# THE EFFECTIVE
# BOARD MEMBER

## 12-15 JANUARY 2026
### Saba

## RECOGNIZE THIS?

You're a (supervisory) board member on Saba. Your responsibilities are clear, and your intentions are good, but making a real impact can still be difficult. How do you, as a supervisor, have meaningful conversations with management and vice versa? How do you monitor integrity, role clarity, and continuity without overstepping your boundaries? And how do you handle new developments like AI, which fundamentally change your oversight?

## FOR WHO?

This practical training is meant for (supervisory) board members eager to understand how governance works and how to make a tangible difference. It is a targeted course that provides you with tools and insights to improve your oversight and teamwork, offering clear, actionable advice that you can easily put into practice.

## WHAT WE OFFER

This four-day course provides practical tools to help you perform your role confidently and effectively. No abstract theory, only tangible tools you can use right away: evaluation, onboarding, and information-sharing formats; tools for handling difficult conversations; and clear frameworks for managing technological and ethical issues.

## WHEN & WHERE

Location:        Saba - TBD
Dates:           12 - 15 January 2026
Times:           15:30 - 20:30 PM
Investment:      USD 2.995,-
Registration:    s.kits@themis-institute.org
Lecturers:       Prof. dr. Frank Kunneman
                 Mr. James McPhedran

## REGISTRATION

If you wish to register, please send an email with your details to **s.kits@themis-institute.org**
www.themis-institute.org

# PROGRAM
## & TOPICS

### DAY 1
## Monday
January 12, 2026

Fundamentals and Collaboration

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|---|---|
| 15.30 | Registration |
| 16.00 | Introduction |
| 16.30 | Fundamentals of Good Governance |
| 17.15 | Information and Information Sharing |
| 18.00 | Dinner |
| 18.45 | Evaluation as a Forward-Looking Instrument |
| 19.30 | Onboarding and Role Clarity |
| 20.15 | Wrap up Day 1 |
| 20.30 | Closing |

### DAY 2
## Tuesday
January 13, 2026

Integrity and Functioning

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|---|---|
| 15.30 | Registration |
| 16.00 | Code of Conduct and Integrity |
| 17.00 | Agreement of Assignment & Confidentiality |
| 18.00 | Dinner |
| 18.45 | Conflict Handling and Boundary Conversations |
| 19.45 | Cases for intervision |
| 20.15 | Wrap up Day 2 |
| 20.30 | Closing |

### DAY 3
## Wednesday
January 14, 2026

Deepening and Strengthening

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|---|---|
| 15.30 | Registration |
| 16.00 | Dissent and Board Dynamics |
| 17.00 | Continuity and Succession Planning |
| 18.00 | Dinner |
| 18.45 | Intervision and Self-Reflection |
| 19.45 | Cases for intervision |
| 20.15 | Wrap up Day 3 |
| 20.30 | Closing |

### DAY 4
## Thursday
January 15, 2026

AI in the Board Room and organization

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|---|---|
| 14.00 | Registration |
| 14.30 | What is AI in Saba? |
| 15.30 | AI and the role of the supervisory board |
| 16.30 | Break |
| 16.45 | Group Assignment "Design Your Own AI Playbook" |
| 17.30 | Presentation groups insight/dilemma/action |
| 18.30 | Diplomas |

## INVESTMENT

Your investment includes a participation fee of **USD 2.995,-** including course materials, beverages, and meals, excluding taxes. You will receive a diploma from the Themis Institute for Governance & Leadership.

This course provides you with **16 PE points**.

## THEMIS INSTITUTE
for Governance & Leadership

Our customized consulting & legal services are designed to work with your board based on specific goals and desires at this time in your governance journey.

Themis will work with and support you in identifying your specific governance issues or needs and provide you with proven principles and best governance practices to implement.

## Fundamentals of Good Governance
Participants will explore the key principles of good governance, including accountability, transparency, integrity, and the balance of power. The session highlights how these elements contribute to organizational resilience and public trust, providing a solid foundation for practical application in boardroom settings.

## Information and Information Sharing
Participants will analyze an example of an information protocol, identifying how it can be used to ensure timely, accurate, and relevant information flows between management and the board. This promotes transparency and informed decision-making, reducing misunderstandings and enhancing board oversight.

## Evaluation as a Forward-Looking Instrument
This session emphasizes the significance of regular board evaluations for ongoing improvement. Participants will engage in discussions about how to design and implement self-assessment processes, interpret findings, and utilize them to refine governance practices and enhance overall board performance.

## Onboarding and Role Clarity
This module provides practical tools, including checklists and scripts, to facilitate the effective onboarding of new board members. It focuses on clarifying roles and expectations early on, ensuring that new members understand their responsibilities, governance frameworks, and key organizational challenges.

## Code of Conduct and Integrity
Using a sample code of conduct and real-life scenarios, this session explores the practical implementation of integrity frameworks within organizations. Participants will discuss the challenges of upholding ethical standards, navigate conflicts of interest, and fostering a culture of integrity in governance.

## Assignment Agreement & Confidentiality
This session explores the legal and ethical responsibilities of board members, focusing on assignment agreements and confidentiality clauses. It emphasizes how clear contracts and mutual understanding help prevent conflicts and foster professional, transparent board practices.

## Conflict Handling and Boundary Conversations
Utilizing roleplay, this module teaches participants how to navigate sensitive conversations with colleagues or management. It focuses on maintaining professionalism, respect, and clarity while addressing challenging issues, ultimately enhancing collaborative relationships.

## Dissent and Board Dynamics
Through interactive discussion, participants will explore how diverse perspectives and an open, respectful culture contribute to effective governance. The session emphasizes building trust, encouraging constructive challenge, and managing dynamics to ensure productive board functioning.

## Continuity and Succession Planning
Using practical tools like a succession matrix, this session explores strategies for planning leadership transitions and knowledge transfer within boards. It emphasizes the importance of building bench strength and ensuring continuity of expertise, facilitating smooth governance transitions.

## Intervision and Self-Reflection
An interactive session where participants engage in peer coaching and self-reflection to critically examine their roles as board members. This promotes personal development, shared learning, and the cultivation of a reflective governance culture within the board.

## AI in your Organization – and in your Board
Using practical examples of AI, participants will deepen their knowledge of AI-use cases and the effect of AI on the organization and in the boardroom.

# LECTURERS

James McPhedran and Frank Kunneman bring together a powerful mix of knowledge and experience. Frank provides participants with valuable knowledge from a perspective of good corporate governance, James' combination of senior management and board experience provides practical perspectives on managing stakeholders and maximizing overall performance.

## JAMES MCPHEDRAN

James is a senior executive with a mix of governance, advisory and leadership experience across public, private and not for profit sectors.

James' 35 years in senior leadership encompassed roles with both American Express and Scotiabank in Canada. More recently, James has focused on advisory mandates with McKinsey Consulting and also sits on several Boards in Canada and the Caribbean, including Scotiabank Jamaica, MCB Group, CI Financial, and UNICEF Canada.

James believes that good governance drives good performance, and that a structure that enables trust and productive relationships is vital to success.
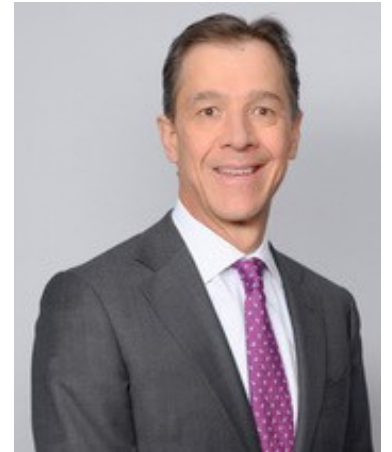
## PROF. DR. FRANK KUNNEMAN

Frank Kunneman is an internationally respected lawyer and a leading authority on corporate governance. He combines decades of academic knowledge with practical experience as a professor, lawyer, advisor, and supervisory director in the Dutch Caribbean, the Netherlands, and beyond.

As a founder of the Themis Institute for Governance & Leadership, he is committed to enhancing governance practices and guiding leaders to act with integrity and effectiveness. Frank combines academic precision with practical wisdom to shape ethical and effective governance.