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COURSE BROCHURE

# Board and Committee Governance Audit Training Course

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Vienna

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Registered in the United Kingdom and Saudi Arabia

# Board and Committee Governance Audit Training Course

**Ref:** 2993_113492 **Date:** 18 – 22 January 2027 **Location:** Vienna **Fees:** 5900 GBP

Board and Committee Governance Audit is a 1-week training course for internal auditors, company secretaries and board committee staff who test how a board and its committees really operate, ending with a governance audit report for the audit committee. Boards face sharper scrutiny of how decisions are taken, recorded and delegated, and weak evidence of that work erodes investor and lender trust. Jupiter Prime Training offers Board and Committee Governance Audit.

## Why Board and Committee Governance Audit Matters Now

Two forces shape this audit work today. Investors and lenders want proof that directors challenge management. Audit committees expect the internal audit function to test the board itself, not only operating units. In a listed bank, a missed recusal can taint a credit approval; in a family-owned manufacturer, approvals made outside delegated limits can bind the company to contracts nobody authorised. An organisation that evidences sound board conduct earns confidence; one that cannot faces disputed approvals and unchecked conflicts. The course rests on independent assurance and the separation of oversight from execution.

## Who Gains Most from Board and Committee Governance Audit

- Internal audit staff who plan and fieldwork assignments covering the board, its committees and executive approvals
- Company secretariat staff responsible for charters, meeting packs, minutes and the register of interests
- Committee support officers who prepare agendas and track actions for audit, nomination and remuneration committees
- Compliance and legal staff who check that approvals stay within delegated limits
- Risk staff who report to committees on oversight of principal risks

An internal audit team that sends auditors alongside members of the company secretariat gains most.

## Board and Committee Governance Audit Capabilities

Participants turn charters, minutes and approval records into tested evidence on board conduct.

- Assess whether each committee charter matches the duties the committee performs in practice — audit committee chair
- Test a sample of minutes for recorded challenge, dissent and follow-up actions — company secretary
- Trace approvals against the delegation of authority matrix to expose breaches — chief executive
- Examine conflict of interest declarations against related transactions — board chair

- Rate governance findings by severity and root cause — head of internal audit
- Communicate findings and agreed actions in a format directors can act on — audit committee

## Key Board and Committee Governance Audit Terms

- Committee charter — the board-approved document setting a committee's purpose, membership, authority and reporting duty.
- Delegation of authority matrix — a table showing who may approve each type and size of decision or spend.
- Matters reserved for the board — decisions that only the full board may take.
- Register of interests — the record of each director's outside roles and relationships that could create a conflict.
- Action log — the list of board decisions and tasks, with owners, carried forward until closed.
- Governance finding — an audit observation of a gap between expected board practice and the evidence found.

## Board and Committee Governance Audit Day by Day

### Day 1: The Board as an Audit Subject

- Board Oversight Versus Management Execution — Where Audit Scope Begins
- Internal Audit Mandate Over the Board — Independence and Reporting Line
- Governance Document Inventory — Evidence Available for Testing
- Stakeholder Expectations of Directors — Investor, Lender and Regulator Concerns
- Governance Audit Risk Assessment — Selecting Committees for Review

### Day 2: Charters and Reserved Matters

- Committee Charter Gap Analysis — Stated Duties Versus Actual Agendas
- Reserved Matters Schedule Review — Decisions Taken Outside the Board
- Committee Composition and Independence Tests — Member Eligibility and Quorum
- Annual Board Calendar Mapping — Coverage of Charter Duties Across Meetings
- Board Evaluation Records — Evidence of Self-Assessment and Follow-Through

### Day 3: Minutes, Packs and Decision Evidence

- Minute Sampling Approach — Recorded Challenge, Dissent and Rationale
- Board Pack Timeliness Checks — Time Directors Had to Read Papers
- Action Log Tracing — Closure of Decisions Through to Management
- Resolutions by Written Consent — Proper Use and Ratification
- Digital Board Portal Records — Access Rights and Audit Trail Integrity

## Day 4: Delegation and Conflicts of Interest

- Delegation of Authority Walkthrough — Approval Limits and Sub-Delegation
- Transaction Sampling Against Limits — Breaches and Retrospective Approvals
- Register of Interests Testing — Completeness and Annual Refresh
- Related Party Transaction Matching — Declared Interests Versus Supplier Lists
- Recusal Evidence in Minutes — Conflicted Directors Leaving the Decision

## Day 5: Practising the Governance Audit Report

- Applying Charter and Reserved Matters Tests — Draft Findings From a Case File
- Applying Minute and Action Log Sampling — Evidence Strength for Each Finding
- Applying Delegation and Conflict Tests — Root Cause and Severity Rating
- Management Response Negotiation — Agreed Actions, Owners and Timescales
- Governance Audit Report Assembly — Audit Committee Paper and Closing Briefing

## Applying Board and Committee Governance Audit After the Course

- Run a charter gap analysis on one board committee before its next meeting cycle
- Test a sample of approvals against the delegation of authority matrix and log any breaches as draft findings

## Board and Committee Governance Audit Questions FAQ

### What is a Board and Committee Governance Audit and why does it matter now?

It is an internal audit review of how a board and its committees take, record and delegate decisions. It matters now because investors, lenders and audit committees want evidence that directors oversee management with real challenge.

### Which roles gain most from Board and Committee Governance Audit training?

Internal auditors, company secretariat staff and committee support officers gain most. Compliance, legal and risk staff who report to committees also benefit.

### How does Board and Committee Governance Audit differ from a corporate governance policy course?

A policy course teaches you to write charters and governance documents, while this course teaches you to test whether the board works as those documents say. The focus is sampling, evidence and findings.

## What do you bring back from Board and Committee Governance Audit training?

You bring back a drafted governance audit report built from a case file. It holds rated findings and agreed actions for your own audit committee.

## Board and Committee Governance Audit: The Way Forward

The governance audit report gives the audit committee its first clear view of whether board practice matches the charters. Its first decision is which gaps to close before the next board evaluation. After its first use, revisit how minutes capture evidence, so the next audit tests decisions rather than paperwork.