JUPITER PRIME

Consulting • Training • Advisory

جوبيتر برايم للاستشارات والتدريب

COURSE BROCHURE

Advanced Board Secretary Training Course

jupiterprime.uk

info@jupiterprime.uk

Registered in the United Kingdom and Saudi Arabia

Advanced Board Secretary Training Course

Advanced Board Secretary is a 2-week training course for board secretaries, company secretaries and governance officers who run board and committee cycles, and it ends with a board secretariat toolkit. Directors face sharper scrutiny from shareholders, auditors and authorities, so the quality of papers and minutes now shapes how defensible board decisions are. Jupiter Prime Training delivers this course for secretariat professionals who keep boards informed and on record.

Why Board Secretary Matters Now

Shareholders, lenders and auditors increasingly ask to see how a decision was reached, not just what was decided, which puts board minutes and papers under examination. Directors serve on more committees and read on portals rather than paper, raising expectations of timely, well-indexed packs. A secretariat that runs a clean calendar, a disciplined conflicts register and reasoned minutes protects directors and the organisation when decisions are challenged; one that does not exposes both to invalid resolutions, undeclared interests and reputational damage. The course rests on recognised corporate governance principles on board roles, committee charters and director independence, applied in general terms.

Who Gains Most from Board Secretary

- Professionals who prepare board agendas, papers and packs for the chair
- Officers who record board and committee minutes and resolutions
- Specialists who keep conflict of interest and statutory registers
- Coordinators who organise director induction and board evaluation
- Advisers who handle general assemblies and shareholder correspondence

A governance office serving a group with subsidiary boards gains most when its secretaries attend together and agree one calendar and minute style.

Board Secretary Capabilities

Participants leave able to run a board cycle that stands up to an auditor's or shareholder's question months later.

- Design an annual board calendar and forward agenda — the chair setting the year's priorities
- Specify a board paper template and quality gate — executives submitting decisions to directors
- Build reasoned minutes and written resolutions — directors whose decisions may be challenged
- Apply conflict of interest and recusal procedures — independent directors and related parties
-

Design a board evaluation and skills matrix — the nomination committee planning succession
- Assess general assembly and disclosure inputs — shareholders, investor relations and auditors

Key Board Secretary Terms

- Board pack — the indexed set of agenda, papers and reports circulated to directors before a meeting.
- Matters reserved — decisions that only the board may take, listed in its charter or delegation of authority.
- Written resolution — a board decision approved by signature outside a meeting, valid when constitutional conditions are met.
- Recusal — a conflicted director withdrawing from discussion and voting on an item, recorded in the minutes.
- Skills matrix — a grid comparing directors' expertise with what the board needs, used for appointments and training.
- Quorum — the minimum number of eligible directors present for a meeting to take valid decisions.

Board Secretary Day by Day

Day 1: The Board Secretary in Modern Boardrooms

- Board Secretary Role Charter — Independence, Reporting Lines and Access to the Chair
- Board and Management Boundaries — Matters Reserved for Directors
- Board Structures Compared — Unitary Boards, Committees and Subsidiary Boards
- Sector Contrasts — Banking, Family Groups, Healthcare and Non-Profit Boards
- Secretariat Maturity Self-Assessment — Gaps Before the Next Board Cycle

Day 2: Constitutional Documents and Delegations

- Articles, Charters and Bylaws — Locating the Rules Boards Must Follow
- Committee Terms of Reference — Scope, Quorum and Reporting Duties
- Delegation of Authority Matrix — Who Approves What and Up to Which Limit
- Policy Register — Owner, Approval Body and Next Renewal Point
- Statutory Registers Upkeep — Directors, Shareholders and Charges

Day 3: Board and Committee Calendars

- Annual Board Calendar — Sequencing Strategy, Budget, Audit and Evaluation Items
- Committee Cycle Alignment — Feeding Recommendations Into the Main Board
- Forward Agenda Planner — Rolling Twelve-Month View for the Chair
- Meeting Logistics for Directors — Venues, Remote Attendance and Travel
- Calendar Change Control — Rescheduling Without Breaching Notice Rules

Day 4: Agenda Design and Board Packs

- Agenda Structure — Decisions, Discussions and Items for Noting
- Board Paper Template — Purpose, Recommendation, Options and Risks
- Paper Quality Gate — Returning Weak Submissions to Executives
- Board Pack Assembly — Indexing, Version Locks and Circulation Timing
- Board Portal Practice — Access Rights, Annotations and Archiving

Day 5: Meeting Conduct and Chair Support

- Chair's Briefing Note — Contentious Items and Expected Positions
- Quorum and Attendance Checks — Validating a Meeting Before It Starts
- Declarations at the Start of Meetings — Recording Interests Item by Item
- In-Camera Sessions — Handling Directors-Only Discussions
- Real-Time Note-Taking — Capturing Decisions, Dissent and Actions

Day 6: Board Minutes and Resolutions

- Board Minute Style — Reasoned Decisions Without a Verbatim Transcript
- Recording Dissent and Abstentions — Protecting Individual Directors
- Written Resolutions by Circulation — Validity Conditions and Sign-Off
- Extracts and Certified Copies — Supplying Banks, Auditors and Authorities
- Matters Arising and Action Logs — Closing Board Instructions

Day 7: Conflicts of Interest and Related Parties

- Conflict of Interest Register — Annual Declarations and Updates
- Related-Party Transaction Screening — Routing to the Right Approval Body
- Recusal Procedure — Leaving the Room and Recording It Properly
- Gifts and Hospitality Logs for Directors — Thresholds and Disclosure
- Insider Lists and Closed Periods — Supporting Disclosure Obligations

Day 8: Director Lifecycle and Board Evaluation

- Director Induction Pack — Strategy, Risks, Charters and Key Contacts
- Board Skills Matrix — Spotting Gaps Before Appointments
- Board Evaluation Questionnaire — Designing Questions That Produce Candour
- Evaluation Findings Report — Themes, Actions and Chair Follow-Up
- Succession and Rotation Tracker — Terms, Renewals and Independence Tests

Day 9: Shareholder and Stakeholder Interfaces

- General Assembly Preparation — Notices, Proxies and Voting Records
- Shareholder Correspondence — Queries, Dividends and Information Requests
- Disclosure Calendar Coordination — Working With Investor Relations
- Regulator and Auditor Requests — Producing Board Evidence on Demand
- Annual Governance Report Inputs — Board Activity, Attendance and Committees

Day 10: Practising the Board Secretariat Toolkit

- Mock Board Meeting — Agenda, Pack and Chair Briefing Under Test
- Live Minute Drafting From the Mock Meeting — Peer Review
- Conflict Declaration Scenario — Recusal Recorded and Register Updated
- Evaluation Debrief Simulation — Presenting Findings to the Chair
- Board Secretariat Toolkit — Calendar, Templates, Registers and Checklists Finalised

Applying Board Secretary After the Course

- Rebuild the next twelve months of the board calendar and forward agenda and agree it with the chair.
- Introduce the board paper template and quality gate for one cycle, returning papers that lack a clear recommendation.

Board Secretary Questions FAQ

What is advanced board secretary practice and why does it matter now?

Advanced board secretary practice is running board and committee cycles so directors receive good papers and decisions are validly recorded. It matters now because shareholders, auditors and authorities increasingly examine how boards decided, and weak minutes or undeclared conflicts can invalidate decisions.

Which roles gain most from advanced board secretary training?

Board secretaries, company secretaries and governance officers gain most, along with assistants moving into secretariat roles. Banks, family groups, hospitals and non-profit boards all rely on the same disciplines of calendars, packs, minutes and registers.

How does advanced board secretary training differ from executive assistant training?

It serves the board as a governing body rather than an individual executive. Executive assistant courses cover diaries and correspondence; board secretary training covers constitutional rules, quorum, resolutions, conflict registers, evaluations and shareholder meetings.

What do you bring back from advanced board secretary training?

You bring back a board secretariat toolkit containing an annual calendar, agenda and paper templates, minute style guide, conflict register format, evaluation questionnaire and induction pack outline, ready to adapt to your board's charter.

Board Secretary: The Way Forward

The board secretariat toolkit brings the annual calendar, paper template, minute style guide, conflicts register and evaluation questionnaire into one set. Its first use is agreeing the next board year with the chair and committee chairs. Secretaries, the chair and executives submitting papers all draw on it, and it deserves a fresh look after the first evaluation cycle shows where directors still lack information.