

One day course
from just £295



2010

Company Secretarial Programme

Open Course Programme 2010

- Company Secretarial Practice Parts 1 – 4
- Keeping a Company's Statutory Forms & Registers
- Meetings Administration & Minutes
- UK Listing Regime
- Shred It or Save It – A Guide to Document Management
- Company Law Update
- PLUS many more....

Introduction

Quorum Training provides a suite of courses designed specifically for those performing the role of company secretary.

Our series of 4 Company Secretarial Practice Courses aim to deal with the most important and usual tasks, duties, and problems that arise in a company secretary's office. All courses explain the latest developments under the Companies Act 2006.

Company Secretarial Practice - Part 1 deals with matters company secretarial staff are most likely to deal with on a day-to-day basis, namely keeping the company's statutory records and registers, filing statutory returns, and board meetings. It also looks at a company's articles of association and provides a brief introduction to company law.

Company Secretarial Practice - Part 2 deals with other core duties of the company secretary relating to a company's identity, members' decision-making, shares and share capital, and the company's accounts and auditors.

It is strongly recommended that delegates attend both parts 1 and 2.

Company Secretarial Practice - Part 3 deals with some slightly more advanced issues likely to be of greater interest to larger companies (including subsidiary administration, board committees, loan capital, mortgages and charges, share issues and share buy-backs, winding up and striking off).

Company Secretarial Practice - Part 4 deals with certain company secretarial issues relating mainly to publicly traded companies including applicable corporate governance requirements and other disclosure obligations under the Listing Rules and Disclosure and Transparency Rules and the AIM Rules.

You can now join the Quorum Training Membership Scheme and book any Company Secretarial course, as well as 200 other Quorum Training titles, for just £295+VAT.

Membership costs from £250+VAT per year for an individual to join, giving you an immediate saving of £200 when you buy your second course.



About the Course Leader:

Andy Hamer is the editor of *The Company Secretary*, the monthly newsletter of the ICSA's Company Secretaries Group. Since 1993 he has been a partner in the Mentor Partnership, a company law and company secretarial administration consultancy. Previously he lectured on law at Plymouth Polytechnic before joining the ICSA's Professional Services Department in 1988 where he specialised in legal and company secretarial matters. He is the co-author of *Running Company Meetings* (ICSA Publishing, 1977) and is assistant editor of the ICSA official manual: *Company Secretarial Practice*.

1 Company Secretarial Practice - Part 1

Course Objectives:

This course deals with matters company secretarial staff are most likely to deal with on a day-to-day basis, namely keeping the company's statutory records and registers, filing statutory returns, and board meetings. It also looks at a company's articles of association and provides a brief introduction to company law.

Course Content:

THE COMPANY SECRETARY'S ROLE

- What must the company secretary do?
- What are the consequences of not doing so?
- What powers does the company secretary have?
- What are the benefits of appointing one and how should it be done?
- What role can deputy and assistants play and what powers do they have?

COMPANY LAW

- Types of company
- How companies are governed
- Sources of company law
- Incorporation
- Memorandum and articles of association
- Change of company name

STATUTORY FORMS AND RECORDS

- When to file statutory forms at Companies House
- Filing of resolutions and other documents at Companies House
- Annual return
- Keeping the company's statutory registers
- Other statutory records
- Inspection and copying rights
- Registered office and the SAIL

BOARD MEETINGS AND MINUTES

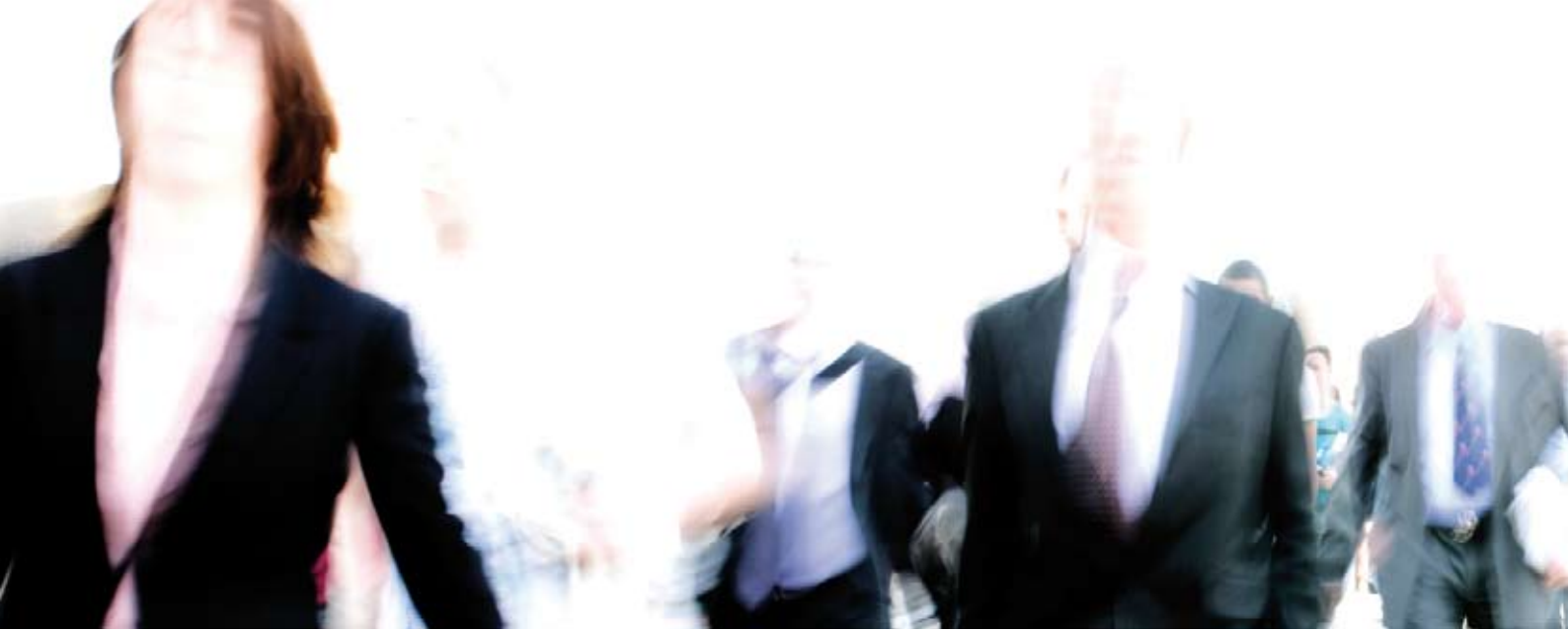
- Agenda
- Procedures
- Disclosure of interests by directors
- Drafting minutes

Who Should Attend?

The course is designed primarily for newly appointed company secretaries and their deputies and assistants. It assumes no prior knowledge but is also suitable as a refresher for more experienced company secretarial staff, particularly in view of the recent changes brought about by the Companies Act 2006.

Location:	London
Duration:	One Day from 09:30 - 17:00
Dates:	8 April 2010 14 June 2010 6 September 2010 9 November 2010
Price:	Members £295+VAT Non-members £520+VAT





2 Company Secretarial Practice - Part 2

Course Objectives:

This course deals with the core duties of the company secretary relating to a company's identity, members' decision-making, shares and share capital, as well as the company's accounts and auditors.

Prior knowledge of the topics covered in Company Secretarial Practice - Part 1 is assumed. It is strongly recommended that delegates attend both Parts 1 and 2 as part of a two day programme.

Course Content:

COMPANY IDENTITY

- Company name
- Letterheads and nameplates
- Company seal

SUBSIDIARY ADMINISTRATION

- Single member companies
- Types of company and conversion/re-registration requirements

ACCOUNTS AND AUDIT

- Accounts and accounting records
- Appointment of Auditors
- Dormant companies

SHARES AND SHARE CAPITAL

- Share capital
- Share issues
- Share transfers
- Share registration
- Dividends

MEMBERS' DECISIONS

- What decisions must be approved by members and how?
- Written resolutions of private companies
- General meetings
- Annual general meetings

DIRECTORS

- Types of director
- Appointment and removal
- Retirement by rotation
- Disqualification
- Duties & responsibilities

Who should attend?

The course is designed primarily for newly appointed company secretaries and their deputies and assistants. No prior knowledge is assumed except for the matters dealt with on Part 1. The course is also ideal as a refresher for more experienced company secretarial staff, particularly in view of the recent changes brought about by the Companies Act 2006.

Location:	London
Duration:	One Day from 09:30 - 17:00
Dates:	9 April 2010 15 June 2010 7 September 2010 10 November 2010
Price:	Members £295+VAT Non-members £520+VAT

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3 Company Secretarial Practice - Part 3

Course Objectives:

The course is intended for company secretaries and their senior staff and assumes, as prior knowledge, topics covered in Company Secretarial Practice - Parts 1 and 2. It deals with matters which are likely to be of greater relevance to larger companies.

Course Content:

DIRECTORS' CONFLICTS OF INTEREST

- Director's loans - prohibitions
- Substantial property transactions
 - Prohibitions
- Disclosure of interests in transactions and arrangements

LOAN CAPITAL

- Loans and borrowings
 - Loan stock
 - Bonds
 - Debentures
 - Debt issue procedures
 - Register of debentures
- Mortgages and charges
 - Types
 - Registration
 - Company register

SHARES

- Share issues
 - Pre-emption rights
 - Rights issue procedure
 - Allotment
- Share buy-backs
 - Market and off-market purchases
 - Treasury shares
 - Purchases out of capital
- Reduction of capital
- Shares splits, consolidations and redenomination
- Classes of share and variation of rights

EMPLOYEE SHARE SCHEMES

- SAYE schemes
- ESOP/SIP schemes
- CSOP/executive schemes
- EMI schemes

GETTING RID OF UNWANTED COMPANIES

- Striking off
- Voluntary winding up procedures
- Restoration

Who should attend?

The course is designed primarily for company secretaries of larger companies and their deputies and assistants. No prior knowledge is assumed except for the matters dealt with on Parts 1 and 2. The course may also be suitable as a refresher for experienced company secretarial staff, particularly in view of the changes brought about by the Companies Act 2006 in the areas covered.

Location:	London
Duration:	One Day from 09:30 - 17:00
Dates:	15 April 2010 21 June 2010 16 November 2010
Price:	Members £295+VAT Non-members £520+VAT

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4 Company Secretarial Practice - Part 4

Course Objectives:

This course serves as an introduction to (or refresher on) certain company secretarial issues of relevance to publicly traded companies, including applicable corporate governance requirements and other disclosure obligations under the Listing Rules and Disclosure and Transparency Rules and the AIM Rules.

Course Content:

CORPORATE GOVERNANCE

- Combined Code on Corporate Governance
- Matters reserved to the board
- Committees of the board
- Independent professional advice
- Role of the company secretary
- Internal control
- Directors' remuneration and contracts

DIRECTORS' DUTIES AND RESPONSIBILITIES

- The nature of companies and company directorship
- Duties under the companies Act 2006
- Disclosure of dealings under the DTRs
- The Model Code
- Insider dealing and market abuse
- Insolvent companies
- Survival checklist

ANNUAL GENERAL MEETINGS

- Business of the AGM
- AGM procedures
- AGM notice
- Proxies and representatives
- Shareholder questions
- Enhancing the AGM

WEBSITE COMMUNICATIONS

- Matters which companies are required to place on websites
- Communications with shareholders via a website

Who should attend?

This course is designed primarily for company secretaries of companies or groups that are publicly traded (and their deputies and assistants). No prior knowledge is assumed except for the matters dealt with on Parts 1 and 2. The course may also be suitable as part of an induction programme for new directors.

The course is not designed for company secretaries of private companies. However certain aspects of it may be of relevance to private companies who adopt similar governance principles.

Location:	London
Duration:	One Day from 09:30 - 17:00
Dates:	16 April 2010 22 June 2010 17 November 2010
Price:	Members £295+VAT Non-members £520+VAT

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Other Quorum Courses for the Company Secretary:

Basel II on Operational Risk

This course provides an essential introduction to the concept of operational risk introduced by the Basel II Capital Accord. The implications of the credit crunch and failures of banks will be discussed but it is not intended to cover aspects of credit risk or market risk. Delegates will understand the "3 Pillar" approach of Basel II and will be given practical examples of operational risk management techniques and how to create a risk-aware culture.

Dates:	22 March 2010 9 November 2010
Speaker:	Steve Giles , MA (Oxon) ACA Partner, Highview Consultants.
Price:	Members £295 + VAT Non-members £540 + VAT

Business Risk Management

This programme is designed to introduce participants to the principles of risk in a non-mathematical and practical manner. It covers both the identification and management of risk. The concepts of embedded monitors and early warning indicators will be introduced and how they fit into the overall risk management process.

Dates:	12 January 2010 29 June 2010 15 October 2010
Speaker:	Dr John Mitchell , PhD, MBA, CITP, FBCS, FIIA, CISA, QICA Managing Director, LHS Business Control.
Price:	Members £295 + VAT Non-members £350 + VAT

ONLY
£350

Company Law Update

This course offers participants a thorough overview of company law, including the provisions of the Companies Act 2006. The course will review the law as it stands at the time of each presentation.

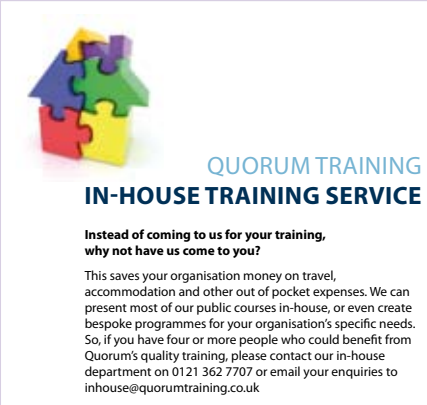
Dates:	19 January 2010
Speaker:	Mike Griffiths , LL.M, ACI Arb Writer and Lecturer on Commercial Law. Formerly Deputy Head, School of Legal Studies University of Wolverhampton.
Price:	Members £295 + VAT Non-members £350 + VAT

ONLY
£350

Corporate Governance

This course cuts a swathe through the huge corporate governance jungle, so that participants can consider in some depth the essentials and update with the latest developments.

Dates:	9 February 2010 14 June 2010 5 October 2010
Speaker:	Prof Andrew Chambers , BA, CEng, FCA, FCCA, FIIA, CITP, FBCS Director Management Audit.
Price:	Members £295 + VAT Non-members £560 + VAT



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Effective Business Writing & Reporting

This participative one-day course introduces key principles of effective business writing through a range of real life examples and practical activities. Participants will have the opportunity to apply the key principles learnt in a range of practical exercises.

Dates:	23 March 2010 16 November 2010
Speaker:	Jacqueline Williams , LLB FCMA Independent Lecturer and Consultant.
Price:	Members £295 + VAT Non-members £480 + VAT

Fundamentals of Governance

This course has been designed for those from any sector who are relatively new to governance issues. It sets out to ensure that those who complete the course will be confident to discuss corporate governance matters with their colleagues and clients, based on a sound grounding both in fundamental principles and in key contemporary practices.

Dates:	8 February 2010 4 October 2010
Speaker:	Prof Andrew Chambers , BA, CEng, FCA, FCCA, FIIA, CITP, FBCS Director Management Audit.
Price:	Members £295 + VAT Non-members £350 + VAT

ONLY
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Keeping a Company's Statutory Forms & Registers

This course focuses exclusively on the company's obligations to file forms and other documents at Companies House and the requirements to keep certain statutory registers and records and make them available for copying and inspection. It provides a practical introduction for anyone who performs these functions on a day-to-day basis.

Dates:	4 June 2010 23 November 2010
Speaker:	Andy Hamer , LLB, ACIS Partner, The Mentor Partnership.
Price:	Members £295 + VAT Non-members £520 + VAT

Meetings Administration & Minutes

This course focuses on the practical aspects of meetings administration and minute taking. Participants will examine in detail scheduling, notice requirements, agenda preparation and minute taking.

Dates:	7 June 2010 8 October 2010
Speaker:	Andy Hamer , LLB, ACIS Partner, The Mentor Partnership.
Price:	Members £295 + VAT Non-members £520 + VAT

Shred It or Save It - A Guide to Document Management

This course examines the main practical and legal issues that need to be taken into account when implementing or reviewing document management policies.

Dates:	4 February 2010 7 October 2010
Speaker:	Andy Hamer , LLB, ACIS Partner, The Mentor Partnership.
Price:	Members £295 + VAT Non-members £520 + VAT

UK Listing Regime

This course serves as an introduction to the FSA rules governing the obligations of listed companies. Participants will gain a detailed understanding of the current obligations under the UK listing regime, as well as an update on current and upcoming changes to the regime.

Dates:	3 June 2010 5 November 2010
Speaker:	Andy Hamer , LLB, ACIS Partner, The Mentor Partnership.
Price:	Members £295 + VAT Non-members £520 + VAT

For full course details please visit www.quorumtraining.co.uk



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