



ICDM
Institute of Corporate
Directors Malaysia

RAISING THE BAR FOR CORPORATE GOVERNANCE

The ICDM Report

October 2018 - May 2020



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At a Glance

“The status quo is changing. We need to have leaders that can help the organisation design the next normal.”

Erik P.M. Vermeulen at ICDM's Webinar -
Leadership Today: Authentic, Open & Transparent

Who We Are

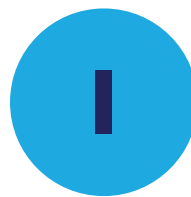
The One-Stop Centre for Board & Director Needs

Empowering boards and directors.

In line with the national aspiration to build a capital market distinguished by its integrity and quality of governance, the Securities Commission Malaysia (SC) has established the Institute of Corporate Directors Malaysia (ICDM), supported by Bank Negara Malaysia, Bursa Malaysia and the Capital Market Development Fund, and was officially launched in October 2018.

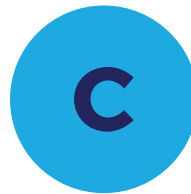
ICDM plays a vital role in contributing to the SC's three-pillar approach to market regulation by focusing on the reinforcement of self-discipline among board members. Through continuous elevation of skills and knowledge, ICDM aims to help develop boards' capacity to maintain exemplary ethical standards, complementing market and regulatory disciplines to foster a robust corporate governance ecosystem in Malaysia.

ICDM serves as the national institute of directors with a mission to be the leading influence of excellence in governance and the one-stop centre for all board and director needs - dedicated to empowering boards and directors with the right skills, knowledge and mindset to enhance their professionalism and effectiveness.



INTEGRITY

We take accountability and conduct business dealings in accordance to the highest social, ethical and legal standards.



CONTINUOUS LEARNING

We believe in continually learning from each other and investing to develop personal knowledge and capabilities.



DIVERSITY AND INCLUSIVITY

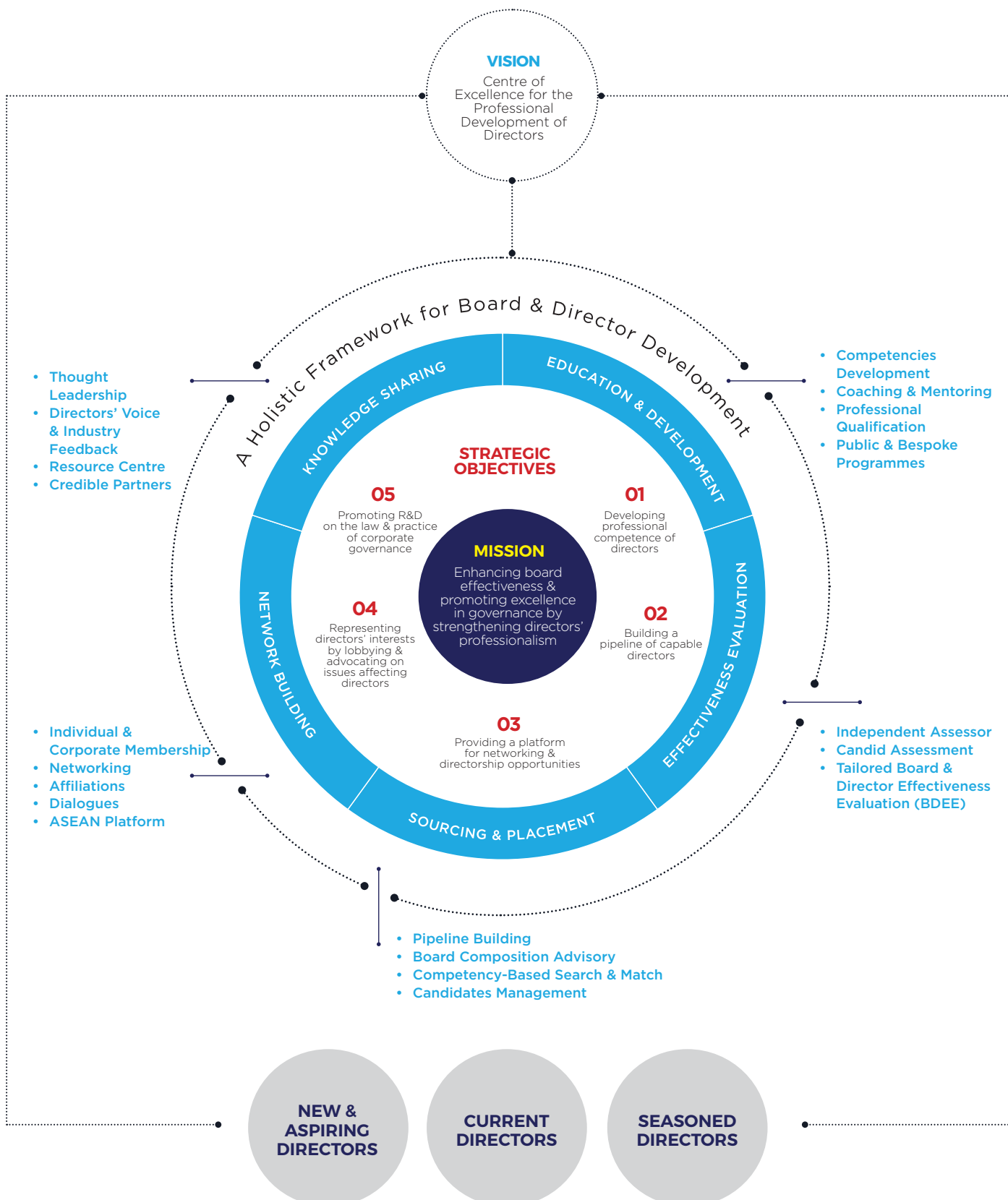
We take pride in teamwork, upholding professionalism, respecting diversity and supporting each other.



MARKET DRIVEN

We are committed to delivering value and quality services, being sensitive to the needs of shareholders and promoting innovation with an entrepreneurial mindset.

ICDM in a Nutshell



A Word from Our Chairman

Tan Sri Zarinah Anwar

Shortly after our official launch in October 2018, we organised our first PowerTalk on how to navigate the VUCA world; a world that is Volatile, Uncertain, Complex and Ambiguous. In less than two years, this world has materialised, unprecedented in scale and intensity, putting boards through one of our toughest leadership tests.

The level of disruption to business and the economy of containment measures is extraordinary. While a few companies are in a position to achieve new levels of growth, most have to make drastic adjustments, putting aspirations for expansion on pause, implementing instead a scale down or pivot to ensure survival.

The outbreak has single-handedly upended every facet of our lives, permanently altering the way we live and work —

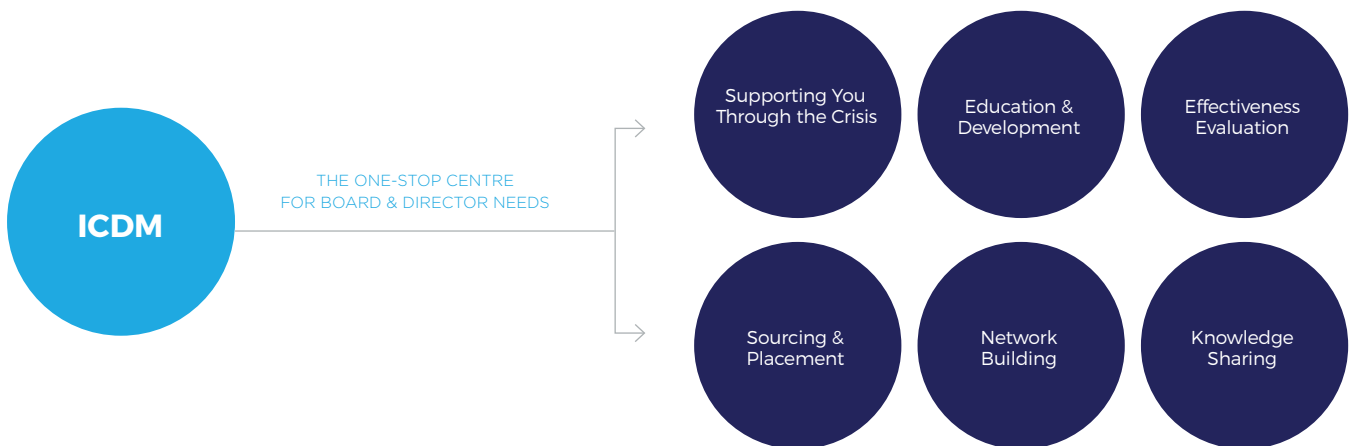
one that involves less mobility, less in-person interactions and highly-dependent on technology. Evolving customer needs will compel us to change the way we conduct business, rethink our business models, experiment and adapt in the face of massive discontinuities.

Our most critical task at ICDM, is to equip you with the most current and relevant leadership and governance skills to enable you to be effective stewards of your companies in an era of uncertainty; tougher competition and greater operational complexity.

We have been building upon this momentum through a series of public and bespoke programmes that address some of the most pressing issues facing today's boards, and have invested

a lot of effort to ensure that the services we provide meet expectations in terms of quality and value. We aim to ensure that you are equipped with the competence, mindsets and the skills to seize the upside of disruption and steer your companies towards sustainable success. The Covid-19 crisis has certainly put this to the test and further underlined the urgency of our mandate.

At ICDM, we have been just as challenged as any other organisation. The pandemic and the ensuing Movement Control Order (MCO) put a halt to our ability to support our members and clients face-to-face. Nonetheless, online learning and virtual solutions have always been part of our broader development plans, and we were well-positioned to accelerate the transition to our digital platforms and were able



to provide a series of webinars to offer timely and crucial insights to help boards and directors mitigate the impact of the crisis. Topics deliberated on include stakeholder engagement, crisis leadership, artificial intelligence for the boardroom, cybersecurity and various aspects of human capital management.

At the outset of the MCO, we had run a poll to determine the preparedness of Malaysian boards and directors to respond to the crisis. The findings have since been used to reshape our director development programmes and facilitate the creation of new initiatives such as the Virtual and Hybrid Classrooms. We want to ensure that you are continuously provided with opportunities to build on these challenges to make leadership improvements.

As boards and directors work towards helping our organisations recover, our focus must necessarily change to building capacity to navigate and thrive in the new world and better preparedness for the unpredictability of the next normal.

At the same time, a moment of introspection through board evaluation and board refreshment can go a long way to ensure you and your boards are adequately prepared to respond to the new realities of a post-Covid world.

Moving forward, ICDM will continue to observe market changes, anticipate board challenges and continue to adapt our services to meet the needs of board leadership development and our collective mission to build enduring excellence in governance.

On behalf of the Board, I would like to take this opportunity to express our appreciation to the many who have enabled us to come this far within a relatively short period of establishment. Thank you to our members and other clients for trusting us to be their learning partners, to the regulators for their support and counsel, and our network of associates and partners for contributing their expertise in helping us meet the learning needs of our director community. All that we have achieved would not have been possible without the commitment, diligence and resilience of the management and staff of ICDM and I would like to thank them for their efforts.

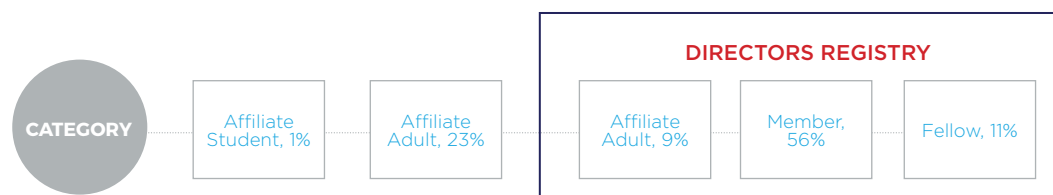
Tan Sri Zarinah Anwar ICDM(F)
Chairman
Institute of Corporate Directors
Malaysia (ICDM)
September 2020

Quick Snapshots

As of 31 May 2020

497

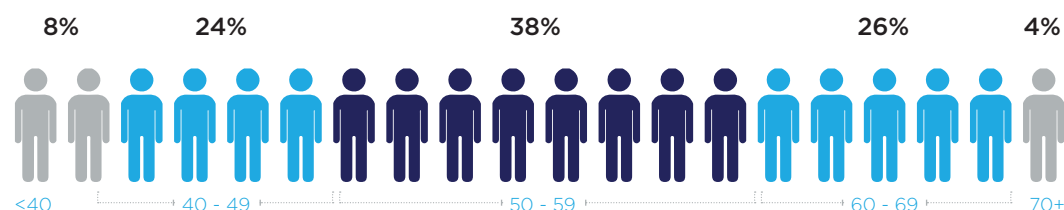
Individual members



We help aspiring directors build a solid foundation, enable current directors to raise professional competency, assist seasoned directors to lead better, and last but not least, provide a platform for industry seniors and veterans to give back to the directorship community.

New & Aspiring Directors
Current Directors
Seasoned Directors

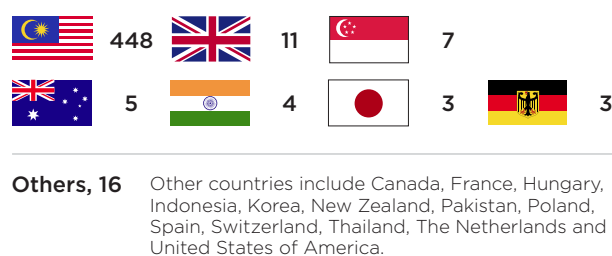
AGE RANGE



GENDER



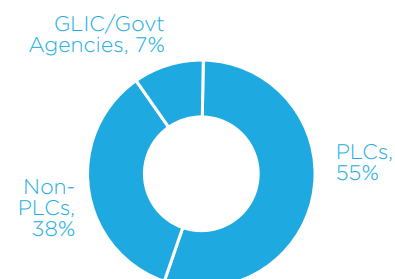
NATIONALITY



40

Corporate members

Exclusive access to director development programmes, board and director effectiveness evaluation services, director sourcing and other relevant board services.



Financial Services	50%
Property & Construction	15%
Industrial Products & Services	13%
Healthcare, Consumer Products & Services	10%
Energy	8%
Transportation & Logistics	2%
Govt Agency	2%

ICDM is the place where boards and directors can turn to for anything you need at any point of your leadership journey.

77 director development programmes to 4,617 participants



As of 31 May 2020

COMPLETED

Public Programmes

2018	N/A
2019	15
2020	5*

* Physical & Virtual

COMPLETED

Bespoke Programmes

2018	8
2019	21
2020	4

COMPLETED

PowerTalks

2018	2
2019	6
2020	2*

* Physical & Virtual

COMPLETED

Webinars

2020	13
------	----

COMPLETED

Director Sourcing

2018	5
2019	13
2020	9

SUCCESSFUL

Director Placements

2018	2
2019	4
2020	1

COMPLETED

BDEE

2018	3
2019	1
2020	3

COMPLETED

Research Studies

2018	N/A
2019	2
2020	1 + 4*

* Ongoing

COMPLETED

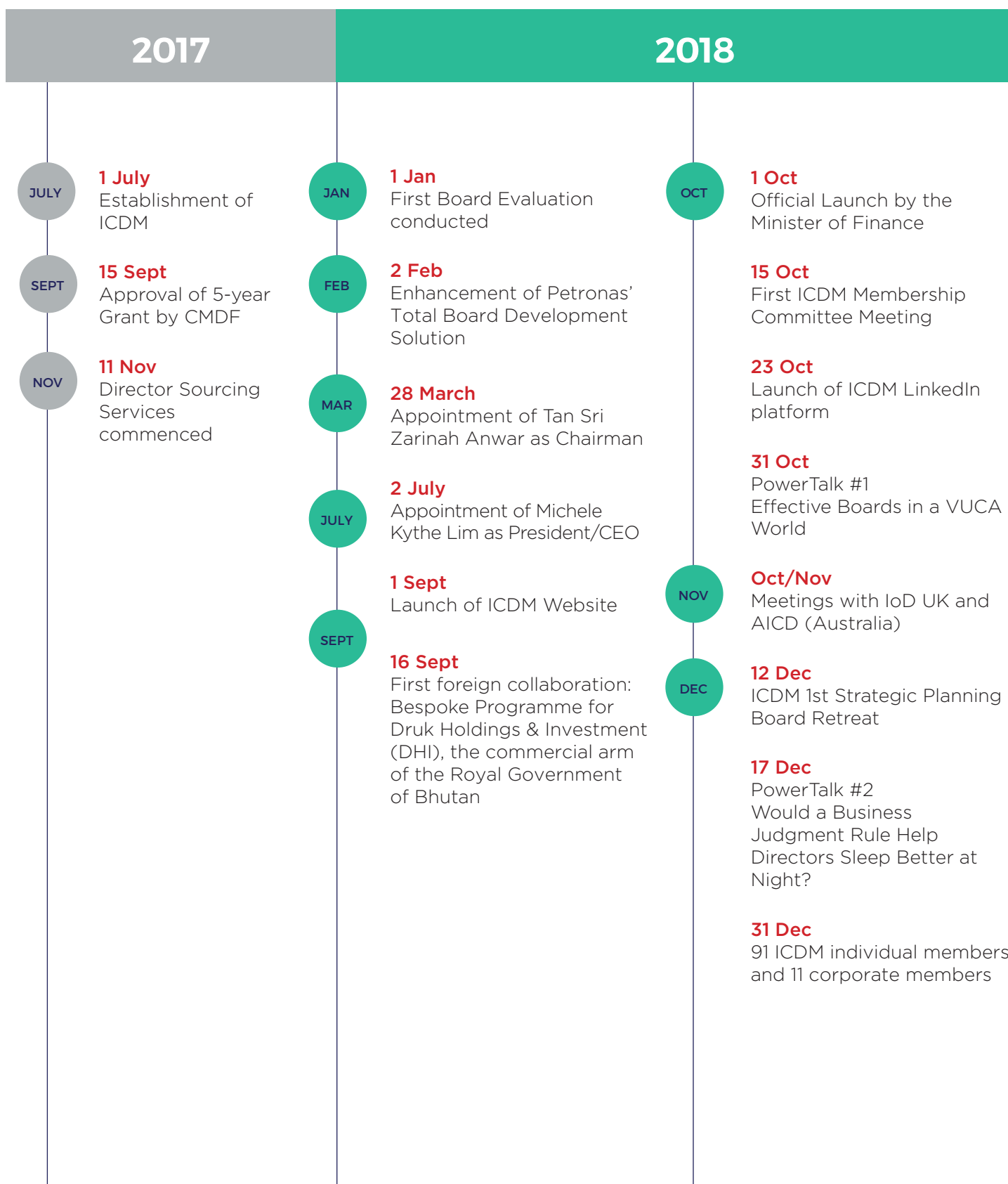
International Directors Summit

469 participants

47 local and foreign speakers

Average ratings of 3.4 over 4.0

Time Capsule



2019

2020

JAN

4 Jan

Inaugural ICDM Pulse Online Newsletter

9 Jan

Confirmation of First Board & Director Effective Evaluation of 2019 post launch

29 Jan

Flagship Programme: Introduction to Corporate Directorship

MAR

21 Mar

MOF Talk Series 'Back to Basics: Rethinking Corporate Governance'

APR

19 Apr

Launch of 'Future-Ready Board' Research Study

MAY

2 May

Twitter #ICDMalaysia Activated

16 May

Climate Governance Initiative Malaysia Launch by Minister of Energy, Science, Technology, Environment and Climate Change

May/June

ICDM Affiliates Screening Exercise for Board-Readiness

AUG

1 Aug

Move to ICDM new office in KL Eco City

OCT

14 & 15 Oct

Inaugural ICDM International Directors Summit

15 Oct

Launch of 'The Importance of Culture Reporting: The Guide to Annual Report in Malaysia 2019'

26 - 30 Oct

Corporate Directors Programme Series #2 for DHI

NOV

6 Nov

BOLD 3.0 Future-Fluent Board Leadership in Asia launch in Singapore

DEC

2 Dec

PowerTalk #8 Shaping the Boards of Tomorrow

31 Dec

382 ICDM individual members and 34 corporate members

AUG

3 March

PowerTalk #9 Adequate Procedures: The Director's Response to Individual Liability

19 - 23 March

ICDM Poll Impact & Preparedness for Covid-19

APR

1 April

ICDM Poll Result Launch Impact & Preparedness for Covid-19

6 April

The Start of ICDM Webinar Series

10 April

The Start of ICDM Virtual Classroom

21 April

PowerTalk #10 The Path to the Next Normal: So What Now for Leadership?

MAY

13 May

The Start of Webinar Series for SME

JUNE

8 June

Launch of ICDM Reimagine & Rebuild, a central initiative to support the post-crisis recovery phase



ADEQUATE PROCEDURES: The Director's Response to Individual Liability

SAM GOSWAMI
FOUNDER & CEO
Governance Plus &
Compliance Pte Ltd,
Singapore



OD YANG PING
DIRECTOR
Clivette Forestic SEA

INTERNATIONAL DIRECTORS SUMMIT 2019

14 & 15 OCT
SHANGRI-LA
KUALA LUMPUR

**ST
RA
TE
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ST**

**Stéphane
Garelli**
Switzerland



**IN
NO
VA
TOR**

**Erik PM
Vermeulen**
Netherlands



**PHI
LO
SO
PH
ER**

**Anders
Indset**
Norway



**WHI
STL
EBL
OW
ER**

**Paul
Moore**
UK



Future-ready Board Research Study

What are your thoughts on the evolving stewardship of the Board in an increasingly disruptive business environment? What are the 'must-have' tools to shape a more future-ready Board?

Be part of this
pan-Asian research study.
Scan the QR Code to take the survey.

Follow us
on LinkedIn
[www.linkedin.com/
company/
icdm-malaysia](https://www.linkedin.com/company/icdm-malaysia)



ONLY
18%
of C-Suites describe
their organisation as
agile enough today to
succeed through
change*



* 2018 Global Talent
Trends Report, Mercer

Malaysian Boards and Directors Preparedness for COVID-19

Results of the ICDM Poll themed
"Impact and Preparedness for COVID-19"

[View Report](#)



Our Achievements

“The speed and thoughtfulness with which business respond to a crisis will determine their future.”

James McCulloch at ICDM's PowerTalk #10 –
The Path to the Next Normal: So What Now for Leadership?

From Our CEO's Desk

Michele Kythe Lim

From day one, we knew that we wanted ICDM to be the place where boards and directors can turn to for anything you need at any point of your leadership journey.

In times of the Covid-19 crisis, it is even more crucial for us to do our part and provide you with the right tools and knowledge so that you can lead effectively in mitigating the impact of this outbreak. Within days into the Movement Control Order (MCO) in mid-March, we relocated our resources and activated our virtual solutions so that we can continue to provide you with timely support during the critical period, to lend some clarity as uncertainty intensifies with prolonged lockdowns around the world that put business in turmoil.

Together with our network of international associates, we put together a series of webinars. Anchored on the four priority areas, namely crisis management, authentic leadership, digitalisation and stakeholder engagement, the webinars were aimed at helping boards and directors make informed decisions to ensure business continuity, and the safety and security of the communities they serve. Amongst our response to Covid-19 was also a poll report titled "Malaysian Boards and Directors Preparedness for Covid-19", a weekly newsletter called "eBeat", Virtual & Hybrid Classrooms, a central recovery initiative "ICDM Reimagine and Rebuild" and, exclusively for our members, a risk assessment exercise and a board capability assessment; all created to ensure the director community is equipped with what they need to expand their capacity to lead in trying times.

One-Stop Centre

The swift response that we were able to put in place for Covid-19 was built upon the work we had done in 2018 and 2019. As the 'one-stop centre for all board and director needs', we have worked to ensure our services, programmes and initiatives cover each competency level in its depth and breadth — for the individual directors, boards, organisation as a whole and other stakeholders.

As of 31 May 2020, we have:

- Delivered 77 director development programmes to 4,617 participants
- Organised 1 International Directors Summit with 469 participants and 47 local and foreign speakers
- Facilitated 27 director sourcing applications with 7 successful placements
- Conducted 7 board & director effectiveness evaluations
- Published 3 research studies
- Supported the establishment of 1 director network

Over the past two years, we have also spent a lot of time making sure that we deliver value and quality services even if it meant that we have to keep going back to the drawing board and rethink what boards and directors need and want. One of the best ways to do that is to do it together with whom we serve, and that is the director community. As such, we have also put in place platforms where we can exchange ideas, have dialogues and co-create our shared development.

Growing as one community

In October 2019, we organised the inaugural International Directors Summit (IDS), convening over 400 board directors and members of

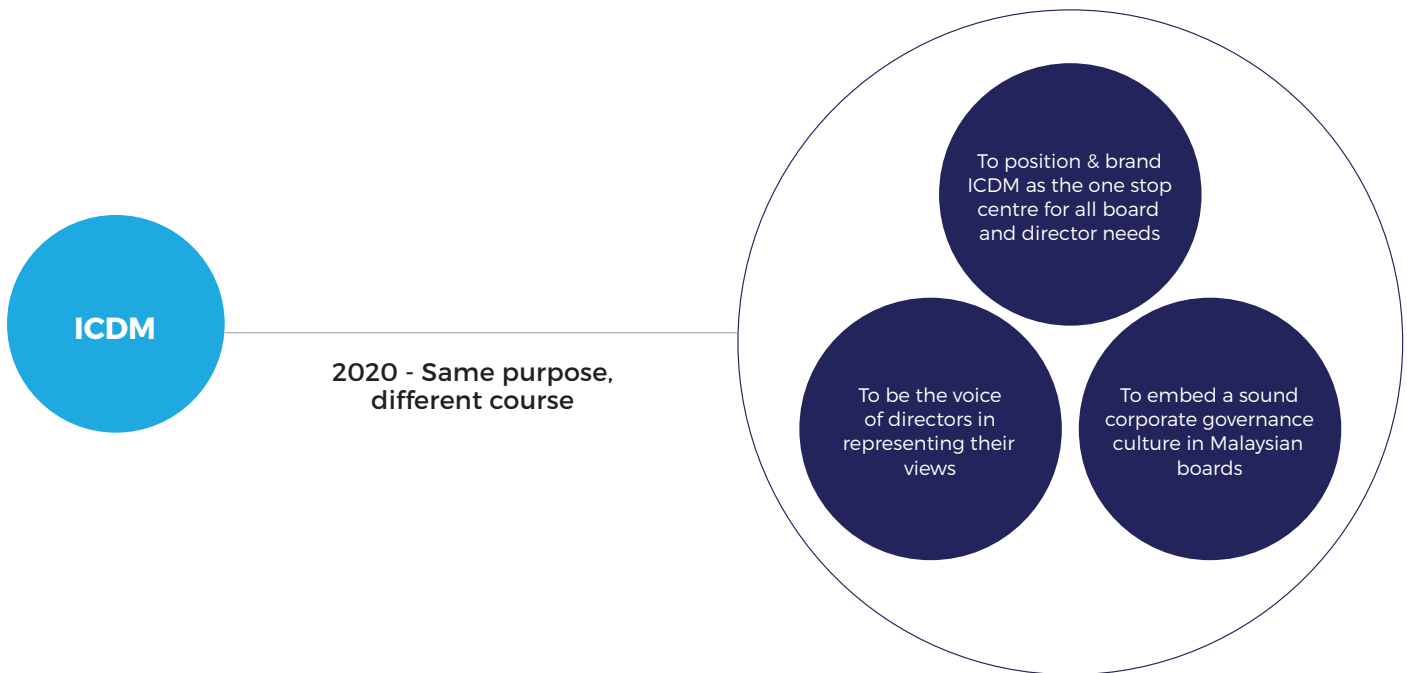
the corporate governance (CG) ecosystem. We chose the theme "The Trust Compass: Resetting the Course" for the Summit as it was an opportune time for us to address the growing trust deficit in businesses, heightened by a number of high-profile corporate governance (CG) failures over the recent years. The results were extremely encouraging as we were able to foster a renewed sense of shared mission amongst boards and directors to take collective steps in developing their capacity to be effective leaders.

To build on this momentum and further strengthen our support for the director community, we launched the new ICDM office, equipped with our very own training rooms, exclusive Members' Lounge, private meeting rooms and a fully equipped boardroom. We hope that by making available this space, we will encourage more networking opportunities amongst directors as we understand that such interaction is particularly crucial in helping you move forward in your board career.

Learning and knowledge sharing is a continuous process. We wanted to ensure that you have constant access to board resources and tools anytime, anywhere. Hence, we have created a site dedicated to fostering directors' knowledge called "ICDM Pulse". It hosts a wide collection of curated content to support your leadership development needs. It also serves as a platform for our members and CG experts to contribute their expertise and views.

Your development is a collaborative effort

The professional development of boards and directors is at the heart



of our work. Since our establishment, we have hit the ground running. We are cognisant that just like any other business, collaboration is key to success. Therefore, right from the beginning, we worked with our own board members to begin building a network of associates with expertise and skills that our director community can benefit from. In the past two years, we have worked collaboratively with over 50 subject matter experts to design a wide range of public and bespoke programmes that offer fresh perspectives and unique insights. 2019 also saw the continuation of our foreign collaboration, designing a week-long bespoke programme for Druk Holdings & Investment that involved a series of classroom and experiential learning. Overall, we are proud to have obtained an average programme rating of 4.3/5.0 based on all programmes concluded as of 31 May 2020. We will continue to build on this progress and expand our reach of qualified and inspiring subject matters experts to further strengthen the quality of our programmes.

Strengthening the pipeline of director talents

The ICDM membership base — both individual and corporate — has grown exponentially since 2018. As of 31 May 2020, we have a total of 497 individual members and 40 corporate members.

With our growing membership base, it is also an opportunity for us to reinforce our pipeline of director talents. To date, we have close to 400 qualified director candidates in our registry, 33% of whom are women and 64% of whom are below 60 years old. We are also working to nurture more up-and-coming board-ready talents to help continually refresh the pool of directors in the market.

Same purpose, different course

We moved forward into the year 2020 with a clear plan and full of hopes. However, as the Covid-19 outbreak gradually worsened towards the end of Q1, we knew that we would have to brace for a major disruption. The adjustment was made possible by the agility of the entire ICDM Team, who were able to adapt swiftly to a different mode of working. And to ensure effective execution during this trying time, the Team was assigned into two groups: Response Team and Engagement Team. The Response Team was tasked to evaluate the situation, reassess the needs of directors, and create programmes and initiatives that were relevant. The Engagement Team was to monitor the development of the crisis, gather feedback and keep the community engaged and updated. Many within the team had to take on new roles and develop new skills, and I am extremely proud that all of

them have demonstrated dedication and openness to change. This has allowed ICDM to keep pushing the boundaries and achieve greater heights.

At the time of writing, we are half-way through 2020. Our business plan has since changed but we are still full of hope. Covid-19 has indeed impeded some of our progress, but it has also opened up a lot more possibilities. For example, we were able to reach out to 1,808 participants locally and abroad just through the 13 webinars held in just two months during the MCO. We know that growth is not linear. As long as we keep moving, we will get there. In 2020/2021, we will continue to focus on refining our development programmes and services, in particular the Board & Director Effectiveness Evaluation, which is becoming an integral part for board leadership development. We hope to continuously elevate the collective competence of the director community and look forward to supporting your directorship journey for many more years to come.

Michele Kythe Lim

President & CEO
Institute of Corporate Directors
Malaysia (ICDM)
September 2020

The Value We Bring

From our corporate strategy	We formulated our strategic objectives	Which translated into our business model
<p>Driven by our purpose and supported by our values, we carved our vision and mission</p> <p>VISION Centre of excellence for the professional development of directors</p> <p>MISSION Enhancing board effectiveness & promoting excellence in governance by strengthening director's professionalism</p> <p>PURPOSE</p> <ul style="list-style-type: none"> To position and brand ICDM as the one-stop centre for all board and director needs To embed a sound corporate governance culture in Malaysian boards To be the voice of directors in representing their views <p>VALUES Integrity Continuous learning Diversity and inclusivity Market driven</p>	<p>To deliver our corporate strategy, the five strategic objectives were formulated</p> <p>STRATEGIC OBJECTIVES</p> <ol style="list-style-type: none"> 1 Developing professional competence of directors 2 Building a pipeline of capable directors 3 Providing a platform for networking & directorship opportunities 4 Representing directors' interests by lobbying & advocating on issues affecting directors 5 Promoting R&D on the law & practice of corporate governance 	<p>Our strategic objectives are then translated into a holistic board & director development framework</p> <p>EDUCATION & DEVELOPMENT</p> <ul style="list-style-type: none"> Competencies Development Coaching & Mentoring Professional Qualification Public & Bespoke Programmes <p>More information on Programmes at page 29</p> <p>EFFECTIVENESS EVALUATION</p> <ul style="list-style-type: none"> Independent Assessor Candid Assessment Tailored Board & Director Effectiveness Evaluation (BDEE) <p>More information on BDEE at page 36</p> <p>SOURCING & PLACEMENT</p> <ul style="list-style-type: none"> Pipeline Building Board Composition Advisory Competency-Based Search & Match Candidates Management <p>More information on Director Sourcing at page 38</p> <p>NETWORK BUILDING</p> <ul style="list-style-type: none"> Membership Support Networking Affiliations Dialogues ASEAN Platform <p>More information on Membership at page 25</p> <p>KNOWLEDGE SHARING</p> <ul style="list-style-type: none"> Thought Leadership Directors' Voice & Industry Feedback Resource Centre Credible partners <p>More information on Research & Advocacy at page 40</p>

And formed our activities in 2019 & 2020

Our activities based on our key objectives enabled us to achieve our present KPIs

	2020* up to 31 May 2020	2019	2018
Public Programmes completed	5	15	-
No of participants / Average ratings	67; 4.0/5	249; 3.5/4	-
Bespoke Programmes completed	4	21	8
No of participants / Average ratings	79; 3.6/5.0	888; 3.5/4	240; 3.5/4
PowerTalks completed	2	6	2
No of participants / Average ratings	233; 4.3/5.0	416; 3.5/4	168; 3.5/4
Webinar completed	13	-	-
No of participants / Average ratings	1,808; 4.5/5	-	-
BDEE completed	3	1	3
Individual Members	497	382	91
Corporate Members	40	34	11
Directors Registry - no of candidates	378	283	71
Confirmed Director Sourcing	9	13	5
Successful Director Placement	1	4	2
International Directors Summit	-	1	-
469 local & foreign participants, 47 local & foreign speakers, average ratings of 3.4/4			
Research Studies completed/ongoing	1; 4	2	-
Advocacy areas Director's remuneration, board evaluation, board diversity, board culture & trust, climate governance, crisis management, stakeholder engagement, sustainability			
External speaking engagements	1	8	-
Directors Network Supported the establishment & effort under the Climate Governance Initiative, Malaysia Chapter			
ICDM newsletter, ePulse / eBeat*	5; 6	9	-
Earned media stories on print & broadcast	17	106	50
LinkedIn followers , engagement rate	1,000; 7.03%	649; 10%	-
Enhanced ICDM website & launched ICDM Pulse , a site hosting a wide collection of insightful resources - articles, industry reports, guides & development programmes.			

Note: *The weekly newsletter, eBeat specifically for MCO period only

The value we create

Our purpose serves the wider value creation for our stakeholders

Shaping up the knowledge, skills and mindset of directors and boards through development programmes, board advisory services, board placements, board evaluation, research studies, membership support and networking opportunities

.....

Focusing on building the next pipeline of directors through a series of programmes including foundation workshops, mentoring & coaching sessions, talks, training programmes, profiling and screening for board readiness

.....

Providing a platform for fellow directors to provide feedback on policies and regulations, represent their interests, rights and obligations and through these views, be a key influencer in the corporate governance landscape

.....

Providing a site dedicated to fostering directors' knowledge

With these value creation enablers

We draw upon these five capitals to deliver, in line with our promises

Financial Capital

Supported by the CDMF fund, membership & programme fees

Human Capital

Highly experienced board members & diverse employees skillset

Intellectual Capital

Brand equity, trust, culture, partnerships, programme design and know-how

Social Capital

Supported by regulators, credible partners & ICDM faculty members

Manufactured Capital

Office with complete training & meeting facilities, and Member's Lounge

2020 & Beyond

A continuous effort in positioning ICDM as the One-Stop Centre for all Board & Director needs



Leveraging on the momentum we created in 2019, we strive to deliver even more value to our members and the director community in 2020.

Apart from continuing the initiatives we have started in 2019, we are putting more effort in:

- building our BDEE and board advisory services, and as the go-to organisation for board sourcing;
- rolling out the Aspiring Directors Immersion Programme (ADIP) in our effort to build a pipeline of competent directors;

- curating relevant programmes to address current board needs in a timely manner and in the most efficient way;
- putting forth our thoughts and point of view through our research and advocacy projects; and
- creating focused networks of directors and programmes to facilitate discussion on key board matters.

Covid-19 Response

Swift response to Covid-19

Our quest is always to be one step ahead of the next big thing and our most critical task is to equip our members with the latest and most relevant knowledge and skills so that they can lead effectively in a disrupted world. Up until March this year, we had been doing all that through physical programmes and meetings.

Fortunately, online solutions have always been part of our broader development plans. As the coronavirus outbreak worsened over time, we accelerated the transition to our digital platforms and activated our virtual solutions immediately as everyone started working from home starting from 18 March 2020.

The learning programmes are only one part of our change story. ICDM, as part of our mandate to serve as the 'voice of

directors', had conducted and released a poll report at the onset of the MCO to examine board and directors preparedness in managing the impact of Covid-19, as well as to understand the challenges they might face. [Our Covid-19 poll findings](#) have garnered prominent coverage in eight mainstream media channels since it was released on 1 April 2020.

It was the findings that led to the curation of the webinar series and Virtual Classroom programmes that are intended to help address the skill and knowledge gaps. In just two months (April & May), we have successfully conducted a series of 13 complimentary [webinars](#) and one online [PowerTalk](#), which had collectively attracted almost 2,000 attendees from our community at home and abroad.

The webinars centred around four priority areas – crisis management, authentic leadership, digitalisation and stakeholder engagement while the [ICDM Virtual Classroom](#) was created to help directors learn better and delve deeper into the subject matter using a three-step collaborative blended model.

Apart from ensuring smooth deliveries of our services, ICDM have been quick to respond in ensuring the health and safety of our employees, members and guests. We have put in place standard operating procedures such as physical distancing, sanitisation of office space, individually packed refreshments for physical programmes as well as making available hand sanitisers and face masks since March 2020.

Malaysian Boards and Directors Preparedness for Covid-19 Poll

What is the impact of Covid-19 on M'sian Businesses?

How prepared are M'sian boards for Covid-19?

Do M'sian boards have the right competencies to handle the Covid-19 crisis?

Key actionable steps for boards:

Reprioritise your goals

Review your human resource policies

Revisit your crisis & continuity plans

Evaluate your supply chain

Identify potential points of failure

Communicate effectively externally & internally

Be agile in adapting to the changes

Don't lose sight of other potential risks

Start paving the way for recovery

We also know that in times of crisis, communication is key and so we introduced the weekly email newsletter during the MCO period, eBeat, to help the ICDM community cut through the noise and provide them with fast and accurate updates on the latest development as well as practical information to stay safe and resilient.

Exclusively for ICDM members, we have put together two initiatives in collaboration with our partners to help them understand their position better: (1) a risk assessment exercise that offers clarity on some of the business challenges and possible countermeasures; (2) a director capability assessment that provide insights into how they can harness and leverage on their strengths to be an effective director.

On 8 June 2020, we introduced the ICDM Reimagine & Rebuild, our central initiative to support the post-crisis recovery phase through five core services that we think would be instrumental in enabling reimagination and the strengthening of our collective rebuilding journey. These five tracks are carefully curated with the objective to help boards and directors develop the mindsets and skillsets that can help small and large companies bring their businesses back on track.

"In the last few months, despite being impacted by the MCO, I am thankful that ICDM had conducted numerous webinars during this period. The topics chosen were totally relevant and interesting. The speakers invited were experts in their fields, the webinar platform was uncomplicated to use and, last but not least, their moderator was excellent too."

I have attended and enjoyed all these webinars and hope ICDM will continue with this practice, despite the relaxed MCO conditions."

An ICDM Board-Ready Affiliate

Board Effectiveness Assessment

The ICDM Board Effectiveness Assessment (BEA) has been developed based on the Board & Directors Effectiveness Evaluation (BDEE) framework of the 8 Key Parameters, but with special focus on the assessment of the board's competency in their heightened responsibilities in overseeing the crisis-related issues.

Director Sourcing & Placement

Currently, boards are being put through one of the toughest leadership test. Now more than ever, we need directors who can think innovatively and make meaningful contributions to the rebuilding strategy. It is worthwhile for boards to evaluate the need to bring in fresh talents with much-needed knowledge and experience, especially when the stakes are high.

Webinar Series

A platform for boards and directors to come together, share lessons learned and enable each other to take bold and compassionate actions in our respective quests to rebuild our organisations. The Webinars are anchored on four priority areas: Crisis Management, Authentic Leadership, Digitalisation & Stakeholder Engagement.

Virtual & Hybrid Classrooms

Using the collaborative blended model, the ICDM Virtual & Hybrid Classrooms allows participants to contextualise their learning and draw deeper, actionable insights by engaging with subject matter experts.

Ask an Expert

On demand hourly sessions by ICDM's group of subject matter experts - to support companies in navigating through change, disruption, risks, challenges and uncertainties within their business and economic environment by providing strategic advice and guidance to actionable plans, especially during the recovery and rebuilding phase post pandemic. There are 9 focus areas in total, led by 11 experts.

Weekly eBEAT

The first edition of eBeat was initiated on 10 Apr, with the aim to provide faster updates and practical information to our community. Updates included ICDM activities, regulatory updates, upcoming programmes, related articles and our community drive. There were a total of 6 editions, alongside the monthly ePulse.

ICDM
WEBINAR
SERIES

Entrusted: Doing the Right Thing to Ensure Continuity, Safety & Security

Curated for Boards & Directors in Response to COVID-19.

MONDAY, 6 APRIL 2020 Stakeholder Engagement Stakeholder Primacy: Increased Emphasis on ESG <i>Shai Ganu</i> ICDM Faculty Managing Director, Global Leader - Executive Compensation and Governance, Willis Towers Watson	TUESDAY, 7 APRIL 2020 Digitalisation Review Competitive Strategies using AI: A Board's Perspective <i>M Nazri Muhi</i> ICDM Faculty President/CEO, MyFinb, Singapore	MONDAY, 13 APRIL 2020 Digitalisation Cybersecurity Considerations Amid A Global Pandemic <i>Ho Siew Kai</i> Executive Director, Risk Advisory - Cyber Risk, Deloitte, Malaysia	TUESDAY, 14 APRIL 2020 Authentic Leadership Leadership in Times of Distress <i>Sunil Puri</i> Head of Research, APAC Center for Creative Leadership (CCL), Singapore
WEDNESDAY, 8 APRIL 2020 Crisis Management Readiness, Response & Recovery <i>Mark Worthington</i> ICDM Faculty Managing Director and Co-founder, Klancor Communications, Singapore	THURSDAY, 9 APRIL 2020 Authentic Leadership Leadership Today: Authentic, Open, & Transparent <i>Erik P.M. Vermeulen</i> ICDM Faculty Innovative Thinker, The Netherlands	WEDNESDAY, 15 APRIL 2020 Crisis Management Managing HR for the Long Haul: Road to Recovery <i>Sunny Khoo</i> Managing Consultant & Founder, Human Synergy, Malaysia	THURSDAY, 16 APRIL 2020 Stakeholder Engagement In Times of Crisis: Stakeholders Take Centre Stage <i>Erik P.M. Vermeulen</i> ICDM Faculty Innovative Thinker, The Netherlands
MONDAY, 20 APRIL 2020 Crisis Management Leading Through Crisis & Uncertainty: Harnessing Mental Health & Resilience to Navigate Storms of Change <i>Azran Osman-Rani</i> Chief Executive Officer, Naluri, Malaysia	WEDNESDAY, 13 May 2020 Crisis Management New Normal: Post-COVID Cash Flow Management for SMEs <i>Chari TVT</i> Business Consultant & Board Member, Senior Advisor to Duff and Phelps, Committee Member of the MIA, PAIB Board & Mentor for SMEs - Endeavor Malaysia	THURSDAY, 11 June 2020 Leadership SMEs: The Mindset to Adopt During a Crisis <i>Shankar R. Santhiram</i> Executive Leadership Coach & Managing Consultant of EQTD Consulting Malaysia	TUESDAY, 21 APRIL 2020 Authentic Leadership Special Edition Online PowerTalk The Path to the Next Normal: So What Now for Leadership? Featuring Panel Dialogue <i>James McCulloch</i> Chief Executive, Inspire Group Asia, New Zealand
WEDNESDAY, 22 APRIL 2020 Stakeholder Engagement Rising Corporate Risks of Weaponised Fake News <i>Ryan Lim</i> Principal Consultant & Founding Partner, QED Consulting, Singapore	THURSDAY, 18 June 2020 Digitalisation Digital Transformation for SMEs in a Time of Crisis <i>Dr Frank Peter</i> International Speaker & Corporate Trainer	FRIDAY, 26 June 2020 Stakeholder Engagement Virtual Board Meetings: In an Era of Social Distancing Boards <i>Dottie Schindlinger</i> Executive Director of the Diligent Institute	Check out our On-Demand Webinars of recorded sessions from April 2020 at www.icdm.com.my/webinar

DESIGN THE FUTURE LEARN DEEPER

ICDM VIRTUAL CLASSROOM

Explore Classes



Ask an Expert

ICDM Weekly
Newsletter

SPECIAL FOCUS ON CRISIS-RELATED ISSUES

Business
ResilienceFinancial
StabilityTechnological
AdoptionSupply Chain
ManagementCrisis
ManagementBusiness
Continuity PlanSuccession
PlanningGovernance
StructureStakeholder
ManagementWorkforce
ArrangementBusiness
RemodellingInvestor
Expectation
IssuesHealth &
SafetyStrategic
Responses

Organisational/Technological Process Change

Our Core Activities

“Progressive organisations and rock star leaders should be thinking far out ahead to attain future fluency going forward, not just post-Covid-19.”

Sunil Puri at ICDM's Webinar –
Leadership in Times of Distress

Membership Support

Game-Changing Journey for Growth & Excellence

To move up in the 21st-century, boards must recognise the paradigm shift in its leadership role and adopt new capabilities to navigate the fast-changing business landscape.

ICDM membership is a hallmark of every director who upkeeps professional competence and knowledge, and upholds exemplary corporate governance practices. It reflects your directorship experience and skills as well as commitment to ICDM's professional

standards and conduct through [ICDM By-Laws](#) and [ICDM Code of Conduct](#).

We offer many ways to help elevate our members to the next level of their directorship journey through our [ICDM Director Competency Framework](#) and [ICDM Director Development Pathway](#). We believe that no matter what their career stage is, it is always worthwhile to seek higher performance. We help aspiring directors build a solid foundation, enable current directors to raise professional competency, assist seasoned directors

to lead better, and last but not least, provide a platform for industry seniors and veterans to give back to the directorship community.

With ICDM's wide range of skill development programmes, resources and networking opportunities, our members will be primed to make extraordinary leaps. We have a few categories of membership as illustrated below.

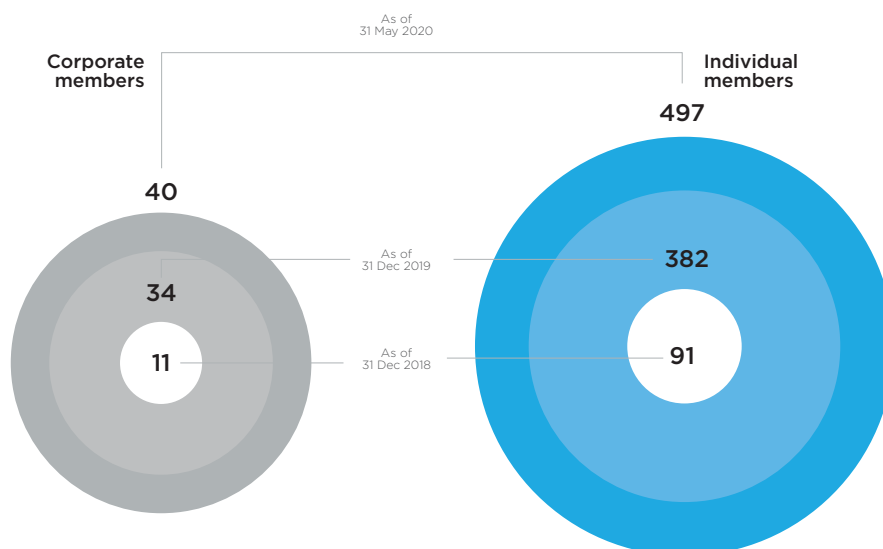
INDIVIDUAL MEMBERSHIP			CORPORATE MEMBERSHIP
NEW & ASPIRING DIRECTORS	CURRENT DIRECTORS	SEASONED DIRECTORS	
Those aspiring to contribute their expertise at board-level. They could be an undergraduate student or working adult.	Those currently a director with 2 to 10-years directorship experience with selected company type in Malaysia or abroad.	Experienced directors with unique wisdom and have served on a number of boards for over ten years.	Open to all company types in Malaysia & abroad with no voting rights.
Join as an ICDM Affiliate.	Join as ICDM member and carry the post nominal title ICDM(M).	Join as ICDM Fellow and carry the post nominal title of ICDM(F).	Savings on director development programmes, board and director effectiveness evaluation services, director sourcing, ask-an-expert and other services.
Encouraged to connect with a director-mentor for self-development.	Encouraged to volunteer to mentor aspiring directors.	Encouraged to volunteer as mentor for aspiring directors and screeners for board-ready affiliates.	Small and medium enterprises which meet certain criteria may join at a subsidised rate.
Those with relevant experience and pass our board-ready evaluation shall be admitted into ICDM Directors Registry as a board-ready affiliate.	Encouraged to connect with personal coach to work on specific goals.	Be the industry voice.	
To attend ICDM's introduction to corporate directorship and other relevant ICDM programmes such as ADIP.	To attend ICDM's fundamental and other relevant core/non-core programmes.	To master directorship competencies and leadership skills with ICDM non-core programmes and ICDM's Chairman Masterclasses.	

More detailed information on ICDM Membership benefits and fee structure are available in the ICDM website. We have special discounted fee rates for government linked entities and corporate group membership.

[Individual Member](#) | [Corporate Member](#) | [Special Privileges](#)

A Growing Membership Base

As we build our presence in the market, ICDM's membership base has been growing steadily since we were launched in October 2018.



ICDM Membership at a Glance

As at 31 May 2020

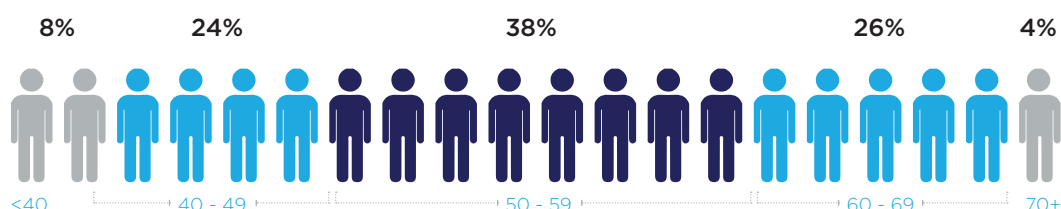
497

Individual members



We help aspiring directors build a solid foundation, enable current directors to raise professional competency, assist seasoned directors to lead better, and last but not least, provide a platform for industry seniors and veterans to give back to the directorship community.

AGE RANGE

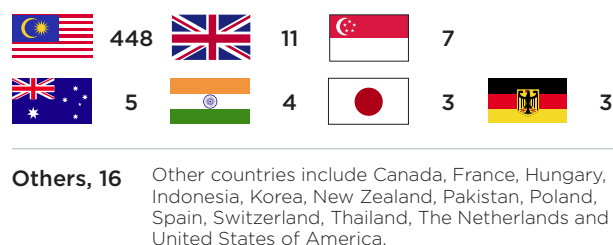


New & Aspiring Directors
Current Directors
Seasoned Directors

GENDER



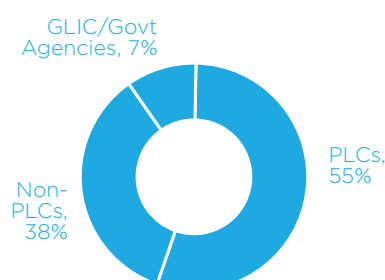
NATIONALITY



40

Corporate members

Exclusive access to director development programmes, board and director effectiveness evaluation services, director sourcing and other relevant board services.



Financial Services	50%
Property & Construction	15%
Industrial Products & Services	13%
Healthcare, Consumer Products & Services	10%
Energy	8%
Transportation & Logistics	2%
Govt Agency	2%

Continuous Professional Development

ICDM members are encouraged to continuously keep abreast of the current corporate governance landscape and upgrade their skills, knowledge and mindset in accordance to the ICDM [Director Competency Framework](#) and [Director Development Pathway](#).

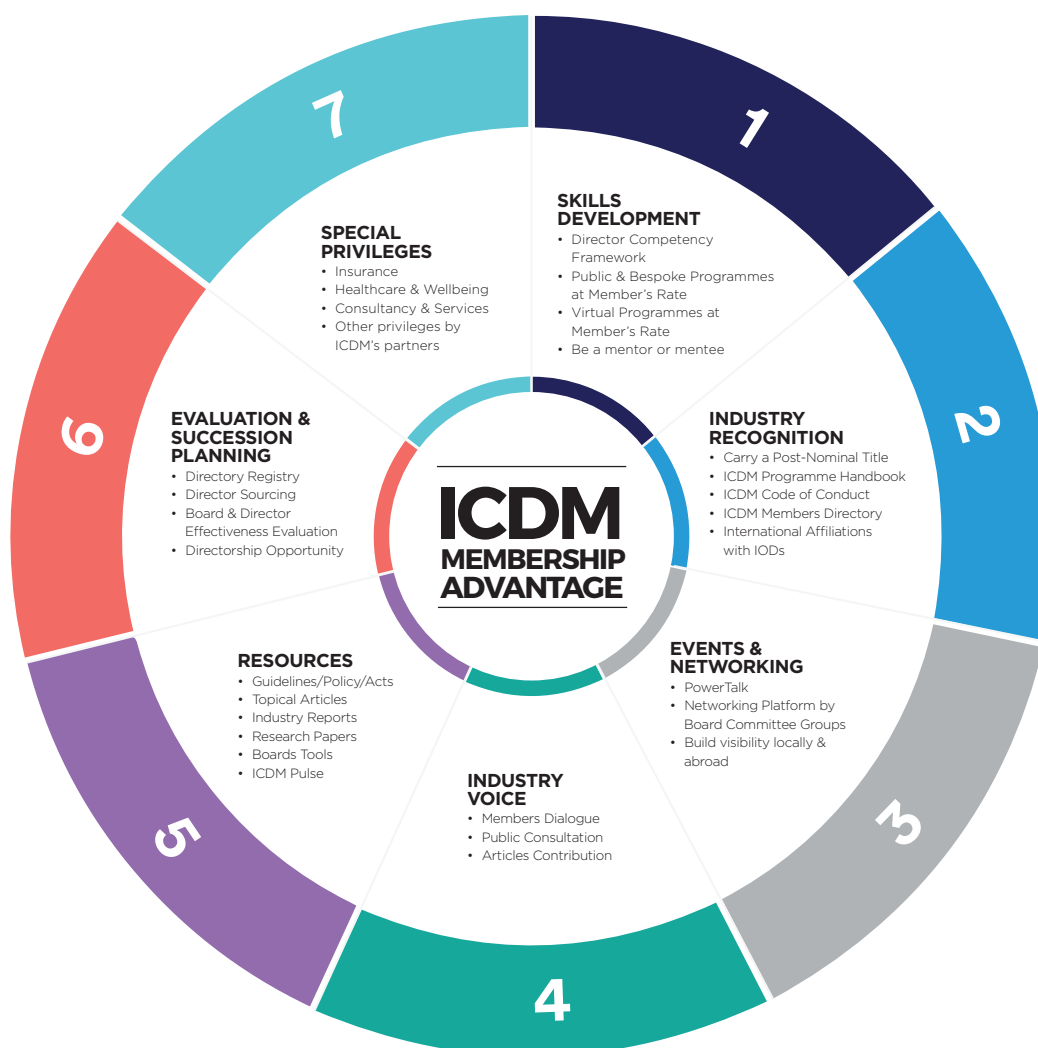
The Continuous Professional Development or CPD Points is a mechanism to help members keep track of such effort and CPD Points will be issued whenever members are involved in the following activities:

- Attending programmes and events organised by ICDM or by other organisations;
- Contributing to the development of directorship professionalism by authoring books, writing articles, speaking engagement, teaching, being a panellist, being a mentor and volunteering for affiliate's board-readiness screening.

Typically, 1 CPD Point is equivalent to 1 hour of training or contributing. CPD Points from ICDM programmes and events are automatically recorded in an individual member's CPD Dashboard. CPD activities through other organisations and through




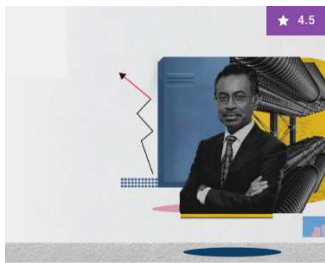
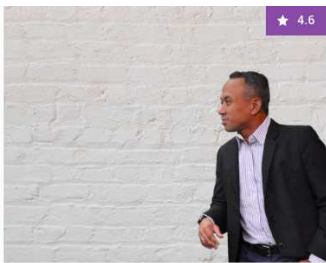

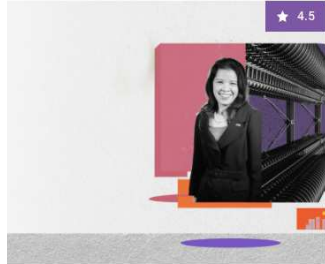


personal contributions shall be manually submitted by members via the CPD Dashboard for ICDM's consideration.

In line with the ICDM Director Competency Framework, ICDM members will be reviewing their strength and areas for improvement on the competency framework prior to attending any programme. As a member completes the ICDM programmes and events, the relevant Director Competency will be greyed-out to indicate completion in the portal. It provides the director with a yardstick by which to prioritise directorship skills building for the future.



Opportunity to be profiled in our newsletter

Read their stories in [ICDM Pulse](#)

 <p>★ 4.7</p> <p>13 Mins Read</p> <p>Engineering a Better Future for All</p> <p>28 July 2020</p> <p>READ MORE Share</p>	 <p>★ 5.0</p> <p>13 Mins Read</p> <p>A 79-Year-Old Director's Commitment to Lifelong Learning & Profe...</p> <p>28 July 2020</p> <p>READ MORE Share</p>	 <p>★ 3.0</p> <p>8 Mins Read</p> <p>Intertwined: Thriving on Each Other's Strength</p> <p>28 July 2020</p> <p>READ MORE Share</p>
 <p>★ 4.5</p> <p>7 Mins Read</p> <p>Trained for the Long Haul</p> <p>01 April 2020</p> <p>READ MORE Share</p>	 <p>★ 4.6</p> <p>5 Mins Read</p> <p>All Geared Up to Make Corporate Malaysia Better</p> <p>25 February 2020</p> <p>READ MORE Share</p>	 <p>★ 4.7</p> <p>4 Mins Read</p> <p>Improve Efficiency, Restore Integrity</p> <p>25 February 2020</p> <p>READ MORE Share</p>
 <p>★ 4.5</p> <p>15 Mins Read</p> <p>Sharpening the Saw in a Changing World</p> <p>08 June 2020</p> <p>READ MORE Share</p>	 <p>★ 4.7</p> <p>9 Mins Read</p> <p>Great Expectations for a New Humanistic Normal</p> <p>30 April 2020</p> <p>READ MORE Share</p>	 <p>★ 4.5</p> <p>11 Mins Read</p> <p>Staying Level-Headed in Times of Crisis</p> <p>01 April 2020</p> <p>READ MORE Share</p>

"I found the Harrison Assessment very useful - the group de-brief webinar afterwards further explained and expanded on the implications of the results. It certainly helped me understand the workings of each trait within myself and has given me valuable insight. Two thumbs-up to ICDM for providing this complimentary service for its members."

Tunku Alina ICDM(M)

"As to what draws me to join ICDM, well as a matter of fact, I had also been a member of other similar organisations in the past. However, the difference is this - I find that ICDM is more committed and dedicated to enhancing the professionalism and effectiveness of corporate directors in Malaysia.

In so doing, you have also put in place emphasis on 'member care' and 'director activism' which are important ingredients in addressing the needs of directors. In addition, you have an active portal for ICDM to fulfil its role as a one-stop-centre for all board and director needs which is an added bonus."

Azizan Mohd Noor ICDM(F), the eldest ICDM member as at July 2020

Director Education & Development

Competent Directors do not simply evolve, they are nurtured

We understand that competent directors do not simply evolve. They are most often the products of methodical training programmes, years of experience being at the forefront of business, and a strong commitment for life-long learning.

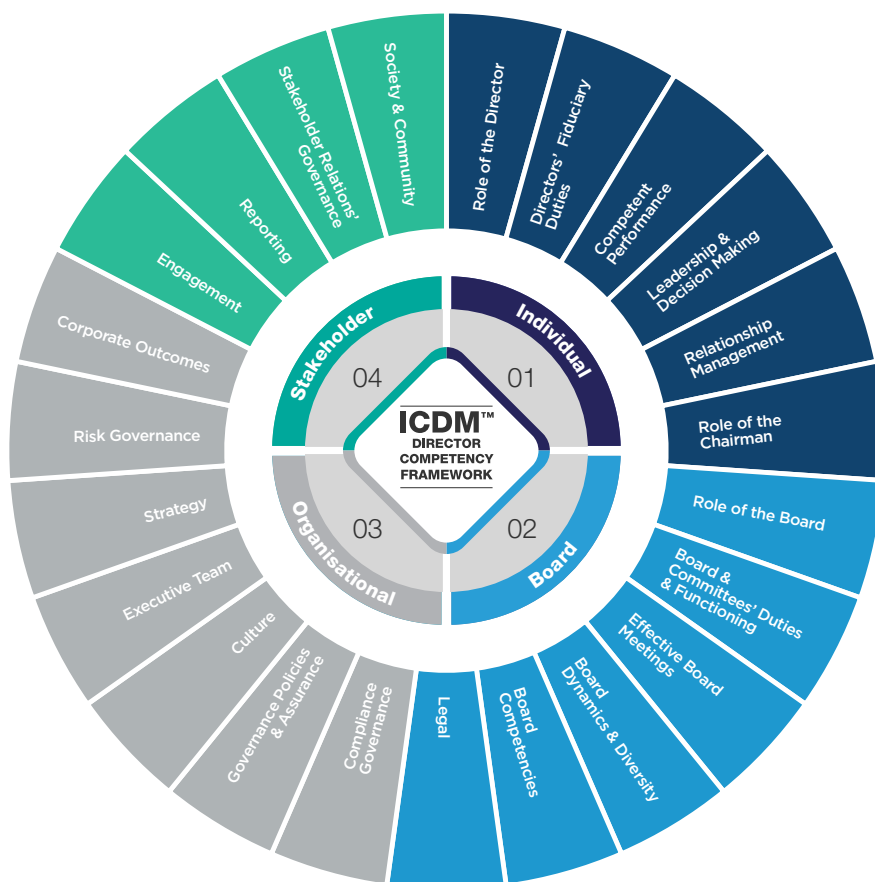
The [ICDM Director Competency Framework](#) promotes effective knowledge, skills and mindset required by directors to perform at consistently high standards of professional competence in upholding good corporate governance practices.

The Framework prescribes the required competencies of a director into 4 quadrants:

- the capacity of an individual director
- the individual director with the board
- the organisation
- the stakeholders

Each competency has clear standards with prescribed programmes to help directors to perform effectively as an individual as well as collectively as a board irrespective of industry.

Director Competency Framework



PROFESSIONAL DIRECTOR QUALIFICATION

ICDM's long-term plan is to offer a professional director qualification as the gold standard that represents world class professionalism and internationally recognised credentials. The qualification will bring the professional standards to its highest level by looking into both technical competencies and soft skill aspects.

RAISING THE BAR FOR CORPORATE GOVERNANCE

The ICDM Report | October 2018 - May 2020

30

The ICDM Director Development Pathway on the other hand, equips directors with knowledge, skills and mindset required to fulfil a multi-faceted and complex role on the board. An experiential learning approach was adopted and has been proven successful in producing positive outcomes among adult learners in all our programmes.

The Development Pathway consists of a series of director programmes formulated based on the ICDM Director Competency Framework.

PUBLIC PROGRAMMES

Our public programmes offer directors an opportunity to meet peers from different backgrounds, industries and expertise. This is instrumental in helping directors gain fresh insights, perspectives and real-world knowledge beyond the boardroom.

BESPOKE PROGRAMMES

This customised results-driven training approach is effective in advancing competencies in the chosen focus area. We can design and tailor a total solution for any industry for a large group of company directors.

POWERTALKS

A platform for inspiring conversations around local, regional and global board effectiveness. The series of talks aim to create an environment where directors from diverse backgrounds can exchange ideas, share insights and discover new perspectives that can lead to actionable outcomes that help shape the future.

WEBINARS

Initiated during the MCO, the 1 to 2 hour webinars are anchored on four priority areas: crisis management, authentic leadership, digitalisation and stakeholder engagement.

VIRTUAL & HYBRID CLASSROOMS

Using the collaborative blended model, the Virtual & Hybrid Classroom allows participants to contextualise their learning and draw deeper, actionable insights by engaging with subject matter experts and fellow directors in a more intimate and interactive setting.

COACHING & MENTORING

Our experiential learning approach is further supported with group forums, targeted coaching and mentoring to provide more meaningful exchanges of thoughts, experience, tips, guidance, ideas and aspirations among the directors.

Completed programmes
from inception to 31 May 2020

77

Sessions →

**20
PUBLIC
PROGRAMMES**

Foundation, **3**
Fundamentals, **7**
Committee, **2**
Masterclass, **2**
Trending & Skills, **5**
Cossec Series, **1**

4,617

Participants

**10
POWERTALKS****33
BESPOKE**

Additional 6
confirmed & pending

4.3/5.0

Average
Ratings**13
WEBINARS****1
DIRECTORS
SUMMIT****Areas
of Popular
Topics**

Corporate
Governance &
Effective Board
Leadership

Strategic
Roles of Board
Committees

Financial
Language
in the
Boardroom

Innovation &
Disruption

Stakeholder
Engagement

Authentic
Leadership
& Future-
Readiness

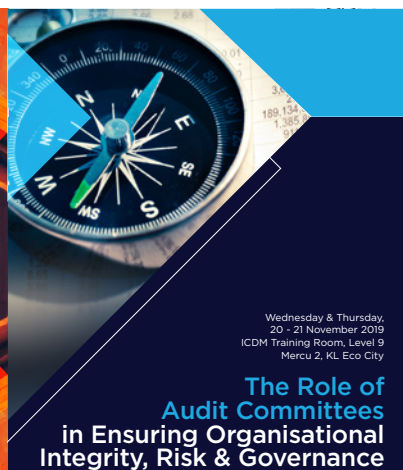
Strategy & Risk
Management

Trending
& Skills

RAISING THE BAR FOR CORPORATE GOVERNANCE

The ICDM Report | October 2018 - May 2020

Masterclass: Board Evaluation - If Not, Why Not?



Wednesday & Thursday,
20 - 21 November 2019
ICDM Training Room, Level 9
Mercu 2, KL Eco City

The Role of Audit Committees in Ensuring Organisational Integrity, Risk & Governance

The Role of the Board in Strategy & Risk Management Oversight

Thursday, 20 June 2019 | 9.00am to 5.00pm
Kuala Lumpur

Module B: The Role of the Board in Talent Management & Succession Planning

The Role of the Nomination & Remuneration Committee in Human Capital Management

Tuesday, 23 July 2019
Sheraton Imperial Hotel, Kuala Lumpur

Cyber Risk in the Boardroom

Wednesday, 11 September 2019
ICDM Training Room, Level 9, Mercu 2, KL Eco City
9.00am - 5.30pm

Masterclass: The Board Chair - The First Among Equals

Digital Upskilling for Boards

Monday, 5 August 2019
Conference Hall 1, Securities Commission Malaysia

Financial Language in the Boardroom

Mastering financial reporting & analysis for
non-finance directors or members new to the
board of directors.

Introduction to Corporate Directorship

Wednesday & Thursday, 11 - 12 March 2020
ICDM Training Room
Level 9, Mercu 2, KL Eco City

Stakeholder Voice in the Boardroom

The Role of the Board in Risk Management of Legal Issues During Mergers & Acquisitions

Masterclass: Remuneration

Tuesday, 26 November 2019
ICDM Training Room
Level 9, Mercu 2, KL Eco City
9.30am - 1.30pm

Risk Management Committee

Why Governance Matters For Startups

INTERNATIONAL DIRECTORS SUMMIT 2019

The Trust Compass: Resetting the Course

ICDM's 2019 Programme Calendar

- F Foundation
- C Committee
- FM Fundamental
- M Masterclass
- TS Trending & Skills
- PT PowerTalk Series
- BS Bespoke

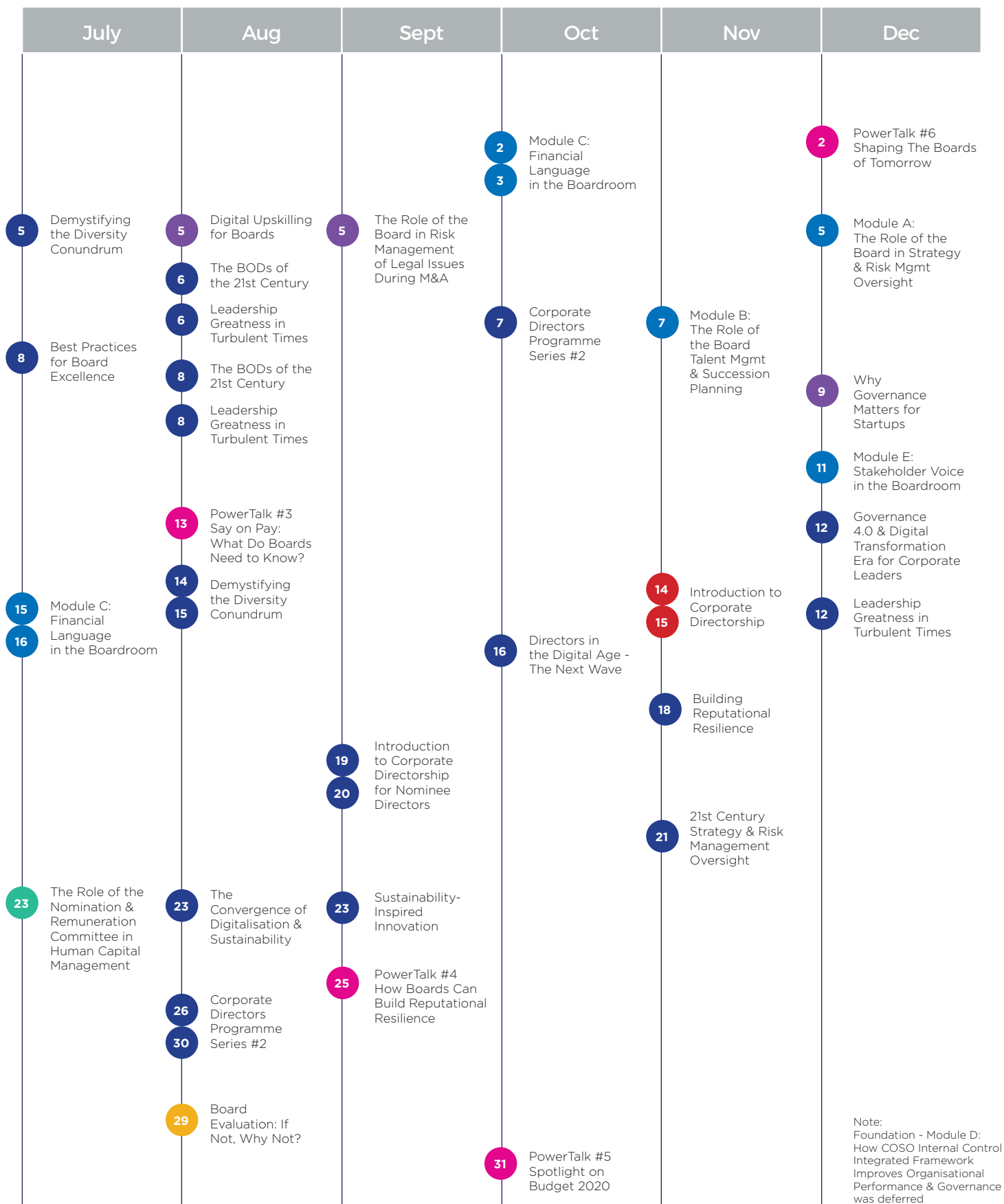
Jan	Feb	March	April	May	Jun
			<div>1 Effective Strategy for Stakeholder Management</div>		
			<div>9 The Role of Audit Committees in Ensuring Organisational Integrity, Risk & Governance</div> <div>10</div>		
		<div>13 PowerTalk #1 Revisiting the Misconception of Board Remuneration</div>			
					<div>12 Demystifying the Diversity Conundrum</div>
					<div>18 Introduction to Corporate Directorship</div> <div>19</div>
					<div>26 Leadership Greatness in Turbulent Times</div>
					<div>27 PowerTalk #2 The BODs of the 21st Century: When Disruption Meets Tradition</div>
<div>29 Introduction to Corporate Directorship</div> <div>30</div>			<div>29 Module A: The Role of the Board in Strategy & Risk Management Oversight</div>		

RAISING THE BAR FOR CORPORATE GOVERNANCE

The ICDM Report | October 2018 - May 2020

“This is an essential programme for Boards. Please do ensure this is offered regularly and content expanded.”

Programme: Digital Upskilling for Boards



ICDM's 2020 Programme Calendar

- | | |
|-----------------------------|----------------------------|
| F Foundation | CS Cossec Series |
| C Committee | W Webinar Series |
| FM Fundamental | PT PowerTalk Series |
| M Masterclass | BS Bespoke |
| TS Trending & Skills | A Ask an Expert |

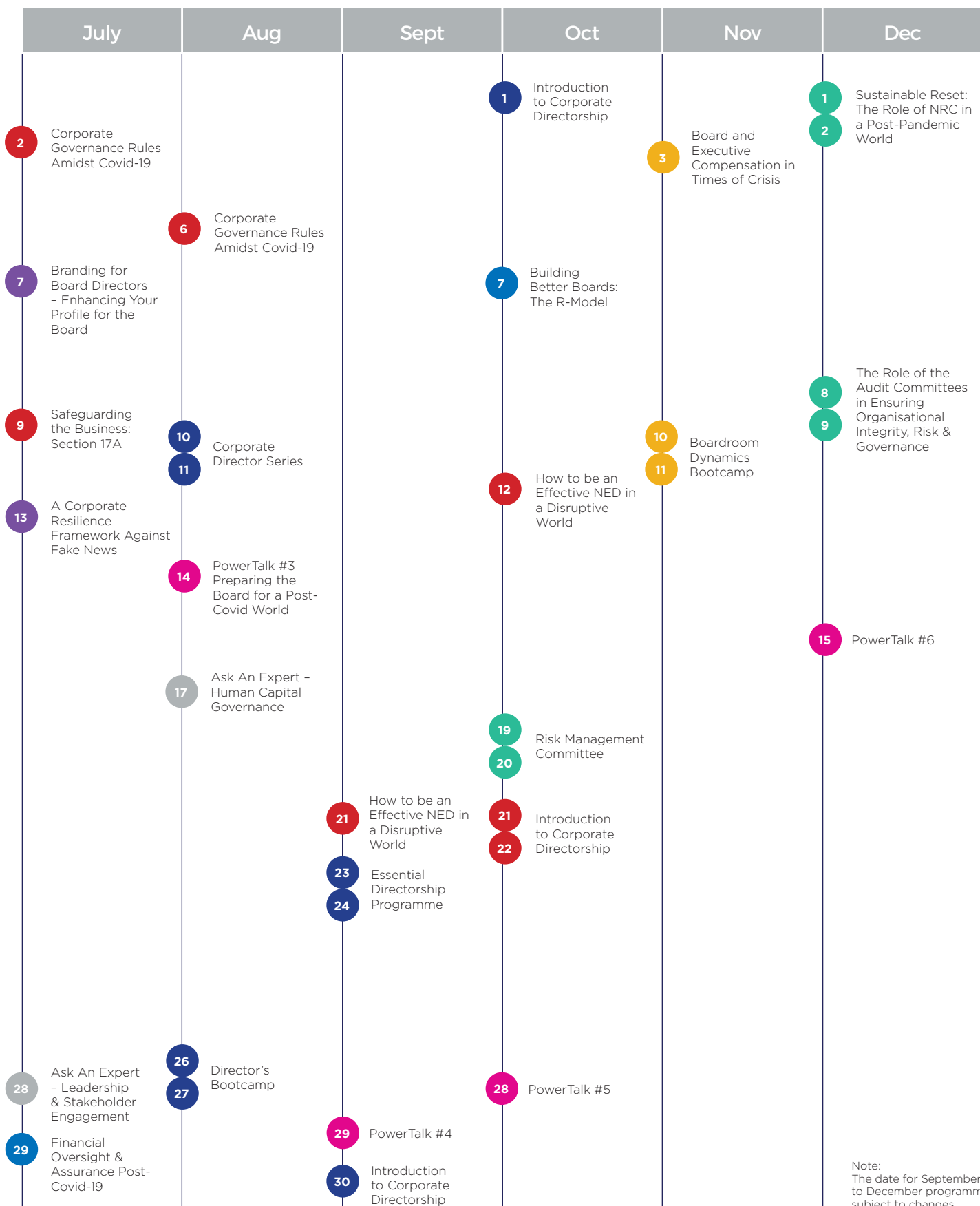
Jan	Feb	March	April	May	Jun
		<p>3 Sustainability in Business</p> <p>4 The Board Chair: First Among Equals</p>	<p>6 Stakeholder Primacy: Increased Emphasis on ESG</p> <p>7 Review Competitive Strategies Using AI: A Board's Perspective</p> <p>8 Readiness, Response & Recovery</p> <p>9 Leadership Today: Authentic, Open & Transparent</p> <p>13 Cybersecurity Considerations Amid a Global Pandemic</p> <p>14 Leadership in Times of Distress</p> <p>15 Managing HR for the Long Haul: Road to Recovery</p> <p>16 In Times of Crisis: Stakeholders Take Centre Stage</p> <p>20 Leading Through Crisis and Uncertainty: Harnessing Mental Health and Resilience to Navigate Storms of Change</p> <p>21 PowerTalk #2 The Path to the Next Normal: So, What Now for Leadership?</p> <p>22 Rising Corporate Risks of Weaponised Fake News</p> <p>27 Navigating the Covid-19 Crisis: The New Normal of the Workforce - Part 1</p>	<p>4 Navigating the Covid-19 Crisis: The New Normal of the Workforce - Part 2</p> <p>13 New Normal: Post Covid Cash Flow Management for SMEs</p> <p>14 Risk Management During the Crisis - Part 1 Overview</p>	<p>10 What It Really Means To Be a Director</p> <p>11 SMEs: The Mindset to Adopt During a Crisis</p> <p>16 Cyber Kill Chain & Cybersecurity Capabilities</p> <p>18 Digital Transformation for SMEs in a Time of Crisis</p> <p>23 A Corporate Resilience Framework Against Fake News</p> <p>25 Reputation Management: More Than Just Crisis Control</p> <p>25 Adopt Or Abort? Top 5 Strategies for Board Directors to Implement AI</p> <p>26 Virtual Board Meetings: In an Era of Social Distancing Boards</p> <p>30 Financial Oversight & Assurance Post Covid-19</p>
<p>14 Cyber Risk in the Boardroom</p> <p>15 Getting Your Board Ready for the Future: The Evolving Role of a Company Secretary</p>	<p>7 Advanced Risk Management</p> <p>20 Introduction to Corporate Directorship</p> <p>24 Financial Language in the Boardroom</p>	<p>9 PowerTalk #1 Adequate Procedures: The Director's Response to Individual Liability</p> <p>13 Innovation / Sustainability in Integrated Township Development</p>			

"The relaxed presentation by the speaker which is easy to grasp and understand."

Programme: Getting Your Board Ready for the Future: The Evolving Role of a Company Secretary

"Case studies presented were good."

Bespoke Programme: Innovation / Sustainability in Integrated Township Development



Board & Director Effectiveness Evaluation

Effective directors are the foundation of a high performing & forward-looking board

Board building is an ongoing process. Periodical effectiveness assessment offers opportunities for continuous improvements. It help ensure your board and directors are provided with the necessary insights and support to operate their functions effectively.

ICDM Board and Director Effectiveness Evaluation (BDEE) offers candid feedback, verified insights and objective assessment of not only the directors but also by the key management personnel.

ICDM BDEE Approach is a comprehensive framework that provides a strategic level of board assessment that can be used to prioritise key strategic issues and implement actionable plans for greater board effectiveness.

ICDM BDEE assesses the effectiveness of the board and directors through a combination of confidential face-to-face interviews and consultancy, sighting of governance documents in confidentiality and board-working facilitation dialogue, provides a strategic level board assessment that will offer candid feedback, verified insights as well as objective assessments of the directors by not only their peers but from key management personnel too.

This holistic framework and a 360-degree assessment methodology is intended to seek a balanced view of the Board's performance – identifying positive aspects

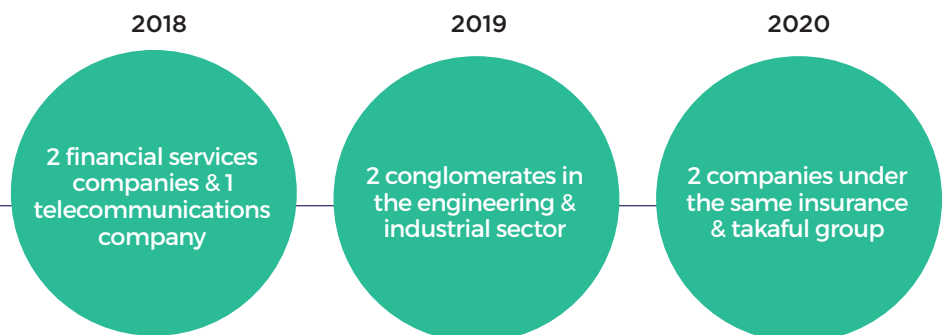
as well as areas for improvements. Our BDEE methodology evokes a two-pronged approach:

Evaluation of the performance of the board to understand the current dynamics of the board and uncover gaps that are usually not prominent when evaluation is conducted internally and the performance of board committee members; and

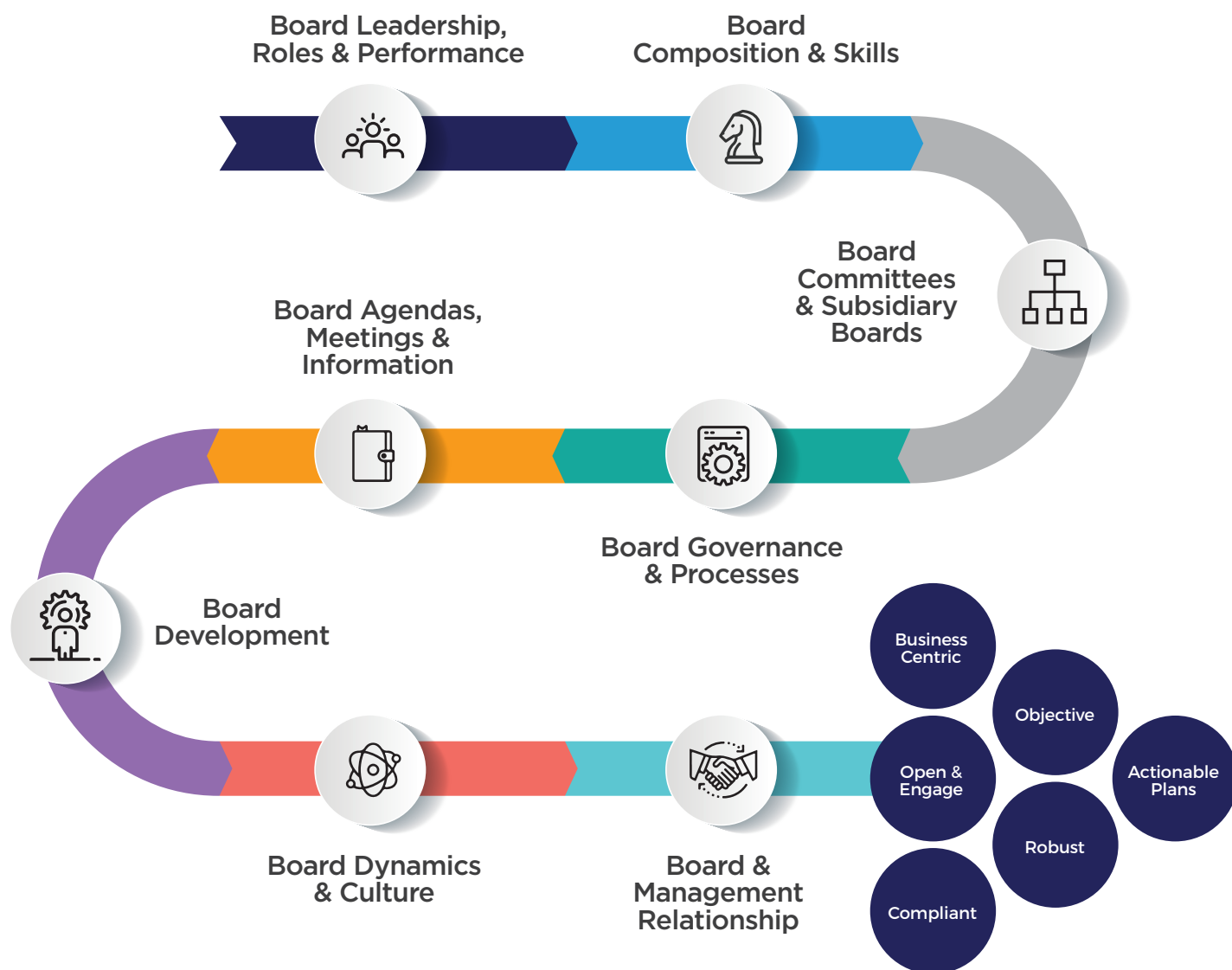
Evaluation of the performance of the individual directors and the overall board performance collectively. This is aimed at appraising the performance of individual directors while enhancing positive engagement among them to ensure an effective and agile board.

Report Card: BDEE Engagements

7 awarded & completed up to 31 May 2020



The 8 Key Parameters of ICDM BDEE Framework



This holistic framework and a 360-degree board assessment methodology is intended to seek a balanced view of the board's performance – identifying positive aspects as well as areas for improvement.

Board Refreshment Through Director Sourcing

Having the right board mix is crucial for long-term strategic goals

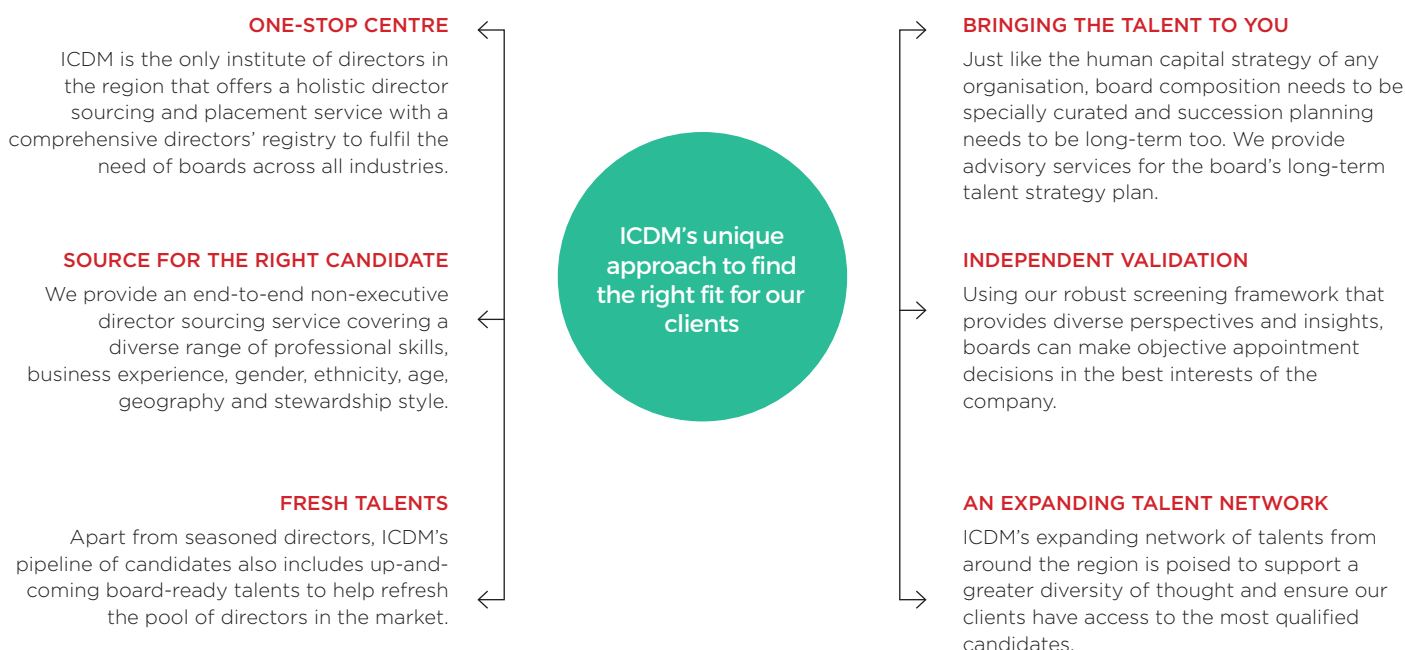
We know that the key to a great board is to have great directors with strong competency profiles made up of the values, knowledge, skills, experience and stewardship style that bring unique perspectives to the organisation's long-term strategic goals. But finding capable non-executive directors with a profile that matches the company's objectives and goals calls for special attention and dedication.

According to our [research findings](#), more than half of the directors in Asia say at least one member of their board must be

replaced. Amongst the reasons cited are inadequate skills, negatively impacting board dynamics, not contributing to the discussion, not coming prepared for meetings and not wanting to challenge the management.

Indeed, there is a certain comfort in familiarity. That is why boards tend to appoint someone they know or are used to working with. However, this approach no longer works as the new evolving business landscape requires diverse perspectives to help the organisations identify and manage both risks and opportunities effectively.

Board refreshment through a periodic renewal of members allows boards to bring in new talents with cutting-edge expertise and ensure they as a group retain the ability to keep pace with the speed of change, challenge orthodox thinking and provide effective guidance to the management. Appointing someone entirely new has its risks but we at ICDM try to significantly minimise the uncertainty by taking a strategic and competency-based as well as behavioural-based approach for the nominations of new board members.



Who are the Candidates?

All [directorship opportunities](#) through our [Director Sourcing](#) services will be advertised on the ICDM portal (for members only) as well as on the ICDM Website (for non-members and members) for potential candidates to apply.

We will search for potential candidates for the board sourcing request from our ICDM Directors Registry and through our network of partners and sources to provide a wider pool of candidates from Malaysia as well as abroad depending on your needs. Priority will be given to those in the ICDM Directors Registry.

ICDM Directors Registry comprises of ICDM Fellows, ICDM Members and Board-Ready Affiliates. Board-Ready Affiliates are Affiliate Members who have gone through the Affiliate Screening process and are found to be 'Board Ready' by volunteer screeners consisting of ICDM Fellow members.

For those who are yet to be 'Board-Ready', ICDM will recommend actions to be taken to close any gaps identified in getting them to be board-ready based on the comments and suggestions given by their respective screeners. These can be varied, ranging from attending specific programmes by ICDM, character building, gaining more experience, etc.

"I am happy to note that ICDM does not just rely on the CV submitted but requires its members (Affiliates) to undergo intensive assessment & screening tests conducted by independent & experienced assessors (directors). This is evidence of its professionalism and independence, with a well-managed pool of high-quality director talents (aspiring)."

An ICDM Board-Ready Affiliate

Report Card: Director Sourcing & Placement

Up to 31 May 2020



"Good quality director candidates. Strong network. Professionally managed recruitment process leading up to appointment. Quick turnaround."

An ICDM Corporate Member, A Listed FMCG Board Placement

ICDM Directors Registry	Total	Female	Male
Fellow	15% 57	21%	79%
Member	74% 279	32%	68%
Board-Ready Affiliate	11% 42	57%	43%
2020 (up to 31 May)	100% 378	33%	67%
2019	100% 283	34%	66%

Knowledge Sharing

Pulse of excellence in governance & board leadership

In terms of knowledge sharing, research and advocacy, ICDM works with credible partners in their fields of expertise and offer our members exclusive access to world-class professional insights through research, interviews, surveys, talks, dialogues, articles and board tools. We also aim to establish a credible voice to engage in discussions on behalf of members on a wide variety of matters pertaining to the advancement of directors and boards.

RESOURCE CENTRE

To be the resource centre, providing relevant tools, information and technical assistance to support directors on boardroom governance and beyond, across all industries.

Online Knowledge Hub

Articles, Interviews & Videos

Reports & Newsletter

Board Tools

VOICE OF DIRECTORS

To be the voice of directors and pursue advocacy on important issues that affect the interests of directors through related agencies, regulators and the government.

Advocacy & Policy Dialogues

Thought Leadership

Independent Directors Network

Subject Matter Experts

RELEVANT & IMPACTFUL RESEARCH

To undertake relevant and impactful research on governance with the purpose of further enhancing board effectiveness in Malaysia and regionally.

Joint Research

Case Studies

Guides & Factsheets

International Directors Summit



Research in collaboration with the Center for Creative Leadership (CCL), presenting a comprehensive point of view on the evolution of board level leadership in the region, and what leadership in Asian boardrooms may look like in the future and tips to align their capabilities accordingly.



ICDM supported this timely piece by Black Sun which hope to stimulate debate around building and cultivating trust through culture reporting.



ICDM conducted the Covid-19 Survey at the onset of MCO to examine board and directors preparedness in managing the impact of Covid-19, as well as to understand the challenges they might face.

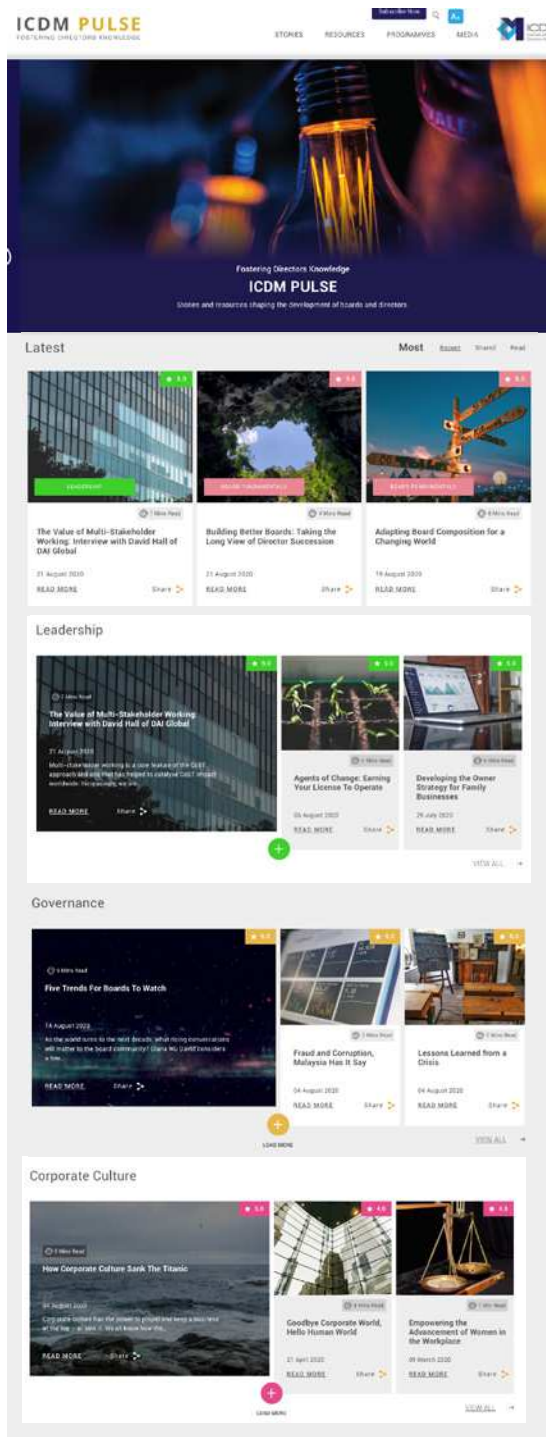


We produce the executive summaries for our PowerTalk sessions, highlighting the issues discussed and key actions to be taken by board leaders moving forward.

RAISING THE BAR FOR CORPORATE GOVERNANCE

The ICDM Report | October 2018 - May 2020

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Our inaugural International Directors Summit held in October 2019 with 47 local and foreign speakers, attended by over 400 local and foreign participants. The session recordings, slides and photos over the 2-day Summit are available in the ICDM website.

The working committee and ICDM Board Members at the end of the Summit.



The enhanced ICDM website & ICDM Pulse, a site hosting a wide collection of insightful resources, such as articles, industry reports, guides and development programmes, goes live on Feb 2020.



ICDM supported the establishment & effort under the Climate Governance Initiative, Malaysia Chapter. CGI Malaysia Chapter is housed within ICDM.

9 issues of ICDM's newsletter, ePulse in 2019 and 5 issues up till 31 May 2020. 6 weekly newsletter, eBeat during the MCO period to keep our readers up-to-date with news.



Behind the Scenes

**“Coming together is a beginning.
Keeping together is progress.
Working together is success.”**

Henry Ford

Our Board

ICDM Directors	Appointment Date	Board Committee		
		Membership	Audit	NRC
Tan Sri Zarinah Anwar	28 March 2018			
Dato' Abdul Aziz Abdul Bakar	19 July 2017			X
Salleh Hassan	19 July 2017	X		X
Dato' Azmi Mohd Ali	5 September 2017	X		
Sarena Cheah	5 September 2017		X	
Dato' Seri Johan Raslan	8 January 2018		X	X
Maheswari Kanniah	15 May 2020		X	

The Board's primary focus is to set the strategy, vision and mission of ICDM and determine the organisation structure that can support its goals and governance framework. The President/CEO reports to the Board on all strategic, financial and headline operational matters.

Audit Committee

Oversight over internal control & risk management framework, external/internal auditor functions, the Speak Up Policy & Procedures, as well as, review of financial statements & reporting.

Nomination & Remuneration Committee

Oversight on overall human resource strategy & policy, the selection/nomination process and remuneration packages of Directors and senior management.

Membership Committee

Oversight over membership affairs and review & approval of individual and corporate membership applicants.

Membership Disciplinary Committee

Investigates any complaints on members and imposes sanctions as prescribed under the ICDM By-Laws.

Governance Documents

The Governance of the Institute of Corporate Directors Malaysia is founded on the ICDM Constitution and By-Laws.

ICDM Governance documents as stated on our website:

- [ICDM Constitution](#)
- [ICDM By-Laws](#)
- [ICDM Code of Conduct](#)
- [ICDM Privacy Policy](#)
- [ICDM Website / Portal Terms of Use](#)
- [ICDM Procurement Policy](#)
- [ICDM Board Charter](#)
- [ICDM Audit Committee Terms of Reference \(TOR\)](#)
- [ICDM Nomination & Remuneration Committee TOR](#)
- [ICDM Membership Committee TOR](#)
- [ICDM Membership Disciplinary Committee TOR](#)

We are also in the midst of setting up a Learning & Development Advisory Council to provide further guidance for our programmes and services. The advisory council may consist of some of our Board members as well as external experts.

Our Board Profile

Tan Sri Zarinah Anwar ICDM(F)

Tan Sri Zarinah brings with her legal, corporate and regulatory experience from the more than 40 years spent in the corporate sector and public service. She is the former Chairman of the Securities Commission Malaysia, a position she held for six years until her retirement in March 2012. As an advocate of gender diversity, Tan Sri Zarinah is a Founding Chairman of the 30% Club, Malaysia, a business campaign to help drive higher women representation in leadership positions and on corporate boards.

Dato' Abdul Aziz Abdul Bakar ICDM(F)

Dato' Aziz brings with him decades of experience in business, corporate and Human Capital Development. He currently sits on the boards of three listed financial institutions. An advocate of gender diversity, Dato' Aziz is a co-founder of the 30% Club, Malaysia.

Salleh Hassan ICDM(F)

Salleh Hassan brings with him years of experience in corporate governance and professional education. He is currently the Director of Professional Standards & Qualifications with the Securities Industry Development Corporation. He oversees the initiatives and activities that lead towards strengthening the competency and capacity of professionals in the Malaysian capital market via the industry-wide competency framework (ICF), certification and qualification.

Dato' Azmi Mohd Ali ICDM(F)

Dato' Azmi brings with him over 35 years of experience in corporate and commercial law with expertise in the areas of mergers and acquisitions, joint ventures, cross-border transactions, project finance, privatisation, energy, oil and gas and foreign investments. He currently sits on the board of a listed company and a public company (and had sat on 5 listed companies before), a public university, a global network body of lawyers and being a member of the Bursa Malaysia Appeals Committee. He is the Executive Senior Partner of a law firm of 83 lawyers.

Sarena Cheah ICDM(F)

Sarena's professional milestones span across internal audit, corporate finance, sales & marketing, and strategy & business development since 1995 in one of Malaysia's largest public listed conglomerates - the Sunway Group. She is currently the Managing Director of the Property Development Division of Sunway Group and has been since 2015. She also serves as a member of the Employees' Share Option Scheme Committee. Sarena is also a member of the REIT manager for Sunway Real Estate Investment Trust.

Dato' Seri Johan Raslan ICDM(F)

Dato' Seri Johan has over 35 years' experience in auditing, accounting, business advisory and corporate governance. He is currently a director of two listed multinational companies in Malaysia, as well as one large unlisted company in Singapore. He has been involved in Corporate Governance issues since 2000, when he assisted the Securities Commission with the roll-out of the first Malaysian Code on Corporate Governance.

Maheswari Kanniah ICDM(F)

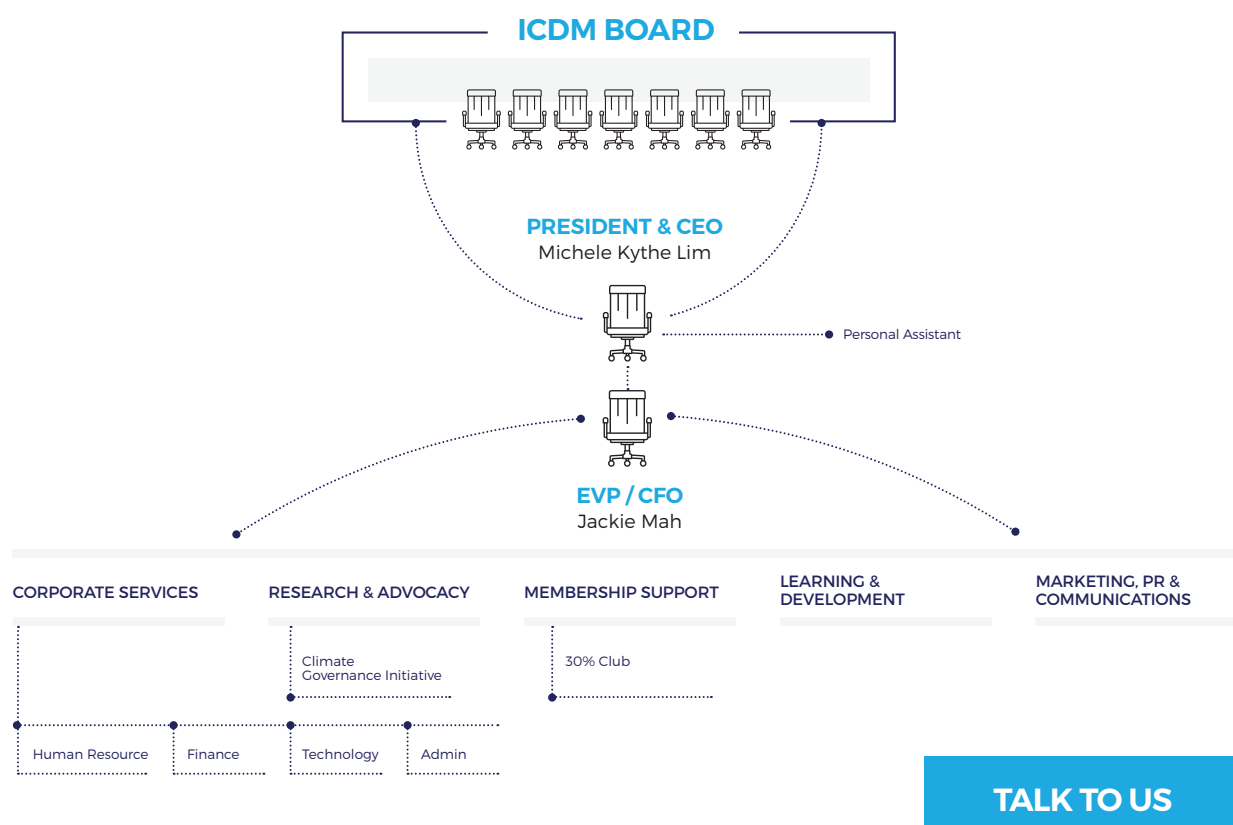
Maheswari brings with her more than 19 years of experience in compliance, regulatory, governance, ethics, fraud investigation and risk management functions from the commercial banking, investment banking, futures, securities, asset management and private equity industries. She also has more than 23 years of experience in company secretarial functions for a listed company. She is currently the Executive Director and Group Chief Regulatory and Compliance Officer of Kenanga Investment Bank Berhad.

From Left to Right
Top row: Tan Sri Zarinah Anwar;
Dato' Abdul Aziz Abdul Bakar;
Salleh Hassan
Second row: Dato' Azmi Mohd Ali;
Sarena Cheah; Dato' Seri Johan
Raslan; Maheswari Kanniah



The Team

A total of 23 staff from diverse backgrounds & expertise



Tailor a Bespoke Programme that drives specific results. Email [Jackie](#).

Meet your MCGG needs with a candid and objective-driven Board & Director Effectiveness Evaluation. Email [Haniza](#).

Sourcing of your Independent Non-Executive Directors stops here. Email [Diana](#).

ICDM membership supports your directorship journey and board needs. Email [Zafril](#).

Voice your burning issues and key challenges faced by Boards. Email [Vivian](#).



▲ In the spirit of Ramadan, the ICDM team has collectively contributed towards The Lost Food Project in the form of groceries for the needy.

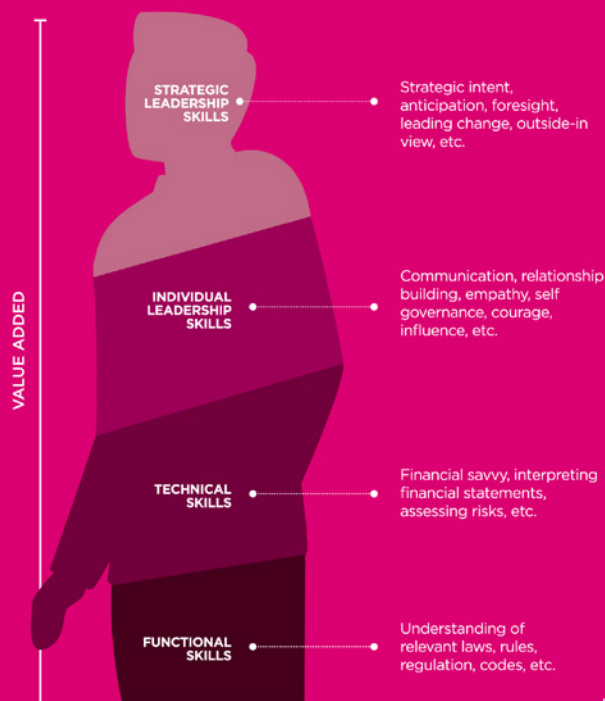


▲ Personalised Ramadan wishes from the ICDM team in ICDM's newsletter.



BE AN EFFECTIVE BOARD

Talk to us about board evaluation



UPSkill · MOVE UP

Join the ICDM Membership and explore our range of transformative training programmes.

What will Asian Boards Look Like in the Future?

BOLD 3: FUTURE-FLUENT BOARD LEADERSHIP IN ASIA

A research study by Center for Creative Leadership, created in partnership with ICDM.

More Independence	Diversity Of Nationalities	Increased Focus on Strategy	Meetings To Go Virtual	
Younger Boards		Smaller Boards	Shorter Board Tenures	More Demanding Shareholders
More Gender Diversity	Incremental Regulation	Talent to Take Centre-stage		From Hindsight to Foresight



ICDM Malaysia



@ICDMalaysia

#InformedBoard Never Lags Behind

Connect with us on social media

Your feedback matters

We value your feedback on our strategy, performance and reporting. This will help us understand the value we create as well as identify and prioritise areas for improvement.

If there are questions you need answered, please send them to us too. Your feedback, thoughts and questions will be used as part of our research and form the basis for our future programmes and initiatives. You are also most welcome to contribute your expertise and time to the director community. We look forward to embarking on this new journey of 'rebuilding' with you.

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Homepage www.icdm.com.my

LinkedIn www.linkedin.com/company/icdm-malaysia

Twitter www.twitter.com/icdmalaysia

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