



# Corporate Governance

**RDJ** | MORE THAN LAW

# Corporate Governance & Risk Management

**Good corporate governance demands much of directors and stakeholders; it's more than regulation, it's about transparency, scrutiny, interrogation, diversity and integrity. We operate within a highly regulated environment with increased public scrutiny and company directors have significant responsibilities around corporate governance and risk management.**



Good corporate governance is about having in place robust policies and procedures, but equally it is about developing and maintaining the right culture to deliver effective and accountable management of the business. It is a process that must be steered and will not happen just by chance.

At RDJ, our focus is more than law, it's about your business. Not only do we assist your team to understand and implement the legal principles driving good corporate governance, but will also help your team to build a strong culture of compliance across your business.

We know that organisational values are as important in achieving strong corporate governance as legal compliance and we help clients sustain and instil these values.


Our team has a wealth of experience dealing with the regulations that impact corporate governance and the associated statutory responsibilities and compliance obligations for companies, directors and officers.

A photograph of two business professionals in a meeting. One man is pointing at a smartphone while another looks on. In the background, several computer monitors display various data visualizations, including line graphs and bar charts.

# Reputation Management

We know that your reputation, like ours, is one of your most valuable assets. A well respected brand takes years to build and minutes to destroy.

In an increasingly connected and content-driven world, reputations can be tarnished instantly and result in significant loss of business, revenue and goodwill.

A black and white photograph of a man in a suit, seen from the side, with his hand to his chin in a thoughtful pose. He is standing in a large, complex maze made of concrete blocks.

## Threats to reputation & brand may derive from:

- social media
- litigation
- regulatory investigations
- published on or off-line content
- intellectual property infringement
- defamation
- data breaches

We work closely with clients at a pro-active and re-active level to develop both online and off-line strategies that minimise threats to reputation and ensure your business is ready to respond appropriately and expeditiously when a crisis emerges.

# Company Secretarial

**We assist with company registrations, compliance filings and reports, but also ensure our clients are kept up to date on their obligations through regular bespoke corporate governance awareness training and briefings.**

It is this focus on knowledge management and continuous improvement that helps our clients manage their risk and maintain a culture of best practice corporate governance across the entire organisation and not just at board level.



#### **We can help you manage:**

- company incorporation
- filing compliance
- corporate governance and compliance health check
- GDPR compliance
- money laundering compliance

#### **We regularly advise on:**

- directors' & secretaries' duties
- connected party transactions
- shareholder and boardroom disputes
- anti-corruption
- conflict management

#### **Who we work with**

- boards, shareholders and other key stakeholders of listed, public and private companies
- partnerships
- state bodies
- semi-state bodies
- not for profit sector
- charities



# RDJ SERVICES

## **CORPORATE GOVERNANCE AND COMPLIANCE HEALTH CHECK**

To ensure your company is fully compliant, we offer:

- review of company registers
- completion of company searches to cross-reference documents lodged in the Companies Registration Office with the details contained in the company registers
- updating of registers where necessary to ensure the details recorded are correct
- completion of the register of beneficial owners
- review of minute book to ensure that directors' and shareholders' meetings are held and minuted as appropriate

## **CORPORATE GOVERNANCE**

- corporate governance awareness training e.g. directors, secretary and management
- drafting AGM/EGM/board meeting minutes
- review and development of all relevant policy documents

## **DATA PROTECTION**

Compliance advice including:

- audit
- compliance assessments
- data breach investigations and response
- data subject requests

- data processing and sharing agreements
- international data transfers

## **ANTI-CORRUPTION**

Advice in respect of new Irish bribery and corruption legislation

- what does it mean?
- what does the law prohibit?
- to whom does it apply to?
- the consequences of a breach
- how to comply with it and protect your company

## **REPUTATION MANAGEMENT**

- reputation protection health check
- tailored compliance and policy material to mitigate risks against reputational threats
- reputation crisis plan
- education and training in reputation management skills
- dispute resolution and litigation management across all areas including defamation and intellectual property infringement litigation
- advice on notice and takedown procedures from social media platforms

## **COMPANY SECRETARIAL COMPLIANCE**

- company formation
- provision of registered office
- assistance with opening of bank accounts

- provision of company secretary

- nominee director arrangements

- provision of authorised person to act on behalf of a branch (BREXIT preparedness)

- annual corporate compliance check

- change of existing annual return date

- change of financial year end

- application for an audit exemption

- annual general meeting (multi-member company)

- dispensing with annual general meeting

- preparation of minutes, resolutions and CRO forms

- maintenance of combined company registers

- provision of company searches / letters of status

- liaising with CRO and Revenue on behalf of Clients on a variety of matters including obtaining documents for use abroad in opening of bank accounts, etc.

## **TAXATION SERVICES**

- bespoke tax advice and planning can be provided by the RDJ Tax Team on a project to project basis as appropriate



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## Get in touch

For further information on any corporate governance matter, please contact your usual RDJ contact or:

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