



Certificate in Corporate Compliance And Governance

Programme Handbook

April 2026



Chartered
Governance
Institute
UK & Ireland

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1. About the Programme

This programme has been offered in the UK for over 30 years and was originally developed in response to an employer demand to offer a job relevant, practical programme for those working as company secretarial assistants or share registration officers. The rationale for the programme is the same today with the content and assessment evolving to meet industry practice and employer needs. Recognising a global need for the programme, in conjunction with the Malaysian Association of the Institute of Chartered Secretaries and Administrators (MAICSA), we are delighted to launch the programme in Malaysia.

The programme is ideal for those who:

- want to embark on a career within corporate administration and governance;
- are acting in the role of company secretary and are seeking further knowledge and a practical understanding;
- are working within an organisation and want to ensure good governance and compliance; or
- are solicitors or accountants who need to be up to date on corporate matters when advising clients.

Successful students will be awarded a Certificate by the Chartered Governance Institute UK & Ireland (CGIUKI) and the MAICSA.

For those looking to pursue further qualifications, the Certificate provides a direct route towards the MAICSA Chartered Governance Qualifying Programme, whilst also providing an excellent foundation on which to build knowledge. For more information on the entry requirements for the Chartered Governance Qualifying Programme, please contact MAICSA.

2. Programme Aims and Outcomes

Learning
<p>L1: Possess a good understanding of the different types of companies, how they are formed, and the roles and duties of different stakeholders including directors and the company secretary.</p> <p>L2: Possess a good understanding of the law and regulations relating to a company, the statutory duties which they must adhere to and key administration tasks including share registration and transfers.</p> <p>L3: Possess a good understanding of the approaches to good governance, including identifying and mitigating risks and ensuring effective internal controls and how they contribute towards the success of the company.</p> <p>L4: Possess a good understanding of the law and practice of the different types of company meetings and the role of a company secretary in supporting their effectiveness.</p>
Skills
<p>S1: Interpret regulation, legislation and governance practices and their practical application.</p> <p>S2: Use technology systems to support regulatory requirements.</p> <p>S3: Communicate complex information through a variety of media to key stakeholders.</p> <p>S4: Identify and use precedents adapted for specific circumstances such as resolutions and announcements.</p> <p>S5: Identify and implement improvements to support the governance of the organisation.</p>
Behaviours
<p>B1: Operate professionally with integrity and confidentiality.</p> <p>B2: Work collaboratively and share knowledge with colleagues across the organisation.</p> <p>B3: Have accountability and ownership of tasks.</p> <p>B4: Work flexibly and adapt to circumstances.</p>

3. Syllabus

Module 1: The Company

Module Aim

To provide students with an understanding of the legal and governance framework within which companies operate, and the roles and responsibilities of key individuals involved in supporting effective organisational governance. It introduces the principles of corporate structure, accountability, and professional practice that underpin effective company administration and governance.

Syllabus

The Company: The concept of the company as a legal entity and its role within the corporate environment, including the principle of separate legal personality and the purpose of incorporation. Different types of companies, including private companies limited by shares, public limited companies, and companies limited by guarantee. The processes of company formation and dissolution, together with the purpose and operation of the Articles of Association in governing the internal management of the company.

The Board of Directors: The role of the Board of Directors in the governance and oversight of the company, including Board composition and structure, the appointment and removal of directors, and the statutory duties and responsibilities of directors. The relationship between the Board, management, and shareholders.

Stakeholders and Shareholders: The role of stakeholders in organisational governance, including the identification of stakeholder groups, their interests, and their influence on organisational decision-making. The rights and responsibilities of shareholders and their role in holding the Board to account.

The Company Secretary: The role of the company secretary in supporting effective governance and compliance, including responsibilities, authority, and the professional knowledge and attributes associated with the role. The relationship between the company secretary, the Board, and senior management, and the processes for appointment and removal.

Module 2: Corporate Compliance & Administration

Module Aim

To develop students understanding of the legal and regulatory requirements that apply to companies and the key administrative processes that support corporate compliance and governance. It introduces the frameworks, records, and procedures that organisations must maintain in order to meet statutory obligations and support effective company administration.

Syllabus

Law and Regulation Affecting Companies: The legal and regulatory framework governing companies, including the sources of company law, the role of regulators and regulatory bodies, and other areas of law that may apply to companies and influence corporate activity and governance.

Statutory Registers, Records and Returns: The purpose and maintenance of statutory registers and company records, including requirements relating to inspection and retention. Statutory filing obligations with Companies House and the role of compliance statements in demonstrating adherence to legal and regulatory requirements.

Share Registration and Transfers: The purpose and maintenance of the Register of Members, the issue and management of share certificates, and the registration of share-related documentation. Procedures for off-market share transfers and share transfers undertaken through systems such as the Bursa Malaysia Depository System.

Dividends: The legal and governance processes relating to the declaration and payment of dividends, including the responsibilities of the Board and the administration of dividend payments. Dividend reinvestment schemes and their operation within companies.

Employee Share Schemes: The purpose and types of employee share schemes and their role in employee participation and incentive structures. The administration and governance of employee share schemes within an organisation.

Annual Report and Accounts: The purpose and key components of the annual report and financial statements. Requirements relating to the preparation, laying, delivery, and circulation of accounts, and the role and responsibilities of the external auditor.

Module 3: Corporate Governance

Module Aim

To develop learners' understanding of the principles and practices of corporate governance and the role of governance professionals in supporting effective organisational oversight. It introduces key governance concepts, including risk management, internal controls, responsible business practices, and the governance of information, and their importance in promoting accountability, transparency, and effective decision-making within organisations.

Syllabus

The Context and Concepts of Corporate Governance: The definitions and key concepts associated with corporate governance and its importance in supporting effective organisational leadership, accountability, and decision-making. Key governance issues and the principles underpinning good governance practices. The agency theory and its relevance to governance structures and relationships between shareholders, directors, and management. Governance frameworks and their role in guiding organisational governance practices.

The Governance Professional: The role and responsibilities of the governance professional in supporting effective governance within organisations. The professional skills and attributes required for the role, including judgement, communication, and integrity. The concept of the company secretary as the "conscience of the company" and the importance of independence in supporting the Board and maintaining good governance practices.

Risk and Internal Controls: The nature and types of risks that may arise within organisations and their potential impact on governance and performance. Approaches to identifying, assessing, mitigating, and

reporting organisational risks. The importance of organisational systems and internal controls in supporting accountability and effective management. The role of the internal auditor in monitoring and reviewing risk management and control processes.

Environmental, Social and Governance (ESG): The concept and development of Environmental, Social and Governance (ESG) and its relationship to corporate responsibility and sustainable business practices. The evolution of corporate responsibility and the increasing importance of ESG considerations in organisational governance. Environmental and social factors and their relevance to organisational decision-making and stakeholder expectations.

The Governance of Information: The principles of information governance and its importance in supporting accountability, transparency, and organisational effectiveness. The creation, classification, storage, and retention of information within organisations. Information security and the protection of organisational data. Legal and regulatory requirements relating to data protection, including the principles of GDPR and related legislation.

Module 4: Meetings

Module Aim

To develop the students understanding of the role of company meetings within organisational governance and the legal and procedural frameworks that support effective decision-making. It introduces the principles and practices involved in planning, facilitating, and recording meetings, and the role of governance professionals in ensuring that meetings are conducted in accordance with governance requirements and good boardroom practice.

Syllabus

Types of Company Meetings: The nature and purpose of company meetings within the governance framework of an organisation. Different types of company meetings, including the Annual General Meeting (AGM), other general meetings, and class meetings, together with their role in supporting shareholder engagement and organisational decision-making.

The Law and Practice of Meetings: The legal and procedural framework governing company meetings, including the roles and responsibilities of the chair, non-executive directors, and the company secretary in supporting effective meetings. The processes for convening meetings, the preparation of agendas, and quorum requirements. Principles of good boardroom practice, including reference to recognised governance guidance such as the CGIUKI Code of Good Boardroom Practice.

Meeting Design and Facilitation: Principles of effective meeting design and the characteristics of well-structured meetings. Approaches to planning and organising meetings, including the use of meeting design frameworks and checklists. The preparation and management of meeting documentation, including the development of meeting information packs to support effective discussion and decision-making.

Decision-Making: Decision-making processes within company meetings, including different types of decisions and the mechanisms used to reach them. Voting procedures and the role of the company secretary in supporting the Board and shareholders in ensuring that decision-making processes are conducted effectively

and in accordance with governance requirements.

Minutes: The purpose and importance of meeting minutes as an official record of organisational decision-making. Principles of effective minute writing, including accuracy, clarity, and appropriate levels of detail. The role of technology in supporting the preparation, management, and storage of meeting minutes.

4. Programme Resources

The learning resources and the delivery of the programme is designed to be flexible and fit alongside your work and other commitments.

Resources

All learning resources for the programme are available via KCB's dedicated Learning Management System (LMS), that can be accessed via KCB's website <https://kcbglobal.net> or at [Dashboard | KCB Global](#) Upon registration access details are provided.

Programme Handbook

This handbook provides all relevant information for the programme including the syllabus, timetable and details of the approach to assessment.

Dedicated Study Text

A dedicated study text has been written for the programme. This covers the modules within the syllabus and is split into manageable chapters. The chapters contain a summary, case studies and 'Test your knowledge' questions to help students. The study text is available as a complete document within the LMS, and also split into chapters.

Recommended Reading

Alongside the study text, additional reading is recommended. These will not only help you in the programme, but you will find these useful in your job role. An example is the range of CGI Guidance Notes providing best practice across key subject areas. The details of these are set out in the Study Text and are available within the LMS, located within the chapters.

E-Learning Programme

A programme of e-learning is available providing students the ability to undertake in a flexible manner. These are organised as short learning sessions that follow the chapters in the manual. The e-learning is accessed via the LMS.

Live Online lectures

A series of live online sessions are provided, led by our KCB Tutors. The sessions are designed to support you in your studies and they provide a good opportunity for you to engage with the tutor and other students to explore the subject content in greater detail.

The 'online' approach has a range of benefits to students including removing geographical boundaries and restrictions and providing a more flexible approach, that fits in with other commitments such as work and family. However, we also recognise that the approach has a number of drawbacks. These include the challenge of engagement and collaboration within the sessions. KCB believes that both these elements are imperative for students understanding and exploration of the module content and to provide students with the best study experience. There is a strong correlation between engagement within our online sessions and success within the programme. For this reason, KCB has introduced the following policy:

To enhance communication and foster a collaborative environment in online sessions, students are encouraged to:

- **Use Microphones:** Actively use their microphones to contribute to discussions, ask questions, and provide feedback during online sessions.
- **Enable Video:** Turn on their video cameras during sessions to facilitate non-verbal communication, increase engagement, and create a more personal connection among participants.

Revision sessions are also held for the module requiring an examination and advice provided on how to approach the examination. These live sessions are recorded in case you are not able to attend and can also be used for revision purposes. Access to the recorded sessions is via the KCB LMS.

Guest Lectures

In addition to the live online sessions provided by the tutor, to support the practical nature of the programme, we hold a series of guest lectures throughout the programme provided by leading practitioners.

Simulation Sessions

The simulation are interactive sessions where students will work in groups to discuss a practical scenario. These sessions are useful for students to benefit from others experiences and to put what they have learnt into practice.

Dedicated Tutor support

Our tutors, (along with our administrative team) are here to support you throughout the programme. We appreciate that for many students, it may be some time since they have studied or sat examinations. The KCB team is available to support students across all aspects of the programme.

5. Delivery Schedule

A schedule of weekly study is prescribed, providing students flexibility of the day and time of study. KCB is always available to support students in their study and will regularly check on student progress.

See below the schedule for the programme commencing in April 2026:

WEEK	DATE	SUBJECT MATTER	STUDENT ACTIVITY
1	18/04/26	Introduction to the Course & the LMS. Introduction to Module 1 and Chapter 1	6.00pm – 7.30pm Online class
	18/04/26	Module 1 Assignment question released to students	Assignment will be visible on LMS
	18/04/26 – 24/04/26	Module 1: Chapter 1	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
2	25/04/26	Module 1: Chapter 2 & Assignment discussion	6.00pm – 7.30pm Online class
	25/04/26 – 01/05/26	Module 1: Chapter 2	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
3	02/05/26	Module 1: Chapter 3 & Assignment discussion	6.00pm - 7.30pm Online class
	02/05/26 – 08/05/26	Module 1: Chapter 3	Read textbook chapters Listen to online lecture Read further recommended reading Answer exercise within the chapters
4	09/05/26	Module 1: Chapter 4 & Assignment discussion	6.00pm - 7.30pm Online class
	09/05/26 – 15/05/26	Module 1: Chapter 4	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter

5	16/05/26	Module 1 Assignment & Module Discussion	6.00pm - 7.30pm Online class
	16/05/26 – 22/05/26	Module 1: Chapters 1-4	Assignment preparation
6	23/05/26 – 29/05/26	Module 1: Chapters 1 - 4	Assignment preparation
7	30/05/26	Submission of Module 1 Assignment	Submission of Module 1 Assignment to LMS
	30/05/26	Student feedback questionnaire on Module 1 to be completed	Complete feedback questionnaire on Module 1

8	06/06/26	Introduction to Module 2 & Chapter 5	6.00pm - 7.30pm Online class
	06/06/26 – 12/06/26	Module 2: Chapter 5	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
9	13/06/26	Module 2: Chapter 6	6.00pm - 7.30pm Online class
	13/06/26 – 19/06/26	Module 2: Chapter 6	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
10	20/06/26	Module 2: Chapter 7	6.00pm - 7.30pm Online class
	20/06/26 – 26/06/26	Module 2: Chapter 7	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
11	27/06/26	Module 2: Chapter 8	6.00pm - 7.30pm Online class
	27/06/26 – 03/07/26	Module 2: Chapter 8	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter

12	04/07/26	Module 2: Chapter 9	6.00pm - 7.30pm Online class
	04/07/26 – 10/07/26	Module 2: Chapter 9	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
13	11/07/26	Module 2: Chapter 10	6.00pm – 7.30pm Online
	11/07/26 – 17/07/26	Module 2: Chapter 10	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
14	18/07/26	Revision Session – Module 2: Part 1	6.00pm - 7.30pm Online class
	18/07/26	Module 2 Mock Exam Released	Complete at a time convenient to student
	18/07/26 – 24/07/26	Module 2: Chapters 5 – 7	Revision (self-study)
15	25/07/26	Revision Session – Module 2: Part 2	6.00pm - 7.30pm Online class
	25/07/26 – 31/07/26	Module 2: Chapters 8 – 10	Revision (self-study)
16	01/08/26	Module 2 Examination	Examination 10:00am – 12:00pm
	01/08/26	Student feedback questionnaire on Module 2 to be completed	Complete feedback questionnaire on Module 2

WEEK	DATE	SUBJECT MATTER	STUDENT ACTIVITY
17	08/08/26	Introduction to Module 3 & Chapter 11	6.00pm - 7.30pm Online class
	08/08/26	Module 3 Assignment question released to students	Assignment will be visible on LMS
	08/08/26 – 14/08/26	Module 3: Chapter 11	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter

18	15/08/26	Module 3: Chapter 12	6.00pm - 7.30pm Online class
	15/08/26 – 21/08/26	Module 3: Chapter 12	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
19	22/08/26	Module 3: Chapter 13	6.00pm - 7.30pm Online class
	22/08/26 – 28/08/26	Module 3: Chapter 13	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
20	29/08/26	Module 3: Chapter 14	6.00pm - 7.30pm Online class
	29/08/26 – 04/09/26	Module 3: Chapter 14	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
21	05/09/26	Module 3 Chapter 15	6.00pm - 7.30pm Online class
	05/09/26 – 11/09/26	Module 3: Chapter 15	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
22	12/09/26 – 18/09/26	Module 3: Chapters 10-15	Assignment preparation
23	19/09/26	Submission of Module 3 Assignment	Submission of Module 3 Assignment to LMS
	19/09/26	Student feedback questionnaire on Module 3 to be completed	Complete feedback questionnaire on Module 3

24	26/09/26	Introduction to Module 4 & Chapter 16	6.00pm - 7.30pm Online class
	26/09/26	Module 4 Assignment question released to students	Assignment will be visible on LMS
	26/09/26 – 02/10/26	Module 4: Chapter 16	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
25	03/10/26	Module 4: Chapter 17	6.00pm - 7.30pm Online class
	03/10/26 – 09/10/26	Module 4: Chapter 17	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
26	10/10/26	Module 4: Chapter 18	6.00pm - 7.30pm Online class
	10/10/26 – 16/10/26	Module 4: Chapter 18	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
27	17/10/26	Module 4: Chapter 19	6.00pm - 7.30pm Online class
	17/10/26 – 23/10/26	Module 4: Chapter 19	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
28	24/10/26	Module 4: Chapter 20	6.00pm – 7.30pm Online class
	24/10/26 – 30/10/26	Module 4: Chapter 20	Read textbook chapter Listen to online lecture Read further recommended reading Answer exercise within the chapter
29	31/10/26 – 06/11/26	Module 4: Chapters 15-20	Assignment preparation
30	07/11/26 - 13/11/26	Module 4: Chapters 15-20	Assignment preparation

31	14/11/26	Submission of Module 4 Assignment	Submission of Module 4 Assignment to LMS
	14/11/26	Student feedback questionnaire on Module 4 to be completed	Complete feedback questionnaire on Module 4

5. Assessment

The programme is assessed through a combination of assignments and examinations as follows:

Module	Assessment	Weighting
The Company	Assignment - 2500-3000 words	25%
Corporate Compliance & Administration	Examination – 2 hours	25%
Corporate Governance	Assignment - 2500-3000 words	25%
Meetings	Assignment – 2500-3000 words	25%

A sample of an assignment and an examination paper can be found at the end of this handbook.

Assignments

The assignment enables students to explore the module in more detail and relate it to their workplace.

The length of the assignment is 2500 – 3000 words and the criteria for marks are as follows:

Criteria	Max Marks
Clear and logical presentation	5
Application of the theory and knowledge you have learned into practice	20
Exploration of relevant issues arising from the theory and knowledge	15
Total	40

Upon submission, each assignment is checked using anti-plagiarism and artificial intelligence detection software.

Examination

The examination seeks to test the students' knowledge across the syllabus and uses a combination of short and longer answer questions, as follows:

Part A:

Short answer questions

All questions to be answered

Question worth between 1 and 5 marks. Total

Marks: 30

Part B:

Scenario questions requiring longer answers

Candidate are required to answer two questions from three
Questions split into parts with marks shown for each part Each
question is worth 15 marks
Total Marks: 30

The duration of the examination is 2 hours and is undertaken online.

Requirements to pass each module

Students must achieve a minimum of 50% in the assessment (assignment / examination). The results are then classified as below:

Overall mark	Result
75 – 100	Distinction
65 – 74	Merit
50 – 64	Pass

A student who fails one or more of the assessments will be permitted an opportunity to resubmit their assignment or re-sit the examination for the failed module. The re-sit assessment will be taken at the next assessment diet, unless approved mitigating circumstances prevent this.

The maximum mark allowed for a re-sit assessment will be capped 50%. A student who fails a resubmission or re-sit will be required to re-take the entire programme of study. However, consideration will be given to extenuating circumstances resulting in a third assessment attempt.

Assessment Administration

Plagiarism

Plagiarism is defined as the fraudulent representation of another's work as one's own. This applies whatever the source of the material, (for example, a published source, the web, or the work of another), whether the material is copied word for word or paraphrased, and whatever the extent of the material used.

The source of any material that does not originate from you must always be referenced. If it is a phrase, sentence or longer passage, then it should appear as a quotation between inverted commas with the source cited. Our preferred approach to referencing is the Harvard approach. Your tutor will explain this to you.

Every assignment submitted to KCB is reviewed using Turnitin software. The purpose of the Turnitin review is to quantify how similar your work is to other pieces of writing, highlighting any areas in your assignment that match outside sources. Using that information, KCB can determine if the matches are appropriate and are within our acceptable threshold.

Turnitin will also review your assignment to establish whether Artificial Intelligence (AI) has been used. This also falls within the definition of plagiarism as it is the 'representation of another's work

as ones own.'

Should any assignment be deemed to exceed similarity or AI thresholds, a meeting will be convened with the CGI Programme Leader, the tutor and the student to understand how the similarity and AI thresholds occurred. The likely outcome of the meeting is that a FAIL grade is awarded.

Special Consideration

KCB is committed to ensuring equal opportunity for all candidates.

Students should notify KCB of any physical disability, impairment, learning difficulty or other condition which could affect your assessment performance, within the **first month** of registration. If for any reason this is not possible you may let us know at a later point in the programme and we will endeavour to support you.

All requests for special consideration will be referred to the Assessment Board for consideration. Documentary evidence may be required.

Mitigating Circumstances

If something happens prior to, or during, the assignment / examination period which you think may affect your performance, please inform KCB immediately.

Mitigating circumstances are divided into two groups:

- (i) **Environmental circumstances** including IT disruption that affects all participants.
- (ii) **Individual circumstances** that affect individual participants and may include such factors as illness or bereavement.

If something happens before the assignment deadline / examination date which may affect your performance, you must inform KCB in writing within **five working days** of the incident. If something happens on the day of the submission / exam you need to inform KCB as soon as possible, and no later than **five working days** after the deadline / exam.

KCB will respond to your request, and you may be asked to submit documentary evidence or official verification of your claim. The Examination Board will then consider your claim.

No appeal on the basis of mitigating circumstances is permitted after the Assessment Board has met. If KCB has not been made aware of any mitigating circumstances at the time of the Examination Board meeting, your final grade will be agreed, and it cannot be changed retrospectively.

Examination Deferment

Candidates who do not present themselves on the day of the examination or do not submit their assignment by the deadline, and do not give prior notice, will have this entry counted as a first attempt unless a claim for mitigating circumstances is upheld.

In accordance with the general rules on mitigating circumstances outlined above, you will need to contact KCB to explain non-submission / non-attendance at an examination within **five working**

days of the submission / examination day.

Candidates who know in advance that they need to postpone the submission / exam should inform KCB up to **three weeks before** the deadline / examination date.

Representations made within three weeks of the submission / examination date may be considered. However, if it is clear that KCB could have been informed of a situation earlier, then candidates will not be allowed to defer.

Permission to defer will not usually be granted to candidates due to work pressures or for the reason that they do not have time to study. By signing up to the programme, candidates are making a commitment to fit study into their schedule.

Late submission of assignment

It is important that students submit their assignments by the date required. However, we understand that there may be extenuating circumstances whereby a student requires an extension to this date. In such circumstances, students should email the Programme Manager (Lauren@kcbglobal.net) setting out the extenuating circumstances and the extension that is being requested. This should be done at the students earliest opportunity, rather than at the point of the submission date.

Providing documentary evidence or official verification

You may be required to provide official verification of your claim in writing from a third party within the time limit specified. It is your responsibility to supply such verification – if you fail to supply the evidence requested then your claim will not be upheld. Examples of documentary evidence could be a letter, or a medical report from a doctor or specialist on headed paper.

Complaints

KCB treats all complaints from students seriously and ensures that they are dealt with promptly and fairly.

Any complaints should be made to the CGI Programme leader at neill@kcbglobal.net

6. Programme Team

Tutor Team



Neill McWilliams – Programme Leader

Neill is the CGI Course Leader at KCB and the lead tutor for the Corporate Governance module. Neill started his career in the Education Department at the CGI (ICSA) in 1989 working primarily within examinations and qualifications. He left CGI in 2000 and founded an e-learning business which grew to become the leading e-learning company in its field, before it was acquired by a leading software provider in 2019. Since this time Neill has focused on a career in academia and is currently undertaking a PhD at Henley Business School focused on Corporate Governance. He is a member of the CGI Global Professional Standards Committee, ensuring that the standards of the CGI qualifications are maintained across all global divisions. He is also an advisor to CGI on qualifications and learning resources. Neill is a Fellow of CGI and holds an MBA from Henley Business School.

Edgar Rainer – Accounting and Finance Tutor

Ed is a tutor for the Accounting and Finance module.. He has over 15 years of lecturing experience at leading international universities, coupled with significant industry experience. Ed brings this unique blend of academic knowledge and practical insight into all his programmes. Ed has studied at prestigious European universities in Great Britain, Switzerland, and Austria, and holds a Postgraduate MBA in Finance and Business Administration, as well as an MBA and Bachelor's degree in Social and Economic Science. He is a CPA (Australia) and a fellow of CGI.

Administration Team



Lauren Devine - CGI Programme Manager

Lauren joined KCB in 2001 as a General Administrator before progressing to an Examination Manager, overseeing the assessment process for KCB's range of qualifications. This includes the CGI Certificate in Corporate Compliance and Governance that she has managed since 2006. Lauren has been the CGI Programme Manager since 2016, with responsibility for the operation of the range of CGI programmes offered at KCB. This involves supporting prospective and enrolled students, lecturers and liaising with the CGIUKI. In her spare time, Lauren's passion is travelling. She also enjoys keeping fit by playing in a local netball league and attending classes at the gym.



Jay Mukherjee - Learning Resources Manager

Jay joined KCB in 2008 to manage its IT operations. In 2010, he became responsible for managing all the operations across KCB, delivering continual

improvements across its programmes. When the operations were at a standstill due to the Covid lockdown, Jay was instrumental in introducing the online delivery model, which continues to be used across CGI programmes. Jay's role as Tuition Resources Manager involves supporting Tutors in delivering their programme and resources via KCBs Learning Management System. Jay also supports students in their use of the KCB Learning Management System. Outside work, Jay is associated with a charity providing educational support and skills development programmes for underprivileged children.

7. About KCB and MAICSA

About KCB

1982 KCB was founded by Ian Pirie, having recognised a gap in the HE sector for professional Business Management qualifications, comparable to those available in Accountancy and Law. It was one of the first independent HE Colleges to be approved to deliver University degree courses offer professional body recognition.

1992 KCB introduced programmes for the CGI qualifications in 1992, including the Certificate in Company Secretarial Practice and Share Registration Practice. Since this time it has grown to become the leading provider of CGI programmes.

2019 during the COVID-19 pandemic, KCB adapted its provision to become online, developing its KCB Learning Management System as a central hub for its learning resources and delivering its lectures via Zoom. This approach to provision has continued to develop and provides students with a flexible approach to their studies.

2021 KCB acquired a new building in Portland Place, in the heart of London, offering a range of lecture rooms with the latest audio-visual technology, private study rooms and a computer lab and library.

2022 KCB celebrated its 40-year anniversary, making it one of the longest established independent colleges of higher education in the UK.

2022 to ensure the continuity of KCB and its mission, KCB converted into a charity with its aim being *'The advancement of professionalism in corporate governance globally, through education and research.'*

About MAICSA

CGIUKI: The Chartered Governance Institute UK & Ireland is the professional body for governance. With 125 years' experience, CGIUKI works with regulators and policy makers to champion high standards of governance and provides qualifications, training and guidance.

CGIUKI supports its members in organisations of all sizes across all sectors of the economy, including large corporations, SMEs; the public sector and charities. CGIUKI is the only organisation to confer chartered secretary status on those who are suitably qualified and experienced.

Chartered Secretaries are high-ranking professionals with a broad base of skills in law, finance, accounting, strategy and governance. Chartered Secretaries provide a focal point for independent advice and guidance on the conduct of business, governance and compliance.

8. Frequently asked questions

Do I have to join MAICSA/CGIUKI as a student member in order to study the programme?

No, students must be accepted by and register with an approved programme provider, which will be Kensington College of Business.

Do I become a student member of when I join the programme?

No, the Certificate is a stand-alone qualification awarded by CGIUKI. However, candidates who successfully complete the CCCG programme can apply to become Affiliates of CGIUKI if they meet the necessary criteria (see the CGIUKI website).

Will the assessment results be provided by CGIUKI and posted on the CGIUKI website at the same time as the results of the CGIUKI Chartered Governance Qualifying Programme?

No, the results will be sent by email by KCB before the end of April after the exams are sat in February, and before the end of August after the exams are sat in June. This is not the same date as the CGIUKI Chartered Governance Qualifying Programme results and the Certificate results will not be available on the CGIUKI website.

Do I have to attend all lectures in order to complete the programme?

Ideally you will be able to attend all live lectures, however, we understand that other commitments may sometimes prevent this. We are able to monitor your progress on the LMS and can see details such as how often you log on to the LMS and what you have looked at. The live lectures are recorded so you will be able to catch-up if you miss a class.

How do I obtain the Certificate

Students are expected to work through the weekly sessions on the online KCB LMS and attend all scheduled classes (online students are expected to log on to all online classes). Students must also pass all four modules and further obtain a minimum of 50% overall mark.

When do I receive my Certificate?

Students will be sent their certificates within two months of their confirmed results being released.

Can I start the next semester before knowing the results of the previous semester?

Yes, you will start the next semester before knowing your results. If you fail any parts of the programme you will re-take those parts at the next semester.

What is the position if I complete the programme but decide not to sit the Assessments?

A college certificate of attendance will be given if you complete all online tasks and attend at least 80% of the live online classes.

What if I am unable to sit the examinations / submit assignments because of illness or work or family problems?

If appropriate evidence is produced such as a medical certificate, subject to approval, you will be allowed to take the examination / submit the assignment at the next examination diet. (See Section 4, 'Mitigating Circumstances').

Appendix A: Sample Assignment – Module 1: The Company

Select ONE of the following assignment briefs:

1. The company secretary

Consider how a company secretary or the company secretarial department bring value to the company in which they work.

You may choose to base this assignment within your own company or you may choose to write a generic report that might apply to a specific type of company, (e.g., public limited company, private limited company or company limited by guarantee).

As part of your assignment, consideration should be given to the following:

- The range of tasks they undertake and how this may have changed over recent years.
- The importance of the skills, experience and qualifications.
- The importance of the independence of the company secretary.
- How the role may change in the future.

You should make good use of examples wherever appropriate.

2. The company

Undertake an analysis of the type and structure of a company of your choice. This may be your own company or one in which you are interested.

Your assignment should consider the following:

- The advantages and disadvantages of the type of company.
- The overall group structure and their relationships, e.g., subsidiary companies or overseas companies.
- The constitution of the board.
- Any recent significant changes and the reasons for these changes.

As research for this assignment, you may use a variety of methods, including such information as the Annual Report and Accounts, discussions with members of the board and information held at Companies House.

You may choose to focus on only a few areas. If this is the case, it is expected that the detail will be more in-depth than if you cover all the areas. You should make good use of examples and diagrams to help explain the position, wherever appropriate.

3. Stakeholders

Undertake an analysis of the stakeholders of a company. This may be your own company or one in which you are interested.

Your assignment should consider the following:

- The interests and powers of the various stakeholder groups.
- Whether conflict exists between stakeholders, how these have arisen and how these might change in the future.

- How the board keeps in touch with the different stakeholder groups.
- The company and its approach to the Stakeholder Theory.

Word Count 2500 – 3000 words

Marks will be awarded as follows:

Criteria	Max Marks
Clear and logical presentation	5
Application of the theory and knowledge you have learned into practice	20
Exploration of relevant issues arising from the theory and knowledge	15
Total	40

Appendix B: Sample Examination Questions – Module 2: Corporate Compliance and Administration

SECTION A

1. List FOUR items of information contained in the Register of Members (4 marks)
2. What is the period for the Compliance Statement to be filed with Companies House. (2 marks)
3. Explain the process for a company to vary the rights of a class of shares. (3 marks)
4. What does the term *Bona Vacantia* refer to? (2 marks)
5. List FOUR items of information that are contained in a Stock Transfer Form. (2 marks)

SECTION B

You work as a Supervisor at Traddles Registrars, who provide share registration services to a number of public listed companies. One of your new team members, Louise Bounderby, has received a telephone call from a person acting on behalf of a shareholder who has recently passed away. The shareholder was domiciled in England. The caller would like to know the actions that they should take in respect of the shares.

Advise on the following:

- i) The advice that Louise should provide regarding the documentation that the company requires to register the death. (10 marks)
 - ii) The actions that Louise should undertake upon receipt of the necessary documentation. (5 marks)
- (Total: 15 marks)**

You work in the company secretarial department of Copperfield Limited, a large private limited company. You have received a call from a shareholder, Richard Carter, who wishes to transfer some of his shares to a friend of his, Matthew Green.

Richard Carter owns 7,000 Ordinary Shares. Matthew Green has agreed to purchase half of Richard's shares at a price of £1.00 per share.

Write a letter to Richard Carter explaining the following:

- i) The documentation needed and the process to be followed between Richard and Matthew to transfer the shares. (8 marks)
 - ii) The checks and actions to be taken by Copperfield Limited to complete the transfer. (7 marks)
- (Total: 15 marks)**