

Non-Executive Directors

Course Agenda



Day 1 Agenda

08:35	Registration
08:45	Programme and Personal Introductions Murray Steele, Programme Director
09:15	The Legal Responsibilities of Directors Alex Dixon, Travers Smith
11:00	Break
11:15	Corporate Governance Murray Steele, Programme Director
12:45	Lunch
13:30	Legal Responsibilities and Governance case study: B2B Software International [BSIL] Murray Steele, Programme Director
14:45	Break
15:00	Health and Safety for Directors Kizzy Augustin, Mishcon de Reya
16:00	Characteristics of Effective Boards Murray Steele, Programme Director
17:00	Question and Answer session with an experienced PE/VC NED Tim Farazmand, PCB and Palatine and ex – LDC and 3i
18:00	Drinks

Day 2 Agenda

08:30	Board Dynamics Patrick Dunne, Boardelta
10:15	Break
10:30	Case Study: Convo Murray Steele, Programme Director
12:00	Personal Behaviour in the Boardroom Murray Steele, Programme Director
13:00	Lunch
14:00	Removing Directors Murray Steele, Programme Director
14:45	Break
15:00	Characteristics of Effective NEDs Murray Steele, Programme Director
16:15	Effective NED case study: SaaS Tech Murray Steele, Programme Director
16:30	Review and programme close

Faculty

Murray Steele, Programme Director

Murray currently delivers NED development programmes for the Financial Times, QCA and UK Private Capital, amongst others. He has developed a specialism in the role of the investor nominated NED.

His practical experience includes being a non-executive director (NED) of the Airline Division of British Aerospace which had revenues in excess of £1 billion and being a nominee director of 3i. From 1985 to 2002 he was Chair of Orchard Hotels, a start-up hotel company which he created with a colleague and sold successfully to a listed company.

Currently he is Chair of Octopus Apollo VCT plc - a FTSE listed company which invests in UK unquoted tech SMEs. In total he has held over 20 chair and NED positions, completed several fundraisings and led three successful exits.

Murray holds a Bachelor and Masters Degrees in mechanical engineering from the University of Glasgow; an MBA from Cranfield School of Management and an accounting qualification from the Association of Certified Accountants [ACCA].

Alex Dixon, Travers Smith

Alex is a corporate lawyer with 10+ years' experience, specialising in pan-European and international private equity and M&A transactions. His clients include corporates, institutional investors, alternative asset managers, senior management teams, founders and investee companies.

Alex has deep experience advising on a full range of transactions including leveraged buyouts, bolt-on acquisitions, carve-outs, co-investments, private equity exits, distressed M&A, reorganisations and restructurings together with advising on general corporate matters.

Kizzy Augustin, Mishcon de Reya

Kizzy is a Partner in the White Collar Crime & Investigations Group. A Solicitor Advocate with Higher Rights of Audience, she has significant experience in defending companies, senior directors and employees in corporate manslaughter and serious fire / health and safety prosecutions.

Kizzy provides preventative consultancy advice to high-profile corporate and commercial clients concerning corporate policies and procedures, ensuring compliance with health and safety legislation, as well contentious, strategic advice in response to an actual incident. She

also regularly represents clients at court, Enforcement Notice appeals and Coroners' inquests. Kizzy has a particular interest in managing reputational risk for businesses and providing training on the law relating to health and safety issues within the construction, care homes, environmental, manufacturing, fire, rail and retail industries.

Kizzy joined from Russell-Cooke Solicitors, where she had been Partner since 2018. Prior to this, she worked at Pinsent Masons, leading their health and safety team in London for 10 years. She is a member of the Health and Safety Lawyers Association and an Executive Committee trustee of the London Health and Safety Group.

Kizzy is recognised by The Legal 500 in 2022 as an *"exceptional Leading Individual"* for health and safety. She is also highly ranked in Chambers & Partners in 2022, which describes her as *"impressive, forward-thinking and really excellent at what she is doing"*. She has been voted one of the top 15 health and safety influencers in the UK by around 600,000 global readers of the Safety & Health Practitioner.

Tim Farazmand – Chair

Tim has more than 35 years' experience in mid-market private equity with 3i, Royal Bank of Scotland Private Equity, LDC and latterly Palatine.

In 2016 he began a portfolio career. He co – founded the technology focussed corporate finance firm, PCB Partners and chairs Palatine's Impact Fund. He is chair of The Lakes Distillery, a director of the Baronsmead Second Venture Capital Trust plc and is also a member of the Advisory Boards at GK Strategy and Beechbrook Capital.

Tim is passionate about impact investing, previously he co-founded ClearlySo, Europe's leading impact investment bank and he currently chairs the Investment Committee for Big Issue Invest. He also sat on the National Advisory Board for Impact Investing and was chair of Estio, the digital and IT apprenticeship training business.

He was Chair of UK Private Capital in 2014/15, has sat on the UK Private Capital Council and founded the Impact Investment Advisory Group. He is an economics graduate of the University of Cambridge.

Patrick Dunne – Chair Boardelta, EY Foundation, ESSA, Visiting Professor Cranfield

Experienced Chair and serial social entrepreneur with extensive experience of working with boards in Europe, Asia and North America. Currently Chair of board consultancy Boardelta, the charities The EY Foundation and ESSA- Education Sub Saharan Africa as well as Chair of

the oversight board for the Chartered Management Consultant and trustee of the Chartered Management Institute.

Executive experience includes 26 years in a variety of investment and management roles with 3i Group plc where, until 2012, he was Communications Director, a member of its Operating committee and Chairman of its Operational Risk forum.

At 3i he built a resource of over 600 experienced directors who were appointed to the boards of over 2,000 high growth businesses for 3i in 14 countries across Europe, Asia and North America. The programme he established became widely recognised as a model of adding value and a leader in best practice. As a member of the Higgs review Patrick has also played a role in shaping governance policy for UK listed companies.

Author of the award winning “Boards” and three other successful books on the subject, he has helped to establish many successful courses on board skills over the last twenty years including for the BVCA, Invest Europe and the Financial Times. He has also helped Chairs across a wide range of sectors to transform the effectiveness of their boards through Boardelta.

Patrick has a passion for education and was a member of the General Council of the University of Warwick from 2006 to 2015. He is a Visiting Professor at Cranfield School of Management, an Associate Fellow at Warwick Business School and former member of Business in the Community’s education leadership group.

He also has extensive experience of developing social enterprises using venture philanthropy techniques, most notably with Leap Confronting Conflict where he is Patron and was Chairman, from 2006 to 2015, with ESSA, the EY Foundation and with Warwick in Africa which he founded in 2006. Warwick in Africa has now benefitted over 750,000 young Africans with transformed Maths and English teaching.