

Engaging Your Board

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Educating the Board on their Compliance/Ethics Program Oversight Responsibilities

- What are directors' responsibilities under the law for oversight of compliance and ethics programs?
 - Duty of Care
 - Tone at the Top

Educating the Board on their Compliance/Ethics Program Oversight Responsibilities, cont'd

- What level of detail is appropriate in reports to the board?
 - Board Members as Informed Decision-makers
 - Charter responsibilities and related documentation
 - Frequency of updates

Getting Board Buy-in and Commitment of Sufficient Resources

- Positive Inspiration
 - Building trust and confidence
 - Developing a consistent reporting rhythm
 - Timing
 - Level of detail
 - Comparative trend reports (e.g. to show whether resources devoted to compliance have mirrored company growth)

Getting Board Buy-in and Commitment of Sufficient Resources, cont'd

- Negative Inspiration
 - Examples of companies sanctioned for lax compliance programs
 - Examples of board members who did not provide effective oversight

Getting Board Buy-in and Commitment of Sufficient Resources, cont'd

- Positive Reinforcement
 - Sharing compliance successes
 - Comparisons to peers

Questions?