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title: OPLEIDINGEN & TRAININGEN  
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## INTRODUCTIE

Als in de loop van 2025 de Landsverordening en de Code corporate governance in werking treden, zijn de entiteiten voor wie de nieuwe wetgeving gelden, wettelijk verplicht de Code in te voeren. Entiteiten die aan de slag gaan met de implementatie van de nieuwe governance wetgeving, staan er niet alleen voor.

In de eerste plaats is er deze website, met veel informatie en praktische tools die de entiteiten kunnen downloaden en toepassen. Zie het hoofdstuk: Implementatie van de Code

Daarnaast zijn er inmiddels meerdere instanties die niet alleen cursussen en trainingen aanbieden, maar ook de mogelijkheid van persoonlijke begeleiding. Raadpleeg hiervoor de ACTUELE AGENDA en de OPLEIDINGS- EN BEGELEIDINGSMOGELIJKHEDEN.

## ACTUELE AGENDA

### Endymion Academy programma’s op lokatie

2 april 2025 8-10 am Board Program Sint Maarten

10.00-18.00 PE/PO Program Sint Maarten

7 april 2025 8-10 am Board Program Aruba

10.00-18.00 PE/PO Program Aruba

2 april 2025 8-10 am Board Program Curacao

10.00-18.00 PE/PO Program Curacao

Voor een beschrijving van de inhoud en aanmeldingen, ga naar: [https://endymion.network/](https://endymion.network/)

## OPLEIDINGS- EN BEGELEIDINGSMOGELIJKHEDEN

Op deze pagina vindt u de organisaties die opleidingen in Aruba verzorgen en die entiteiten in de publieke- en semipublieke sector behulpzaam kunnen zijn bij de implementatie van de Code corporate governance en bij permanente educatie.

Deze pagina is uitsluitend faciliterend bedoeld. Het staat alle organisaties die opleidingen en begeleiding op het gebied van corporate governance bieden vrij om zich aan te melden voor vermelding op deze pagina.

U kunt hiervoor contact opnemen met het Implementatieteam corporate governance via [info@corpgov.aw](info@corpgov.aw)

**Endymion Academy**

Tekst als bijlage opgenomen

**Galan Group**

Tekst als bijlage opgenomen

**Grand Thornton Aruba**

Tekst als bijlage opgenomen

**The Themis Institute for Governance & Leadership**

Tekst als bijlage opgenomen

## AANMELDEN VOOR MAILING DATABASE

U kunt zich hier aanmelden voor de mailing database Corporate Governance.

## BIJLAGEN

**The Themis Institute for Governance & Leadership**

We assist organizations in enhancing the effectiveness and proper conduct of board members and supervisory boards through counseling, skill development, and gaining insights.

Our customized consulting and legal services are designed to align with your board's specific goals and desires or legal requirements at any particular stage in your governance journey.

**Governance that works**

It can be challenging to make governance work, but it needs to be taken seriously. With a common governance framework, your managing and supervisory boards will better understand their management and oversight roles. Based on our philosophy of the Seven Pillars of Good Governance, we can assist you to develop a governance framework that recognizes your organization's specific needs. It's essential to remember that the seven pillars of good governance are not a template or a "one size fits all" approach and will likely evolve over time based on the developments inside or outside your organization.

**Governance fit for purpose**

Effective boards are those in which the strengths and expertise of the members align with the needs of the organization at a given moment in time. Therefore, in today’s fast-changing environment, there is a need for proactive and adaptive management of the boards’ compositions and the role of the board members. We can assist you in creating and improving your governance framework as well as enhancing the operational effectiveness of your boards, ultimately establishing a governance framework that is ‘fit for purpose’.

**Our solutions**

**Governance & Compliance**

We have extensive experience and resources to assist with various aspects of board practice. Whether you want to raise awareness of governance in your organization, implement a strong governance framework and culture, or integrate corporate governance into your organization's daily operations, we are here to help you achieve your objectives.

*Challenges we can assist you with*

* “We need to implement a new corporate structure.”
* “Our supervisory board wants to perform an evaluation.”
* “How do we implement the Corporate Governance Code?”
* “We want to create a culture within our boards that supports good governance.”
* “Is our governance framework in compliance with the applicable law and regulations?”
* “How can we improve the communication between the supervisory board and the managing board?”
* “We need to draft new articles of incorporation, board regulations, codes of conduct and profiles.”
* “We want to prepare a governance manual and onboarding package for incoming board members.”

**Growth and boardroom skill development**

Learning is not a one-time event. It involves a combination of immersive experiences, supportive learning tools, and ongoing touchpoints. We are here to assist your board in understanding what needs to be done, how, and why. We are eager to help you define an effective curriculum, tools, approach, and blend of activities to develop new skills as a director or supervisory board member.

*Challenges we can assist you with*

* “We need our boards to learn new skills in a more engaging way.”
* “We need to better equip our supervisory board with skills and tools to do their job.”
* “Our current board learning program does not support the needs of the board.”
* “We want to enhance the overall knowledge of new board members in the field of governance.”
* “We don’t have the internal resources to develop and execute a board learning program.”
* “We need to adapt to a futureproof governance framework.

**Optimization**

Traditional board improvement practices often overlook the most crucial factor: board members who determine the success or failure of a board. We assist managing directors and supervisory board members in collaborating to enhance their governance structure, procedures and communication, documentation and monitoring.

Challenges we can assist you with

* “We need to redesign our governance framework to comply with applicable laws and regulations.”
* “How can we make our board meetings more effective?”
* “We want to make our governance framework more effective.”
* “We do not comply with the Code Corporate Governance.”
* “We want to improve the effectiveness of our board meetings.”
* “What is the best way to communicate between the managing board and the supervisory board?”

**Knowledge sharing**

We are passionate about sharing our expertise on governance and learning from. If you're interested in delving deeper into a specific governance topic, we can customize workshops and lectures for your board to enhance your understanding.

Challenges we can assist you with

* “Can you explain how the Code Corporate Governance works?”
* “Can you explain the implications of the Code Corporate Governance for our organization?”
* “What does the liability aspect mean for our board, and what can we do about it?”
* “We are a foundation. What do we have to have in place with respect to governance?”
* “How do we evaluate the board and individual board members?”
* “Can you explain the applicable laws and regulations for our organization?”
* “How do we have to read our articles of incorporation and by-laws?”

**What makes us different?**

**We know what we are talking about**

For the past 25 years, we have worked with managing boards and supervisory board members across various institutions and industries. With extensive experience meeting the demands of the governance function, we have become specialists in providing support to boards.

**Together**

People are more likely to support what they help build. We are excited to assist your board members in constructing and optimizing their governance framework, capturing their knowledge, and developing sustainable solutions.

[LET’S MEET](http://office@themis-institute.org)

**Contact us**

**Themis Institute for Governance & Leadership**

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Abraham de Veerstraat 9, Willemstad, Curaçao



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**Achieving principled performance**

Integrating governance, risk, compliance, and ethics

Governance, risk, compliance, and ethics (GRC) have now become essential items on the agenda of management in the private, public, and semi-public sectors. However, many organizations are still struggling to implement GRC effectively. The Galan Group has been advising and assisting clients with GRC for more than fifteen years. Our advice is professional and, most importantly, pragmatic.

GRC is a concept that encompasses multiple areas of expertise. It aims to achieve goals in an effective and efficient manner, particularly in environments with many risks and insecurities. The focus on GRC is growing due to current economic circumstances, calling for reflection and pragmatism. Our advisors can assist you with this.

We help you implement governance, risk management, and compliance processes thoroughly and practically. For these processes to be successful, they must align with the organization's objectives and the expectations of the Supervisory Board and Management. Our advisors ensure that your organization complies with legal requirements, internal guidelines, and values.

**How can we help you?**

**Board advice**

Over the years, we have gained significant expertise in board governance, including composition, operation, and enhancement of board practices. For instance, we can assist with:

*Board composition*

* Defining the optimal legal structure and preparing the necessary documentation
* Establishing, modifying, and enhancing governance and oversight frameworks
* Implementing management strategies
* Creating collective and individual profiles for directors and supervisors
* Conducting Board Performance Reviews

*Board operation*

* Remuneration advisory
* Development and implementation of board improvement plans
* Board and organizational reviews
* Creation of governance manuals
* Review and revision of legal frameworks
* Assessing and scanning corporate governance readiness and maturity
* Implementation of management systems based on corporate governance codes, guidelines such as ISO, OECD, and regulations from central banks
* Cultivation of teamwork and supervision
* Ensuring accountability in annual reports and corporate responsibility
* Development of governance watchlists and information plans

*Board improvement*

* Boardroom scans
* Self-evaluation and repositioning
* 'Maturity' scans and audits regarding codes, guidelines, laws and regulations
* Integrity in governance processes
* Governance documentation scans

**Board education**

It is crucial for good corporate governance to provide training and development for both new and existing board members in the essentials of governance and the requirements of directorship. We offer tailor-made coaching for Supervisory Boards or individual members, which can be conducted in-house. The focus is on practical tools, such as translating theoretical codes into good governance practices in your organization's daily operations. This coaching can be delivered during lunches, workshops, in-house training, and board development programs.

**Risk management**

We assist clients in identifying, comprehending, and controlling risk, and we help ensure a suitable balance between risks and opportunities. Our offerings include:

* Developing risk structures
* Developing, implementing, and measuring risk frameworks, whether or not they are integrated into performance management
* Developing and implementing risk management systems based on the ISO 31000 standard for risk management
* Raising awareness of risk

**Compliance**

We help businesses create and execute compliance programs to make sure the organization stays within the limits of applicable laws and regulations. This involves fostering a culture of "say what you do and do what you say." Some examples of our services include:

* Advising on and resolving compliance issues
* Developing and implementing compliance projects within your organization
* Managing regulatory changes
* Designing and implementing compliance systems based on the ISO 19600 standard for compliance management
* Providing compliance advisory support to the internal compliance officer and board
* Creating and maintaining procedures and forms related to compliance
* Designing and implementing improvement plans to address negative quality assessment scores from external supervisory bodies

**Contact us**

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# LOGO

# Grant Thornton Aruba: Corporate Governance Services

### Grant Thornton Aruba

The Grant Thornton Aruba office has been delivering professional services for over 75 years. Our clients benefit from access to global resources through Grant Thornton International Limited’s network of member and correspondent firms, all while receiving personalized attention from our team based in Aruba. With a workforce exceeding 50 professionals, including two partners, our Aruba office ensures tailored service and top-tier quality in Assurance, Advisory, Tax, and Business Process Solutions. Our dedicated team prioritizes building lasting relationships with our clients and meticulously listens to your requirements to deliver the utmost quality. Operating seamlessly across departments, we function as a unified team to provide you with unparalleled quality and client satisfaction.

### A Journey Beyond the Code

At Grant Thornton Aruba, we believe that in today's business landscape, the essence of good Corporate Governance (CoGo) extends far beyond a ‘tick-the-box mentality’ and only adhering to Codes. We are committed to spreading awareness about the crucial role of good Corporate Governance, which we believe is an essential part of the organizational culture that must be nourished at every level of the organization to steadily improve the organization’s performance in such a way that its growth is also aligned with the organization’s values.

Our approach to Corporate Governance is pragmatic:

* We begin by understanding your business, industry, and specific governance and compliance needs.
* We help you develop and strengthen governance structures and practices that address shareholder and stakeholder expectations.
* And we do so within the boundaries of operational and commercial acceptability.

**Grant Thornton Aruba provides Corporate Governance services in five main areas:**

**Area 1: Corporate Governance Readiness Assessment**

1. Assess an organization’s current governance practices against the new Corporate Governance law requirements and Corporate Governance best practices. This assessment will help identify areas of compliance, gaps, and the necessary steps to align with the new regulations.
2. Formulate recommendations to address identified gaps.
3. Develop a timeline and action plan for implementing necessary changes to achieve full compliance.

**Area 2: Grant Thornton Corporate Governance Maturity Model**

1. Assess an organization's current Corporate Governance Maturity level using the “GTA CoGo Maturity Model.”
2. Formulate a development journey plan “Beyond the Code” to elevate the Corporate Governance Maturity level of the organization.
3. Implement Positive Change Management to support this development journey.

**Area 3: Support organizations with the formulation of regulations, policies, and procedures in line with the Corporate Governance laws and regulations**

We can support organizations with the formulation of, among others, these governance documents:

* Conflict of Interest Regulations
* Selection and Appointment Procedures for Directors and Supervisory Board Members
* Preparation of a Succession Plan for Directors and Supervisory Board Members
* Development of Training and Education Program for Supervisory Board Members
* Development of an Introduction Program for Supervisory Board Members
* Preparation of Plan for Appointment and Reappointment of Supervisory Board Members and Succession Plan
* Preparation of Regulations for Task Distribution and Working Methods of the Supervisory Board
* Internal Procedures for Financial Information
* Preparation of Management Report (Long-term Vision and Strategy, ESG Strategy, Risk Assessment, Risk Management and Control, Organizational Culture, and Long-term Value Creation, Compliance with Code of Conduct)
* Work Plan for Internal Audit Function
* Design of Internal Risk Management and Control Systems
* Design of Multi-Year Business Plan
* Formulate job profiles for Directors and Supervisory Board Members
* Formulate Code of Conduct
* Formulate Corporate Governance Charter

**Area 4: Provide training and workshops**

Grant Thornton Aruba provides training on:

* The fundamentals of Corporate Governance
* Roles and responsibilities of Directors
* Roles and responsibilities of Supervisory Board Members
* Roles and responsibilities of the Internal Audit Function
* Positive Change Management

**Area 5: Other support**

* Support organizations with Board self-assessment for the Board of Directors and Supervisory Board members.

### Multidisciplinary Grant Thornton Team

At our firm, we pride ourselves on offering a comprehensive suite of corporate governance services designed to meet the unique needs of entities across industries. Together, our team provides a holistic approach to corporate governance. We are committed to delivering high-quality services that not only meet regulatory requirements but also support your strategic goals. By partnering with us, you gain access to a multidisciplinary team dedicated to supporting your organization’s success.

### Interested in how we can support your Corporate Governance needs?

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Together, we’ll bridge the gap between theory and practice, empowering you to implement robust governance frameworks in your organization.

Website: [<https://www.grantthornton.aw/events/corporate-governanCE/>]([https://www.grantthornton.aw/events/corporate-governanCE/)

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ENDYMION ACADEMY

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**Het Endymion Academy Board Programma**

ENDYMION Academy, onderdeel van een netwerk van specialisten op het gebied van Governance, Risk en Compliance (GRC), heeft een programma ontwikkeld dat specifiek is gericht op het ondersteunen van bestuurders (RvB), commissarissen (RvC) en toezichthouders (RvT). Het programma is breed ingericht, en focust daarnaast specifiek op commissarissen die zitting hebben in het Audit Committee, Risk Committee, of in beide Committees. Het programma biedt ook een solide basis voor de tweedelijnsorganisatie (risk management en compliance) en voor interne- en externe accountants die betrokken zijn bij de (gedelegeerde) verantwoordelijkheden met betrekking tot de activiteiten op het gebied van van het Audit Committee en het Risk Committee.

**Doel van het board programma**

Het doel van de trainingen is het ontwikkelen van kennis en vaardigheden ten aanzien van de van toepassing zijnde Corporate Governance Code. De focus ligt hierbij op een materieel inhoudelijke aanpak, gericht op de praktische toepassing en invulling van de relevante bepalingen van de Code.

Een belangrijk element in het programma is daarnaast het verder versterken van houding en gedrag in de context van de rol als bestuurder en/of toezichthouder. Het belang hiervan is de laatste jaren gegroeid, en zal voorlopig een prominent punt van aandacht blijven. Het belang voor de organisatie is hierbij een optimale samenwerking tussen de executieve functie (bestuur) en de toezichthoudende functie (RvC/RvT), waarbij ieder vanuit haar of zijn eigen verantwoordelijkheid opereert, zonder hierbij “op de stoel van de ander te gaan zitten”. Voorbeelden van vragen en onderwerpen die in het programma aan de orde komen kunt u hieronder vinden in de sectie “**Onderwerpen**”.

**Trainer**

De training staat onder leiding van E.M. (Endymion) Struijs RA, in samenwerking met subject-matter expert docenten en onder voorzitterschap van een prominente deskundige op het gebied van Corporate Governance.

**Onderwerpen**

Tijdens het board programma komen onder andere de volgende onderwerpen aan de orde:

1. Visie en strategie

Het startpunt van het besturen van een organisatie, en een belangrijk kader voor het houden van toezicht daarop, is de doelstelling van de organisatie, in samenhang met de toekomstvisie en de op deze beide elementen afgestemde strategie. Relevante elementen hierin zijn het toetsen van de wenselijkheid van de strategische keuzes, de haalbaarheid ervan, of visie en strategie voldoende in overeenstemming zijn, en de rol van de organisatie in maatschappelijke context. Tevens zal aandacht worden besteed aan de gewenste en vereiste wijze waarop de strategie wordt geformaliseerd en welke mate van documentatie hierbij verwacht mag worden.

Een belangrijk aandachtspunt bij dit onderwerp is daarnaast de ESG-visie en strategie van de organisatie. Hierbij gaat het om de doelstellingen op het gebied van milieu en omgeving (Environmental), op het gebied van maatschappelijke rol en verantwoordelijkheid (Social), en op het gebied van behoorlijk bestuur (Governance).

1. Bedrijfsplan en continuïteit

De gekozen strategie dient vertaald te worden in een realistisch bedrijfsplan, waarbij de doelstellingen worden vertaald naar meer concrete en granulaire plannen voor de korte en middellange termijn. Belangrijke aspecten die hierbij aan de orde komen zijn de mate van aansluiting tussen het jaarplan, de middellange termijnplanning (3-5 jaar) en de gekozen strategie. Tussentijdse evaluatie van de planning, alsmede de vraag op welke momenten dit het beste kan plaatsvinden (i.e. de frequentie), zijn vragen die hierbij worden behandeld.

Een essentieel element in de context van het bedrijfsplan en de continuïteit van de organisatie, is de wijze van financiering. De aard van de organisatie en van de bedrijfsactiviteiten zijn hierin belangrijke factoren. Tijdens het programma zullen handreikingen worden gegeven voor bestuur en toezichthouders welke vragen en prioriteiten hierbij aan de orde dienen te komen.

1. Inrichting van de informatievoorziening

Voor het bestuur en interne toezichthoudende functies, is tijdige en kwalitatieve informatie onmisbaar voor de vervulling van hun taken en verantwoordelijkheden. Vragen als de wijze van rapportage (dashboards, gedetailleerde rapportages), de gewenste en noodzakelijke mate van detail, alsmede de frequentie van deze rapportages zijn elementen die medebepalend kunnen zijn voor het succesvol vervullen van bestuurlijke of toezichthoudende rollen. Tijdens het programma zal worden stilgestaan bij de diverse vormen van informatievoorziening, zowel intern als extern, en zowel financieel als niet-financieel.

1. Financiële verslaggeving (bestuursverslag en jaarrekening)

Voortbouwend op de inrichting van de informatievoorziening worden tevens handreikingen gegeven voor de vereisten ten aanzien van de financiële verslaggeving, waaronder de verantwoordelijkheden en wettelijke vereisten ten aanzien van het bestuursverslag en jaarrekening. Tijdens het programma wordt tevens ingegaan op relevante ontwikkelingen op het gebied van duurzaamheidsverslaggeving en de huidige en toekomstige wettelijke eisen die hierbij van toepassing (zullen) zijn. Tevens zal aandacht worden besteed aan mogelijke complexiteiten op het gebied van deze verslaggeving, en op de dialoog tussen bestuur en toezichthouders die hierbij verwacht mag worden.

1. Inrichting van risicobeheersing (inclusief organisatiecultuur en cyber security)

Een belangrijk onderdeel van het programma is geleden in het geven van inzicht in diverse modellen op het gebied van interne beheersing (risicobeheersing) en in de vraag hoe deze conceptueel ingerichte modellen op een praktische wijze vertaald kunnen worden naar een model dat past bij aard, omvang en complexiteit van de eigen organisatie. Een belangrijk onderwerp hierbij is de afstemming van het risicobeheersingsmodel op doelstelling en strategie van de organisatie. Daarnaast is ook de informatievoorziening binnen de risicobeheersing van belang, en wordt aandacht besteed aan het waarborgen van de betrouwbaarheid hiervan. En dit alles binnen de context van de cultuur van de organisatie, oftewel de “tone at the top” (ook wel bekend als “goed voorbeeld doet goed volgen”).

Belangrijke specifieke onderwerpen als cybersecurity en de verantwoordelijkheid van bestuur en toezichthouders voor de beheersing hiervan, komen eveneens uitgebreid aan de orde. Inclusief actuele technische ontwikkelingen, alsmede ontwikkelingen op het gebied van wet- en regelgeving.

1. Inrichting compliance activiteiten (naleving wet- en regelgeving)

Binnen het programma wordt ten aanzien van het onderwerp risicobeheersing (zie ook hierboven) separaat stilgestaan bij de taken en verantwoordelijkheden ten aanzien van de naleving van de van toepassing zijnde wet- en regelgeving, en hoe dit ingericht kan worden binnen de governance van de organisatie. Onderwerpen als het mandaat en een charter van de compliance functie, de rol van een interne en externe counsel, en het beoordelen van de kwaliteit en effectiviteit van de legal en compliance functie zijn zaken die aan de orde komen.

1. Inrichting van de interne auditfunctie

Tijdens het programma wordt stilgestaan bij het 3 Lines of Defense model, waarbij de interne auditfunctie de zogenoemde 3e lijnsfunctie vervult. De rol van de interne auditfunctie zal worden toegelicht, evenals de aanbevolen wijze waarop de onafhankelijkheid van de functie gewaarborgd kan worden binnen de governance van de organisatie. En er zal tevens worden ingegaan op de randvoorwaarden of maatregelen die nodig zijn indien deze gewenste situatie om diverse redenen niet haalbaar is. Tijdens het programma zal ook worden stilgestaan bij de praktische implicaties en aandachtspunten indien de interne auditfunctie via in-sourcing wordt vervuld. En tot slot zal worden stilgestaan bij de relatie en interactie tussen de interne en de externe accountant (zie ook hieronder)

1. Inrichting van de rol van de externe accountant

De externe accountant heeft een specifieke rol in de context van corporate governance, met name in de gevallen waarin een externe accountantscontrole vanuit wet- of regelgeving (of vanuit bijvoorbeeld een subsidie- of financieringsmandaat) verplicht is. De rol van de externe accountant zal tijdens het programma worden toegelicht. Daarnaast zal worden stilgestaan bij manieren om de interactie tussen bestuur, toezichthouders en de externe accountant zo optimaal mogelijk in te richten.

1. Inrichting (zelf) evaluatie bestuur en raad van commissarissen

Een essentieel uitgangspunt in de governance van een organisatie, evenals in een goed functionerend risicobeheersingsmodel, is de evaluatie van het functioneren. Dit om eventuele tekortkomingen tijdig te identificeren en te adresseren. Deze evaluatie vindt voornamelijk plaats in de vorm van zelf-evaluatie, waarbij bestuur en toezichthouders met een open blik hun functioneren beoordelen. In aanvulling daarop vereist effectieve governance eveneens een evaluatie door de toezichthoudende rol van het functioneren van het bestuur. Tijdens het programma wordt stilgestaan bij het opzetten en invullen van een dergelijke (zelf)evaluatie en bij de gewenste frequentie ervan (minimaal jaarlijks). Daarnaast zal worden gesproken over formele aspecten als vastlegging van de uitkomsten en van eventuele aandachtspunten, inclusief het belang van het tijdig en gedocumenteerd opvolgen daarvan.

1. Inrichting (vaktechnisch) leer- en ontwikkelplan bestuur en toezichthouders

Het board-programma van Endymion Academy is een belangrijk fundament van een leer- en ontwikkelplan voor bestuurders en toezichthouders. In de huidige omgeving, waar ontwikkelingen op technisch en maatschappelijk gebied, en overigens ook op vele andere gebieden, elkaar in hoog tempo opvolgen. Elke laag van de organisatie zal kennis dienen te hebben van mogelijkheden en beperkingen, en zeker ook van mogelijke bedreigingen (risico’s). Dit geldt zeker ook voor bestuur en toezichthouders, het is zelfs een voorwaarde om effectief te kunnen besturen of toezicht te kunnen houden. Het programma heeft als uitgangspunt dat gedetailleerde vakkennis op elk mogelijk gebied niet noodzakelijk is om effectief te functioneren als bestuurder of toezichthouder. Dit dient vooral binnen de organisatie belegd te worden. Wel is het nodig om het functioneren van de professionals binnen de organisatie, in de context van deze volatiele omgeving, te kunnen beoordelen en evalueren. En om daartoe in staat te zijn en te blijven, dienen bestuurders en toezichthouders de juiste vragen te stellen. En minstens zo belangrijk: de gegeven antwoorden (en daarbij verstrekte informatie en rapportages) op hun merites te kunnen beoordelen. Tijdens het programma zullen handreikingen worden gedaan voor vervolgcursussen en -opleidingen die relevant zijn voor bestuurders en toezichthouders.

Overige dienstverlening en maatschappelijke/culturele activiteiten van ENDYMION

Naast het ontwikkelde board programma binnen Endymion Academy, verleent de organisatie Endymion een breed scala aan professionele diensten. En daarnaast is zij betrokken bij diverse maatschappelijke en culturele initiatieven en instellingen. Endymion verleent o.a. diensten op het gebied van Consulting & Business Services, Audit & Advisory Services, en diensten op het gebied van Professional Development. De kernwaarden van het Endymion netwerk zijn “Citizenship”, “Professionalism” en “Autonomy”.

Meer informatie over de kernwaarden, de dienstverlening, en de maatschappelijke en culturele activiteiten zijn te vinden op [<https://endymion.network/>](https://endymion.network/).

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**EN VERSION**

**The Endymion Academy Board Program**

ENDYMION Academy, part of a network of specialists in the field of Governance, Risk and Compliance (GRC), has developed a program that is specifically aimed at supporting directors (BoD) and supervisory officers (SB). The program is broadly structured and includes elements that specifically focus on supervisory board members that are members of the Audit Committee, Risk Committee, or both Committees. The program also offers a solid foundation for the second-line organization (risk management and compliance) and for internal and external auditors who are involved in the (delegated) responsibilities regarding the activities in the field of the Audit Committee and the Risk Committee.

**Objective of the board program**

The objective of the training is to develop knowledge and skills regarding the applicable Corporate Governance Code. The focus is on a material substantive approach, aimed at the practical application and implementation of the relevant provisions of the Code.

In addition, an important element in the program is strengthening mindset and behavior in the context of a role as director and/or supervisor. The importance of this has grown in recent years and will remain a prominent attention point for the time being. For an organization to properly function, it is important to achieve optimal collaboration between the executive function (board) and the supervisory function (SB), whereby each operates from his or her own responsibility, without "taking each other’s seat". Examples of questions and topics that are discussed in the program can be found below in the section "Topics".

**Trainer**

The training is led by E.M. (Endymion) Struijs RA, in collaboration with subject-matter experts and chaired by a prominent expert in the field of Corporate Governance.

**Topics**

The following topics will be discussed during the board program:

1. Vision and strategy

The starting point for managing an organization, and an important framework for supervising it, are the organization's objectives, in conjunction with the vision for the future, and the strategy aligned with these two elements. Relevant topics in this context are the desirability of the strategic choices, their feasibility, whether the vision and strategy are sufficiently aligned, and the role of the organization in society. Attention will also be paid to the desired and required way the strategy is formalized, and the level of documentation that may be expected.

Another important element in this topic is the organization's ESG vision and strategy. This concerns the objectives in the area of ​​the environment (Environmental), in the area of ​its ​social role and responsibility (Social), and in the area of ​​good governance (Governance).

1. Business plan and continuity

The chosen strategy must be translated into a realistic business plan, in which the objectives are translated into more concrete and granular plans for the short and medium term. Important aspects that are discussed here are the required alignment between the annual plan, the medium-term planning (3-5 years) and the chosen strategy. Interim evaluation of the plans, including when this can best take place (i.e. the frequency), are questions that are addressed here.

An essential element in the context of the business plan and the continuity of the organization is the method of financing. The nature of the organization and the business activities are important factors in this. During the program, guidelines will be provided on which questions and priorities should be addressed by the board and supervisors.

1. Organization of the information provision

Timely and qualitative information is essential for the board and internal supervisory functions to fulfill their tasks and responsibilities. Questions such as the method of reporting (dashboards, detailed reports), the desired and necessary level of detail and the frequency of these reports are important elements for the successful fulfillment of management or supervisory roles. During the program, attention will be paid to the various forms of information provision, including internal and external and both financial and non-financial.

1. Financial reporting (board report and annual accounts)

Building on the design of the information provision, guidelines are provided for the requirements with regard to financial reporting, including the responsibilities and legal requirements with regard to the board report and annual accounts. The program will also discuss relevant developments in the field of sustainability reporting, and the current and future legal requirements that apply (or will apply). Attention will also be paid to possible complexities in this area, and to the dialogue between management and supervisors that may be expected in this regard.

5. Design of risk management (including organizational culture and cyber security)

A major part of the program is to provide insight into various models in the field of internal control (risk management) and into the question of how these conceptually designed models can be translated in a practical way into a model that fits the nature, size and complexity of the organization. An important topic here is the coordination of the risk management model with the organization's strategy and objectives. In addition, the information provision within risk management is also important, and attention is paid to ensuring its reliability. And all this within the context of the culture of the organization, or the “tone at the top” (also known as “walk the talk”).

Specific topics such as cybersecurity and the responsibility of management and supervisors in this field are also discussed in detail. Including current technical developments, as well as developments in the field of legislation and regulation.

6. Organization of compliance activities (compliance with legislation and regulations)

Within the program, regarding risk management (see also above), separate attention will be paid to the tasks and responsibilities in relation to compliance with applicable legislation and regulation, and how this can be organized within the governance of the organization. Topics such as the mandate and charter of the compliance function, the role of internal and external counsel, and the assessment of the quality and effectiveness of the legal and compliance function are topics that will be discussed.

7. Setting up the internal audit function

The program will focus on the 3 Lines of Defense model, in which the internal audit function fulfils the so-called 3rd line function. The role of the internal audit function will be explained, as well as the recommended way in which the independence of the function can be ensured within the governance of the organization. Specific measures that may be necessary if, for various reasons, the desired situation is not feasible will be discussed. The program will also focus on any practical implications when the internal audit function is fulfilled via in-sourcing. And finally, the relationship and interaction between the internal and external auditor will also be discussed (see also below)

8. Setting up the role of the external auditor

The external auditor has a specific role in the context of corporate governance, particularly in cases where an external audit is mandatory according to legislation or regulation (or under a subsidy or financing mandate, for example). The role of the external auditor will be explained during the program. In addition, various ways to optimally organize the interaction between the board, supervisors and the external accountant will be discussed as well.

9. Setting up (self) assessments of the management and supervisory board

An essential starting point in the governance of an organization, as well as in an effective risk management model, is the evaluation of its functioning. This is to identify and address any shortcomings in a timely manner. This evaluation mainly takes place in the form of self-assessments, in which the board and supervisors assess their functioning with an open mind. In addition, effective governance also requires an evaluation of the functioning of the management board by the supervisory board. During the program, attention is paid to setting up and completing such evaluations and self-assessments, including their desired frequency (at least annually). In addition, formal aspects such as recording the results and any points of attention will be discussed, including the importance of timely and documented follow-up.

10. Setting up a (technical) learning and development plan for the board and supervisors

The board program of Endymion Academy provides an important foundation of a learning and development plan for directors and supervisors. In the current environment, where developments in the technical and social fields, and in many other areas, rapidly succeed each other, every layer of the organization will need to have knowledge of opportunities and limitations, and certainly also of possible threats (risks). This also applies to management and supervisors, it is even a condition for being able to manage or supervise effectively. The program is based on the principle that detailed professional knowledge in every possible area is not necessary to function effectively as a manager or supervisor. This should mainly be present within the organization. It is necessary to be able to assess and evaluate the functioning of the professionals within the organization, in the context of this volatile environment, however. And to be able to do this, managers and supervisors must ask the right questions. And equally important: be able to assess the answers given (and the information and reports provided) on their merits. During the program, guidelines will be provided for follow-up courses and training that are relevant for managers and supervisors.

**Other services and social/cultural activities of ENDYMION**

In addition to the board program developed within ENDYMION Academy, the Endymion organization provides a wide range of professional services. In addition, ENDYMION is involved in various social and cultural initiatives and institutions. ENDYMION provides services in the field of Consulting & Business Services, Audit & Advisory Services, and services in the field of Professional Development. The core values ​​of the ENDYMION network are “Citizenship”, “Professionalism” and “Autonomy”.

More information about the core values, services, and social and cultural activities can be found at [<https://endymion.network/>](https://endymion.network/).

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