop an awareness and understanding of governance processes and systems and their relevance to compliance, due diligence, best practice and professionalism.
- to identify the changing nature of governance and challenges presented by the 21<sup>st</sup> century business environment.

### **1. Overview of the general principles of corporate governance**

- Definitions of 'corporate governance'
- Key elements of corporate governance
- The Companies Act 1993 and corporate governance
- Regulatory regime
- Corporate governance disclosure, NZX Listing Rules requirements
- Corporate governance principles - FMA
- Corporate governance principles, codes and guidelines for different sectors

### **2. The Board of Directors and leadership**

The Companies Act 1993 is the foundation document for the roles, responsibilities and duties of the board and its directors. This legal framework is examined in the first part of this section, together with relevant law dealing with compliance.

The second area for discussion is the corporate governance framework. This examines governance issues relating to the board.

- the role of the board and the focus on strategy
- the role of the Chair, and the relationship with the CEO
- the role of non-executive and independent directors, and executive directors
- the composition and role of the board
- the composition and role of board committees
- the role of board evaluation
- issues regarding diversity, skill sets and gender of board members

### **3. Risk management**

- **The new risk management environment**
  - governance risk
  - operational risk
  - legal and compliance requirements
  - employee misconduct and fraud risk
  - reputation risk
  - cyber risk
- **Risk management framework**

#### 4. Financial and Non-Financial Reporting, Corporate Social Responsibility and Ethics

- **Legislative requirements for financial reporting**
- **Corporate social responsibility**
  - Definition
    - Stakeholders
    - Factors shaping CSR programs
  - CSR contexts
    - Sustainability and environment
    - Integrated reporting – global developments
    - Delivering socially responsive goods and services
    - Global and local choices: shareholder and community value
- **Ethics**
  - Ethics vs regulation
  - Ethical organisations

#### 5. Part One - Shareholders

This section discusses the role and rights of shareholders, and protections available to them. Shareholders have a unique role, both in company law and in governance Principles and Codes. Legislation identifies rights and powers, aligned to the shareholder's position as provider of capital. Governance Principles and Codes pick up this element and extend it, giving the shareholder a key role in balancing the power relations involving boards, management and the providers of capital – the shareholders.

#### Part Two - Remuneration

This section deals with the important issue of remuneration of directors and executives; a subject which has attracted particular public interest given the remuneration excesses of recent times.

#### 6. Review and examination preparation

- Case study
- Reflection
- Revision

## Risk and Compliance

This subject ties together the fundamental frameworks of risk and compliance. It provides a practical foundation of approaches to both risk management and compliance. It highlights legal requirements in terms of privacy, trade practices and equal opportunity, health and safety.

### 1. Risk management framework

- Risk management framework
- Developing a risk culture
- Standards and guidelines
- Risk management tools
- Enterprise-wide risk management
- Audit and risk management
- The three lines of defence
- External audit

### 2. Compliance frameworks

- Standards and guidelines
- Enterprise-wide compliance management
- Disclosure and reporting obligations
- Tools and techniques
- Responsibilities of the board and management

### 3. Business continuity management

- Introduction
- Developing a business continuity plan
- BCP reporting

### 4. Reputation risk

- Introduction
- Reputation — source or outcome?
- Key drivers of reputational risk

### 5. Competition and Consumer Acts: Compliance

- Competition and consumer protection framework
- The Commerce Act
- The Consumer Guarantees Act
- Fair Trading Act for Consumer Legislation
- Commerce Commission's investigatory and enforcement powers
- Competition and consumer compliance management

### 6. Privacy compliance

- Privacy in New Zealand
- New Zealand Privacy Principles (NZPPs)
- NZPPs and sensitive information
- NZPPs and direct marketing
- Privacy compliance
- Privacy and outsourcing
- Privacy complaints

**7. Project risk**

- Key concepts
- The project life cycle
- Project, programme and portfolio management
- The strategic role of projects
- Best practice project governance
- Implementing project governance

**8. Environmental risk**

- The NZX reporting requirements
- Social and economic drivers of environmental risk
- Principles of environmental risk management
- Environmental risk management in practice
- Current issues and developments
- Case studies

**9. Employment law and risk**

- Employment law and regulation
- The employment contract

**10. Workplace health and safety — equal opportunity**

- Equal opportunity in employment
- Workplace health and safety
- Workers compensation

**11. KiwiSaver — the regulatory framework**

- Superannuation funds
- KiwiSaver
- Prudential rules
- Regulation of superannuation investments
- Employer issues
- Key cases

**12. Risk and Compliance self-evaluation**

- Case study, reflection and revision

## Finance for Decision Making

The aim of this subject is to develop knowledge of finance and accounting and the ability to use that knowledge to interpret financial and accounting information in order to provide advice to the board, or a similar decision-making body, in strategy development and/or decision-making.

<b>Learning Outcomes</b>	
1	Understand and interpret financial reports
2	Identify the financial reporting regulatory regimes and their objectives
3	Identify and critically evaluate sources of finance and their associated risks and returns
4	Utilise the major fundamental financial models and evaluate these for decision-making
5	Conceptualise the nature and importance of capital structure and the cost of capital and evaluate these for decision-making
<b>Modules</b>	
1	Introduction to accounting and business decision-making
2	The conceptual framework for financial reporting
3	Financial statement components — The balance sheet
4	Financial statement components — Statement of profit or loss and statement of changes in equity
5	Financial statement components — The cash flow statement and other financial report areas
6	Analysis and interpretation of financial statements
7	Monitoring and controlling the business and performance measurement
8	Financing the business — Associated risks and returns
9	Capital structure and cost of capital
10	Financial investment principles
11	Investing in capital projects (capital budgeting)
12	Competitive advantage and the capital budgeting decision process

## Enterprise Risk Management

This course covers the basic concepts of Enterprise Risk Management (ERM) and important elements executives and personnel need to be aware of when implementing ERM across their company.

In a world of doing more at a faster pace and ever-changing technology and businesses, organisations both large and small, are either taking on through changes outside of their control (e.g. legislation or regulation) or are absorbing increasing levels of risk.

Therefore, it's important to align risk strategies with the overall risk management and internal control activities. The inability to do this may place the organisation at risk. With many organisations unable to employ ERM specialists or engage consultants, it falls to executives to try to fill this knowledge gap.

ERM is an initiative important to all aspects of the work undertaken by the executive and board. Mitigating risks, including those in the financial, operational and compliance operations of an organisation allows a range of benefits to be accrued including: increased competitive advantage, increased likelihood of achieving strategic objectives and ability to meet increased societal and stakeholder expectations, improved governance and increased likelihood of meeting regulatory and compliance expectations.

On the satisfactory completion of this course, you will come away with a fuller understanding of ERM, how it fits in most companies and how, and what you can do to make sure ERM works well and effectively protects your company without stifling growth.

### **What will you learn?**

The aim of this subject is to develop an enhanced knowledge of ERM practices to assist the board, or other governing body, to determine its strategic responsibility for risk-taking; demonstrate an understanding of how different risks operate within the context of existing enterprise management frameworks; formulate the organisation's attitude and policy to risk appetite; tolerance for key individual risks and ensure clear lines of accountability.

### **The key learning you will undertake includes how to:**

- Understand and apply the foundations, concepts, frameworks and principles of enterprise risk management
- Quantify and explain the intersections between enterprise risk management, governance and corporate social responsibility
- Critically apply methods for the development, enhancement and sustainment of robust risk culture supported by enterprise risk management
- Manage, critically appraise and report to relevant stakeholders, the organisation's exposure to and treatment of risk and the key risks that could undermine its people, assets, operations, strategy, reputation or long-term viability

## Assessment

Students must attain an aggregated mark of 50 per cent for their total assessment requirements in order to pass each subject.

For non-award students, assessment is optional. However, if you wish to move to membership or later wish to complete the Professional Education Programme, assessment is mandatory.

There are two compulsory assessment components for all subjects as follows:

Assessment Component	Percentage of overall mark	Format
Assignment	30%	A practice-related written assignment of 3,000 words maximum.
Examination	70%	<ul style="list-style-type: none"><li>• One <b>open-book examination</b> of three hours plus 15 minutes reading time</li><li>• The examination questions may cover any content included in the subject workbook and/or any key readings provided during the course of the semester</li><li>• All examinations are now conducted online</li></ul>

## Assessment dates

### Assignment submission dates for 2022

**Semester 1** — Tuesday 3 May

**Semester 2** — Tuesday 27 September

### Examination dates for 2022

**Semester 1** — Tuesday 14 June

**Semester 2** — Tuesday 8 November

Students sitting more than one examination may sit the additional paper on another day within the same week as arranged with the programme coordinator.



## Examinations

Prior to semester one 2020, all examinations were conducted in a face-to-face setting in our regional examination centres. Please note that all examinations are now conducted online.

## Results

Semester results will be released approximately five weeks after the examination week. Students will be notified by email when results are available.

## Prize for Academic Excellence

A prize for academic excellence is awarded each semester. Recognition of this prize is acknowledged in the Governance NZ Annual Report.

## Withdrawals and refunds

Notice of withdrawal must be given in writing to the Chief Executive within ten business days of the despatch of subject materials by Governance NZ. All fees (less an administration charge) will be refunded on return of materials provided.

Refunds will not be granted after this period other than in exceptional circumstances and at the discretion of Governance NZ. Please refer to the [Refund Policy](#).



## Policies

Please go to the [Governance NZ website](#) to view all policies relating to the processes, rules and guidelines for the Professional Education Programme.

- Academic misconduct guidelines
- Admissions policy
- Exemption's policy
- Five-year completion policy
- Refund policy
- Subject completion policy
- Assessment appeals guidelines
- Assignment rules and procedures
- Examination rules and procedures

## How to enrol

Please send your completed registration form and academic transcript to:

Lee Shelley  
Education Executive  
Governance New Zealand Inc.

## Contact details

**Email:** [lee.shelley@governancenz.org](mailto:lee.shelley@governancenz.org)

**Phone:** (09) 377 0130

**Post:** PO Box 444, Auckland 1140

Contact Governance NZ if you have any questions about how to enrol in the Professional Education Programme

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## Frequently asked questions

### **Q. What are the requirements for admission to the Governance NZ Professional Education Programme?**

**A.** Entry is available to those who hold a university degree or degree-equivalent qualification satisfying Governance New Zealand's entry requirements. An entry qualification may be either an undergraduate or postgraduate degree. A degree-equivalent qualification may be a membership qualification for a related professional association. There are no prerequisites for non-award enrolments.

### **Q. What if I don't have a degree but there are parts of the programme that are really relevant to my current role?**

**A.** If you do not have a degree or are not intending to complete the full Professional Education Programme, you can enrol for single papers as a **non-award student**. This will provide you with the learning to support your career without requiring a commitment to complete all 6 modules. You can also study towards the [Affiliated](#) membership qualification which requires the completion of only 3 modules without any pre-requisite degree.

### **Q. Which subject should I do first?**

**A.** There are no hard and fast rules governing the order of study although Corporate Law, Corporate Accountability – Meetings & Disclosure and Corporate Governance are ideal subjects to start with due to being more generalist or broad in terms of content. If your aim is to complete the **Governance NZ Professional Education Programme** you may be eligible for exemptions based on your prior studies. Refer to page eight for details. For more specific advice in relation to your enrolment, [contact Governance NZ](#).

### **Q. How will I be assessed?**

**A.** Each subject consists of an assignment and exam component. Refer to page twenty for details. If you enrol as a non-award student the assessment is optional, although if you later wish to convert to the **Professional Education Programme**, assessment is mandatory.

### **Q. How difficult are the exams?**

**A.** The examinations are set at a post-graduate level with an emphasis on the candidate's ability to critically analyse and apply the knowledge in a practical context. The failure rate is usually less than 5% of candidates sitting.

### **Q. How do I find out if my degree meets the requirements of Governance NZ?**

**A.** We will be able to advise you as to whether or not your degree will likely meet the entry requirements. However, to confirm your eligibility we will need a certified copy of your academic transcript from your university, listing the subjects you completed and your results. This should be sent to the [Education & Communications Executive](#).

### **Q. What should I do if I anticipate problems finishing any subject in the normal one-semester time frame?**

**A.** All subjects studied may be extended once to the next consecutive semester for a fee of \$250. Updated resources may incur an extra fee.

Please refer to the [Subject Completion Policy](#) on the Governance NZ website.

**Q. If I fail a subject can I re-sit at a later date? What are the charges?**

**A.** Where a student fails an exam or an assignment, they are able to re-sit the exam or re-submit the assignment in the following semester by paying a re-sit fee of \$150.

**Q. What are the requirements for membership of Governance NZ?**

**A.** Associate membership of Governance New Zealand Inc. and our international affiliations is obtained by completion of the Professional Education Programme in addition to 6 years relevant work experience. The six-year requirement may be reduced by up to three years based on the academic or professional qualifications held by the applicant [Visit the Governance NZ website](#) to find out more about becoming a Chartered Secretary or Chartered Governance Professional.

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# Professional Education Programme Enrolment Form 2022

## Personal Details

Mr Mrs Ms

First name/s.....

Miss Dr Prof

Surname.....

*(please circle)*

Preferred name.....

Home address

.....

.....Postcode.....

Phone ..... Mobile.....

Email.....

Date of birth

## Employment Details

Position .....

Company .....

Work address .....

.....

Work phone ..... Email .....

## Preferred contact details

Preferred email address.....

Delivery address for course materials.....

.....

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**How did you hear about the Governance NZ Professional Education Programme?**

GNZ website    NZLawyer advertising    CAANZ advertising    Personal recommendation

**Qualifications & Experience**

*(originals or certified copies of **Transcripts** of previous studies, your **Degree Certificate/s**, or a **letter** from the appropriate professional body **confirming membership** must accompany this form)*

Name of Institution

Course

Major

Year completed

Name of Institution

Course

Major

Year completed

Professional Qualifications

Other

**Enrolment Semester One Modules (7 March 2022) – please tick**

*\* All modules are run subject to sufficient enrolments being received*

Corporate Accountability – Meetings & Disclosure

Corporate Governance

Finance for Decision Making

Enterprise Risk Management

**Enrolment Semester Two Modules (1 August 2022) – please tick**

*\* All modules are run subject to sufficient enrolments being received*

Corporate Governance

Corporate Law

Development of Strategy

Risk & Compliance

<b>Programme fees (including GST)</b>	
Application fee (payable on application)	\$150
Student Membership (\$250pa) from 1 July 2022-30 June 2023	\$250
Module fee per paper	\$1,450
<b>Invoicing preference</b>	
Invoice to be made out to:	Student          Employer <i>(please circle)</i>
Employer's address.....	.....
<b>Payment method</b>	
<b>Cheque</b> enclosed (Payable to Governance New Zealand)	
<b>Credit card</b> details	
Type (Visa or MasterCard)	
Name on card	
Card number	
Expiry date (mm/yyyy)	CCV #
<b>Direct credit</b> to Bank of New Zealand, Auckland. Acc # <b>02 0100 0043243 00</b>	
<b>Please note:</b> Full payment is required before distribution of course materials	

### Declaration

1. I agree to my assignment and examination papers being moderated by the Assessment Review Panel and CGI International Review Panel.
2. I certify that the information given on this form is, to the best of my knowledge, true and correct.

Date ..... Signed.....

**Return your application to Lee Shelley, Education Executive:**

**Email to [lee.shelley@governancenz.org](mailto:lee.shelley@governancenz.org)**