



Global Corporate Venturing

Institute



CVC Board Members & Board Observers

Cohort-based masterclass for strategic investors serving as startup Board Members and/or Observers

Amplify your effectiveness and impact as a CVC Board Member or Board Observer

The definitive course on CVC Board Member and Board Observer strategies and best practices:

- Delivered via a fast-paced combination of lectures, challenging hands-on scenario role plays and interactive discussions with CVC, VC and legal experts, and cohort peers
- Explores the roles, responsibilities and global considerations for venture-backed company Board Members and Board Observers
- Describes the regulatory and contractual framework for startup company Board Members and Board Observers and outlines typical board meeting agenda and practices
- Delves into the nuances for strategic investors serving as startup Board Members and Board Observers (e.g. Board Member vs Board Observer strategies, Board Member vs Stockholder representative roles, side letters, corporate vs personal liability and reputational risk...)
- Includes library of resources, assessment-based certification framework and ongoing update/re-certification process to ensure team knowledge and skillset remain current
- Offers ongoing access to private Institute alumni LinkedIn group and quarterly online expert panels discussing CVC hot topics

Primary attendees:

- New or aspiring CVC portfolio company Board Members or Board Observers
- Experienced CVC Board Members or Board Observers in need of a 'refresher'
- CVC Investors, who share portfolio company investment management responsibility with Business Unit executives who hold the Board Member or Board Observer seats
- Business Unit executives who are or aspire to be CVC portfolio company Board Members or Board Observers
- In-house legal counsel who work with the CVC team

Also available as a bespoke program for CVC teams, business units and in-house legal counsel

Upcoming course dates:

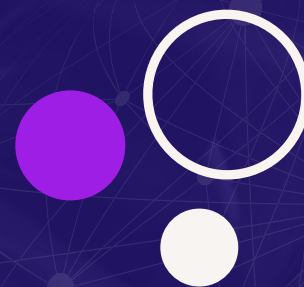
Q2	In-person course pilot (June 10-11, Silicon Valley)
Q3	<ul style="list-style-type: none">• In-person course launch• Live online course pilot
Q4	<ul style="list-style-type: none">• In-person course• Live online course launch



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Course Overview



About Venture-Backed Company Boards

- Legal framework (structure, governance and committees, applicable laws)
- Role of the Board and fundamental duties
- Board composition

Board Member Fiduciary Duties

- Duty of Care
- Duty of Loyalty
- Business Judgement Rule
- Safe Harbors and good Board Member practices
- Director and Stockholder roles
- Legal representations and protections
- US States and International variances of Fiduciary responsibilities

The Board Meeting

- Meeting logistics, quorum and structure
- Preparing for the Board meeting
- Nuances for CVC Board Members

Board Practices and Special Situations

- Serving on audit or compensation committees
- Dealing with down rounds or insolvency
- Preparing for exits/M&A
- Handling CEO/key executive transitions
- Stockholder situations
- Transitioning Board Member
- Portfolio company policies

The Board Observer Role

- Observer rights and responsibilities (contractual)
- What makes a good Observer
- CEO and VC expectations of CVC Board Observers
- Confidentiality and Conflicts of Interest
- The Side Letter

Unique CVC Board Situations

- Board Seat vs. Board Observer Seat: Pros and cons
- BU representatives as portfolio company Board Members or Observers
- Transfer of an existing CVC Board Seat/Observer Role