



The Institute of Internal Auditors, Singapore

The Secretariat
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31 December 2008

Dear Members

2 Day Seminar on Corporate Governance: Strategies for Internal Audit

16 - 17 February 2009 by Mr Phil Moulton

What you will gain from this seminar:

YOUR OPPORTUNITY TO...

- Gain the skills necessary to review and improve your corporate governance structure.
- Learn how to analyze and promote your organization's ethics program.
- Develop techniques to effectively assess your organization's risk management activities.
- Measure your audit committee's compliance with Sarbanes-Oxley requirements.

Course Description

Today's successful audit leaders never lose sight of the importance of continually assessing and improving their organizations' corporate governance structure. Today, The IIA has developed a governance seminar specifically for audit leaders, including CAEs, audit directors, and audit managers, as well as mid- to upper-level internal auditors who want to enhance their roles in governance.

Focusing on small and large discussion groups, and utilizing practical group exercises and individual activities, instructors will help participants gain the skills necessary to review and improve corporate governance structure, while developing techniques to assess risk management activities. Attendees will leave with an understanding of legal and regulatory guidelines as they pertain to corporate governance and discuss in-depth issues such as business ethics, transparency and disclosure, and enterprise risk management.

Course Outline

Please refer to Appendix I attached.

About the Speaker

Phil Moulton

After residing in Singapore and delivering professional services and presentations in Singapore and SE Asia over the past 5 years, Phil is well known to many members of the Institute.

Phil Moulton is a Managing Director at Protiviti, a leading global provider of Internal Audit, Risk and Business Consulting. As the leader of Protiviti's Internal Audit practice in Singapore and SE Asia, he brings significant experience and insights into internal audit, risk management and corporate governance as a result of liaising with Company Directors, Audit Committees and Senior Executives. This experience has been gained from a range of assignments including outsourced internal audit, risk management, Quality Assessment Reviews, and consulting projects for some of the region's largest companies.

He has been a past governor with the Singapore Institute of Internal Auditors, and served in the Queensland (Australia) Chapter of the IIA. He has also served on the International Professional Issues Committee for IIA. He was the representative for IIA Australia for the ASX Code of Corporate Governance Best Practice Guidelines in 2002-2003.

Who Should Attend

- CAEs, audit directors, and audit managers who need to review their corporate governance structure.
- Mid- to upper-level internal auditors who wish to enhance their role in governance.

Details of the administrative arrangements are as follows:

Date : 16 - 17 February 2009

Time : 9.00 am to 5.00 pm
(Lunch and refreshments provided)

Registration : 8.30 am

Venue : **Grand Plaza Park Hotel City Hall Singapore**
Canning Room, Level 2
10 Coleman Street
Singapore 179809

CPE credit : 14 CPE hours

Fee : S\$700 (IIA / ISACA Member)
S\$910 (Non-member)
*** NO GST payable**
****NO invoice will be issued**

Closing Date : 5 February 2009

**Complimentary carpark coupon will be given on a first-come-first serve basis.*

Please return the reply slip together with your cheque made payable to **“The Institute of Internal Auditors Singapore”**. **No invoice will be issued.**

Yours sincerely
Lena Kuok
for Education Committee

REPLY SLIP

To: The Institute of Internal Auditors, Singapore
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Fax: 6220 5972

2 Day Seminar on

Corporate Governance: Strategies for Internal Audit

16 – 17 February 2009 by Mr Phil Moulton

From: Mr/Mrs/Ms/Miss _____

Organisation: _____

Mailing Address: _____

Tel: _____ Fax: _____ Mobile: _____ Email: _____

Name of Attendee	Designation	IIA / ISACA Membership No. (where applicable)

Terms and Conditions:

1. Notification of withdrawal in writing received **seven working days or more before** the event will be processed for refund after deduction of \$100 processing fee.
2. No refund will be made for shorter notice but you are welcome to send a replacement.
3. Registration is only confirmed when full payment is received. An official receipt will be sent to you.
4. Payment must be received **before** commencement of the event.
5. No invoice will be issued.
6. IIAS reserves the right to cancel, postpone, alter the programme and/or change the speaker due to unforeseen circumstances.
7. Request for special food arrangement must be made at time of registration.

Enclosed is cheque number _____ for S\$ _____ being payment for _____
IIA / ISACA member(s) @ S\$700 and _____ non-member(s) @ S\$910.

Participants will be awarded 14 CPE hours upon completion of the course.

[Cheque should be crossed and made payable to "The Institute of Internal Auditors Singapore"]

>>>> Complete and Fax to : (65) 6220 5972 for Reservation <<<<<

COURSE OUTLINE

CORPORATE GOVERNANCE

- How did we get to this point?
- Why is governance important?
- General definitions including the *Standards* definition
- Value of corporate governance, how it translates to share price for public companies and public confidence at non-public entities
- Examples of impact of poor governance on public and non-public entities

ROLES AND RESPONSIBILITIES

- Board, audit committee, internal audit, external audit, and others (regulators, legislators, investors, donors, financial institutions, credit analysts)
- Explore how the perspective of those historically responsible has changed and why

LEGAL, REGULATORY, AND STANDARDS

- Sarbanes-Oxley, Securities and Exchange Commission (SEC), Public Company Accounting Oversight Board (PCAOB)
- Federal Sentencing Guidelines
- Canadian, European, and Australian standards
- States' Attorneys General
- NYSE/NASDAQ
- IIA *Standards*
- COSO Enterprise Risk Management
- Examine the emerging body of knowledge of the various proponents of corporate governance and how we might respond

BUSINESS ETHICS

- Standards from Ethics professional organizations
- Codes of conduct, conflict of interest, ethics policies, with examples from large and small organizations
- Tone at the top, vision, and values - how to influence them
- Tools for assessing ethics
- Examine the impact on internal audit assurance and consulting services

TRANSPARENCY

- Disclosure committees
- Executive compensation
- Independence of Board
- Section 302 of Sarbanes-Oxley, representation letters
- The role of internal auditing in these sensitive issues
- Tools for assessing transparency

ENTERPRISE RISK MANAGEMENT

- Organizational performance
- Metrics
- Internal auditing as a catalyst for ERM
- Examine examples of several organizations, industries, and public and non-public entities

MONITORING

- Audit committee role/charters
- Tools for audit committee self-assessment
- Corporate governance as an auditable risk area
- Managing relationships
- Positioning internal auditing in the organization
- Tracking and measuring governance

COMMUNICATIONS

- Ensuring all elements of governance are communicated
- Developing a strategy to link and implement all of the elements of corporate governance

WRAP UP

- Practical solutions to meeting standards for assuring governance
- Risk and opportunities for the internal audit profession
- Personal challenges to the auditor