



Board Role & Responsibility vs. Corporate Executives & Management – Where to Draw the Line

Institute of Corporate Directors, BC Chapter

Breakfast Session – June 22, 2010

Our panel of experts will discuss the roles and responsibilities of the Board as compared with the roles and responsibilities of the Executive and Management team. The primary roles of the Board include: oversight over management; strategic risk management; creating of culture of risk aware and risk adjusted decision making; succession planning; taking a long term focus on strategy; ensuring a unified voice with management to stakeholder; setting executive compensation plans; and fostering open and candid communications with management to ensure that management is comfortable in getting the Board involved in necessary issues.

There are high expectations of board members. Board members need to ask themselves “How do we maintain an oversight role without crossing the line and managing?” If the phrase “Nose in Fingers Out” rings true, are there circumstances that require more active involvement of the Board, what is the role of the Chair in setting the tone, and where the line is not well established or is in the wrong place – how can it be re established?

Panel:

Bill Bakk, Board Member and Director, Bentall LP Board of Directors, former Senior Partner Deloitte

Bob Elton, former President & Chief Executive Officer, BC Hydro; BC Hydro Special Advisor to the Board

Tracey McVicar, Managing Director, CAI Capital Management Co., Board Member and Director

Moderator:

Paul Fletcher, Managing Partner, Deloitte

Date June 22, 2010

Time

Registration: 7:15 a.m.
Breakfast: 7:30 to 8:00a.m.
Session: 8:00 a.m. to 9:00 a.m.
Continental breakfast will be served

Location

Shangri-La Hotel
6th Floor
1128 West Georgia Street
Vancouver, BC

Cost for Members: \$30.00

Non-Members: \$45.00

Registration

Register online at www.icd.ca

CHAPTER EXECUTIVE

Michael Calyniuk (Chair)
Bob Elton
Peter D Gibson
Terry Lyons
Erwin Malzer
Fiona Macdonald
Elizabeth Watson

CHAPTER ADVISORY

Larry Bell
Steve Bellringer, ICD.D
Tom Chambers, ICD.D
Eva Kwok
David McLean
Conrad Pinette
John Reid
Gerri Sinclair
Doug Whitehead

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More about our Distinguished Panel:

Bill Bakk

Bill Bakk was a partner at Deloitte for 29 years, with senior leadership responsibility at the firm and for major Canadian and International clients. In particular, he was managing partner for Deloitte's Financial Advisory Services group in Canada from 1991-2001 and was Lead Client Service Partner for major public and private Canadian clients from 2001-2008. Bill is active in various community initiatives dedicated to health and youth, including serving in leadership roles as a member of the Greater Vancouver YMCA Board of Directors for 10 years (three of which as Chairman). Bill also serves as a director on the Bentall LP Board of Directors. Bill is a Chartered Accountant and also recently completed Harvard Business School's course on corporate board effectiveness.

Bob Elton

Raised in northern England and educated (arts major) at Cambridge, Bob Elton has ridden leadership ability, commitment to conservation and financial acumen to one of the key business posts in B.C. A longtime Chartered Accountant with PriceWaterhouseCoopers, Bob rose through the ranks of BC Hydro to become President and CEO on November 10, 2003, a position he held until December 31, 2009. Married with two children, and for two decades a girls' and women's soccer coach, Bob is also current chair of Canadian Business for Social Responsibility.

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Tracey McVicar

Tracey is responsible for CAI's investments in western Canada and for building and maintaining CAI's relationships with investors, referral sources and companies that represent potential investments in western Canada. She is a CFA charterholder, has received the Institute Certified Director Designation (ICD.D) from the Institute of Corporate Directors and is a Leslie Wong Fellow. Tracey is currently Chair of GLM Industries Inc. and a director at CCS Corporation and BC Hydro Corporation, where she also chairs the Audit & Risk Management Committee. She sits on several non-profit boards including VGH & UBC Hospital Foundation and UBC Investment Management Trust, and she is a past director of the BC Forum for Women Entrepreneurs and the Central City Foundation. Ms McVicar is a past winner of Business in Vancouver's Top 40 Under 40 Award, the Association of Women in Finance's PEAK Award for Knowledge and Leadership, and Business in Vancouver's Influential Women in Business Award.

More about our Moderator:

Paul Fletcher

Paul Fletcher is the managing partner of our Vancouver Office and a member of Deloitte Canada's Leadership. Paul has over 20 years' experience serving management and boards in public practice. He has extensive experience assisting clients in areas such as mergers and acquisitions, initial public offerings and public financings, technology licensing, Canadian and US/SEC securities filings and negotiating with the security regulators. Having experience with over 30 initial public and secondary offerings in three continents, Paul serves the global interests of his clients. Paul lectures for the Institute of Chartered Accountants and the Sauder School of Business at the University of British Columbia and is a Trustee and Board Member of the Fraser Institute.

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Registration Form

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Payment Options

For Credit Card payment please register on-line, both members and non-members can access online registration.

ICD Members \$30.00 Non-Members \$45.00

Cancellation required 48 hours before event.

Please make cheques payable to ICD or Institute of Corporate Directors and address envelope to:

Hazel Akai, PricewaterhouseCoopers
250 Howe Street, Suite 200
Vancouver, BC V6C 3S7

For more information and to register for this event, please visit www.icd.ca or contact Hazel Akai at: Hazel.l.akai@ca.pwc.com
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