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CARIBBEAN CORPORATE  
GOVERNANCE INSTITUTE

*Celebrating 10 years in 2022*

# ANNUAL REPORT 2022

# CCGI 10th Anniversary



THE BOARD OF DIRECTORS OF CCGI 2022: SITTING FROM LEFT ARE: FE LOPEZ COLLYMORE, CAMILLE FACEY, NIGEL ROMANO (CHAIRMAN), KAMLA RAMPERSAD-DE SILVA (CEO), SUZANNE FFOLKES-GOLDSON, AVIA LINDIE. STANDING FROM LEFT, ROBBIE RAMBARAN, BRENDAN KING, MARLON YARDE, DR RON SOOKRAM AND OLIVER JORDAN

<b>About the CCGI</b>	<b>4-7</b>	<b>Director's Bios</b>	<b>24-34</b>
<b>Chairman's Report</b>	<b>8-11</b>	<b>Director Skills Matrix</b>	<b>35</b>
<b>Governance Week</b>	<b>12</b>	<b>Attendance at Board Meetings</b>	<b>36</b>
<b>CEO's Report</b>	<b>13-17</b>	<b>2022 Activities Calendar</b>	<b>37-39</b>
<b>Participant's Feedback</b>	<b>18</b>	<b>CCGI's 10th Anniversary</b>	<b>40-59</b>
<b>Membership</b>	<b>19-21</b>	<b>Notice of Meeting</b>	<b>60-61</b>
<b>Corporate Information</b>	<b>22</b>	<b>CCGI Infomation</b>	<b>62</b>
<b>Director's Report</b>	<b>23</b>	<b>Sponsors of 10th anniversary gala</b>	<b>63</b>



### Establishment of the CCGI

The Caribbean Corporate Governance Institute (CCGI) is a membership organisation for all stakeholders of corporate governance in the region. It is headquartered in Trinidad & Tobago at the Chamber Building, Columbus Circle, Westmoorings. The Institute is a duly incorporated, not-for-profit company that was established in 2012.

It is an independent, self-funded entity.

The Institute is dedicated to being part of a solution-oriented ecosystem that fosters good corporate governance within the Caribbean region.

To this end, the Institute focuses on the following to achieve this goal:

1. Executive Education and Professional Development
2. Standards and Guides
3. Advocacy
4. Membership

### Executive Education and Professional Development

Good corporate governance is a key pillar of success for any organisation. The CCGI aspires to enhance professional standards in all boardrooms in the Caribbean through its portfolio of world class executive education courses and professional development programmes.

The Certificate in Corporate Governance was first offered in 2014 in Trinidad & Tobago followed by Barbados in 2015. There are two higher levels to the programme which are currently under review, a Diploma in Corporate Governance and a Chartered Director programme.

The Institute also offers customised in-house training sessions as well as a wide range of public programmes and virtual sessions to promote collaboration and dialogue towards improvement of director's and senior management's understanding of corporate governance practices.

## 5. About the Caribbean Corporate Governance Institute Cont'd



Annual Report 2022

The CCGI aims to promote Corporate Governance best practice in the region and beyond by facilitating learnings via various programmes and initiatives. This approach has led to several successful key collaborations with international bodies like the CSIA and the Good Governance Academy similarly positioned to promote good governance practices.

### Standard and Guides

The Institute co-authored the Trinidad and Tobago Corporate Governance Code ("the Code") in 2013 with the Trinidad & Tobago Chamber of Industry and Commerce and the Trinidad & Tobago Stock Exchange while also acting as the Secretariat. The Code can be used as best practice for entities with public accountability that wish to improve their corporate governance on a voluntary basis. It is also used by tertiary education institutions in Trinidad and Tobago as reference material for their corporate governance programmes. The Code can be accessed freely on our website ([www.caribbeangovernance.org](http://www.caribbeangovernance.org)).

### Advocacy

The knowledge provided by the Institute empowers its members and interested corporate governance stakeholders to make the case for proper corporate governance. The Institute promotes this knowledge transfer through active promotion of material through traditional and new media channels across the region.



## 6. About the Caribbean Corporate Governance Institute Cont'd



### CCGI's Purpose

The objectives of CCGI are:

- (i) To promote world class transparency and competitiveness of public, private and state or municipality owned companies in the Caribbean through the promotion of leading corporate governance practices.
- (ii) To offer corporate governance education programs to board members and officers of public, private and state or municipality owned companies including non-governmental and voluntary organisations in the Caribbean.
- (iii) To develop and maintain corporate governance guidelines for Caribbean companies to promote best international corporate governance practice in the region;
- (iv) To establish and maintain an active network of members;
- (v) To establish relationships with international bodies active in corporate governance as well as with peer organizations in other countries;
- (vi) To raise national and regional awareness of corporate governance practices adopted in Caribbean countries; and
- vii) To provide advice and counseling on corporate governance practices and related matters

## Annual Report 2022

The poster for the 3rd Annual Global Conference is blue with white and yellow text. It features three circular portraits of speakers: Professor Bob Garratt (1), Ileana Salas (2), and Nandi Mandella (3). The text includes the CCGI logo, the conference title, the theme 'BUILDING BUSINESS SUSTAINABILITY IN A CIRCULAR ECONOMY', the speakers list, the date 'NOV 8TH & 9TH 2022', the times 'AST 10:30 AM - 2:30 PM' and 'UK 3:30 PM - 7:30 PM', the pricing 'US \$200 / TTD \$1340' and 'US \$100 / TTD \$670 (Members)', and contact information. A blue banner at the bottom states 'Zoom Online event' and 'Online payments available through PayPal'.

**3rd Annual GLOBAL CONFERENCE**

BUILDING BUSINESS SUSTAINABILITY IN A CIRCULAR ECONOMY

**SPEAKERS**

- 1. Professor Bob Garratt - Best selling UK Author of "The Fish Rots from the Head"
- 2. Ileana Salas - Non Executive Director and Founder Climate Governance Central America & Caribbean Chapter - Costa Rica
- 3. Nandi Mandella - Business woman, South Africa

**10 CPDs**

**NOV 8TH & 9TH 2022**

AST 10:30 AM - 2:30 PM  
UK 3:30 PM - 7:30 PM

**Pricing -**

US \$200 / TTD \$1340  
US \$100 / TTD \$670 (Members)

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**MORE CONTACT INFO:**  
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[info@caribbeangovernance.org](mailto:info@caribbeangovernance.org)

Zoom Online event      Online payments available through PayPal

### Appointment, Term, Election & Retirement of Directors

Section 4.04 (a) of the bye laws provide for a board member to serve for an initial term of three years, with an option to be re-elected for a second term.

Any further service on the board is possible only after a special resolution is brought to the Annual Meeting and approved by the members.

The board currently comprises eleven (11) directors one of whom is the CEO who holds this position ex officio. Five positions become vacant at this Annual Meeting. This includes our chairman Nigel Romano, and Mr Marlon Yarde. The other three (3) are Robbie Rambaran and Avia Lindie from Guyana and Dr Ron Sookram from Trinidad and Tobago. All three joined the board for the first time in 2020 and have offered themselves for re-election.

Mr Romano is expected to continue to serve on the board via special resolution, while Mr Yarde will retire from the board.

### Incoming directors

Mrs. Carmel Haynes from Barbados is a proposed nominee for election at this Annual Meeting. The terms of directors elected at this meeting will expire at the 12th Annual Meeting. Profile information of Mrs Haynes has been made available to members in accordance with the by-laws of the Institute.

Dr Ron Sookram had agreed to serve a shortened term of two years in order to set a more balanced term of rotation for board members and this was provided for in the Notice of Meeting. Thus following which they will be eligible for a further term of three years.

### Board Compensation

Section 5.08 (a) states that no fees, honoraria, stipends or allowances are to be paid to directors for performing their duties and responsibilities as directors.



### Message from our Chairman - Mr Nigel Romano

Dear Members and Stakeholders,

I am delighted to present the Chairman's Report for the Caribbean Corporate Governance Institute's 2022 Annual Report, celebrating the remarkable growth and achievements we have witnessed in the past year. As a non-profit organization, the CCGI has continued to play a vital role in advocating and advancing the principles of good corporate governance throughout the Caribbean. Our dedication to this cause has been demonstrated through the successful delivery of workshops, conferences, and panel discussions. These initiatives have provided invaluable opportunities for business leaders, policymakers, and stakeholders to come together, share insights, and engage in productive dialogue on best governance practices.

Throughout 2022, the CCGI focused on strengthening awareness and understanding of corporate governance issues within the Caribbean region. We continued to work diligently to foster a culture of transparency, accountability, and ethical behaviour among corporations and organizations.

### Strengthening the CCGI Brand

In 2022, the CCGI brand flourished and gained increasing recognition as a leading authority in promoting good corporate governance practices throughout the Caribbean. Our dedication to excellence and commitment to our mission played a significant role in this progress.

**International Recognition:** The impact of our events has transcended regional boundaries, gaining international recognition as reputable forums for corporate governance insights and discourse. The increased participation of global stakeholders is a testament to the credibility and value our events bring to the global governance landscape.

**Governance Week:** Our annual Governance Week held in the last week of June 2022, which focused on theme “Developing the Conscience of the Board”, looked at issues that are difficult to define and manage, including integrity, ethics and good governance. The weeklong discussions were filled with thought-provoking ideas and knowledge sharing. Like the global conference, Governance Week offered a dedicated forum that not only served as a platform for exchanging ideas and best practices, but also fostered valuable connections between industry leaders and experts from around the Caribbean and the globe.

### Analysis of Corporate Governance Issues Facing the Caribbean

**Board Diversity:** While some progress has been made, there is still room for improvement in terms of board diversity in the Caribbean. Gender, ethnicity, and age diversity continue to be pressing issues that need to be addressed to ensure more inclusive decision-making processes within organizations. We continue to work on engaging a broader audience to facilitate a more inclusive and comprehensive dialogue on governance issues relevant to our unique socio-economic landscape.

**Shareholder Activism and Rights:** The empowerment of shareholders and their ability to hold management accountable is a fundamental aspect of good corporate governance. The Caribbean region faces challenges in ensuring effective shareholder participation and safeguarding their rights.

**Regulatory Compliance:** Stricter Compliance with corporate governance regulations remains a major issue, and regulators are being more diligent as demonstrated by the introduction of stringent fines in Jamaica for non-compliance with their Companies Act. This will no doubt be followed in the region and so we need to prepare boards for the challenges this brings to the governance landscape.

**Cybersecurity and Data Privacy:** With the increasing reliance on technology, companies in the Caribbean must prioritize cybersecurity and data privacy to protect themselves and their stakeholders from potential threats.

### Continued Focus on Excellence

As the CCGI brand continues to strengthen, we remain steadfast in our commitment to excellence and continuous improvement.

We are devoted to further elevating the quality and impact of our initiatives to ensure we meet the ever-evolving needs of the Caribbean corporate governance community. Looking ahead, the CCGI recognizes that there is still more work to be done to create a sustainable and thriving corporate governance ecosystem across the region. Therefore, we will focus on the following key areas to build upon our achievements and address the identified challenges:

**Education and Capacity Building:** The CCGI will continue to invest in educational programs, workshops, and training sessions to empower directors, executives, and governance professionals with the knowledge and skills needed to implement and uphold effective governance practices.

**Advocacy and Collaboration:** We will strengthen partnerships with regional governments, regulatory authorities, and industry associations to advocate for the adoption of sound governance frameworks and create an environment conducive to responsible business practices.

**Research and Thought Leadership:** We will undertake comprehensive research to identify emerging governance trends and challenges specific to the Caribbean context. Through thought leadership initiatives, we will share insights and propose innovative solutions to these challenges.

**Engaging Stakeholders:** Recognizing the importance of engaging all stakeholders, the CCGI will actively seek input from shareholders, employees, regulators, and the broader community to promote inclusivity and transparency in decision-making processes.

**Cutting-Edge Content:** The CCGI will continue to curate cutting-edge content, incorporating emerging trends, best practices, and innovative approaches to corporate governance. We aim to be at the forefront of new developments, inspiring our stakeholders to embrace progressive governance practices.

**Sustainability:** Sustainability will be a key pillar of our future endeavours. We will focus on integrating sustainable business practices informed by Environmental, Social, and Governance (ESG) considerations into corporate governance principles to foster long-term success and responsible business conduct.



I would like to extend my sincere appreciation to our CCGI Board of Directors, who have contributed their time, expertise, and unwavering support to the Institute's continued success. I also want to thank our dedicated and indefatigable CEO Kamla Rampersad de Silva, whose passion and commitment is primarily responsible for the success of the Caribbean Corporate Governance Institute. Her dedication, vision and hard work has been instrumental in strengthening the CCGI brand and elevating the importance of good corporate governance in the Caribbean region.

In conclusion, I am honoured to have played a small part in the CCGI's extraordinary progress in 2022. The resounding success of Governance Week and our global conferences has firmly positioned us as a leading voice in promoting good corporate governance practices. As we continue our journey, we are determined to confront the governance challenges ahead and contribute to the creation of a more resilient and responsible corporate landscape in the Caribbean.

Sincerely,  
Nigel Romano,  
Chairman, Caribbean Corporate Governance Institute



**Chairman**  
**Nigel Romano**

## 12. Governance Week 2022 flyer and Souvenir Poster of all speakers and panellists



# GOVERNANCE WEEK 2022

"Developing the conscience of the board"

## MEETING AGENDA



**DAY 1**

JUNE 27TH 2022

### CORPORATE SECRETARIES FORUM

7 CPDs

11:30am - 6:30pm AST  
10:30am - 5:30pm EST  
4:30pm - 11:30pm UK

[www.caribbeangovernance.org/events](http://www.caribbeangovernance.org/events)

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## Annual Report 2022



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Bronze Sponsors



### Building a resilient CCGI

Life as we know it is changing fast.

In a post-pandemic landscape, the world economy is still volatile, as evidenced by tensions between Russia and Ukraine which have exacerbated global problems including supply chain issues, reversion of gains made in movements to reduce carbon emissions and an increase in inflation impacting people's mental health. As the World Economic Forum categorised it, we have entered into a polycrisis.

At the start of 2022, the CCGI hosted a joint panel discussion with Lok Jack Global School on the impact of the Ukraine war on the region. This year, we see that the growth of AI has everyone on edge, including its founders. We began this discussion in the region with looking at the implications of ChatGPT on businesses. Over the last few months, this concern has only intensified.

#### CCGI's growing influence

At CCGI, we have sought to provide relevant and updated information through workshops and panel discussions to keep everyone aware of implications for us in the Caribbean region. We are very pleased with the growing influence that we have had in the lives of members and friends of the institute.

Today, I want to share with you my pride in the numbers to reflect that growth. When I joined as CEO in 2019, the institute had 78 active members. This has now increased to over 200 members. The detailed report on Page 21 will attest to our growth, of which I am extremely happy. However, the reality is that these numbers reflect just the tip of the iceberg in terms of the numbers of directors and senior managers in the region, who should be involved members of this institute.

At our board retreat in November last year, I proposed a bold and audacious goal of 100% growth in membership by the end of 2023. This is the kind of growth we need if we truly intend to be a force for positive change.

Our membership now reflects persons from Trinidad and Tobago, Barbados, Guyana, Jamaica, St Lucia, St Vincent and the Grenadines as well as from St Maartin and the British Virgin Islands, and also Canada. We hope that for our 2023 Annual Report we would be able to include Belize on the list.

### Our focus on Advocacy

Over the last few years we have been engaging with directors, corporate secretaries and senior managers in a wide range of workshops, panel discussions, masterclasses and conferences, including the third annual Governance Week which focused on good governance with the theme of Developing the Conscience of the Board.

We are happy that these sessions have had speakers from around the region, and internationally who have generously shared ideas, concerns and at the same time helped develop skill and competence for more effective decision making in the boardroom.

### The move to becoming a social entrepreneurship

It is important that we continue in this vein, but also to expand and reach more organizations such as those in the state sector, volunteer organizations and non-profit groups.

Attendance at the events have been fluctuating. At times we have had fully subscribed events, and other times it has been less than expected. Even Governance Week, which was hugely successful in many respects, did not attract increased numbers of participants as we had hoped. In fact one member described CCGI as the best kept secret.

To fix this we need to build on our marketing efforts, and also work to attracting sponsorship which will make it easier to further reduce prices for our members at these events. And this must be judiciously done so as to ensure that we are able to pay our bills without being dependent on sponsorship - in order words, a true social entrepreneurship.

Over the last year we introduced a freelance system of service providers, persons who are able to provide a few hours of service per week. This is building slowly but at present comprise some persons who have demonstrated that they are very committed to seeing CCGI's success. And this has to be a key element of those who join our team. It has to be a passion for success and a love for governance and a genuine desire to see change and improvement in the quality of lives of people.

Ultimately that has to be our common objective.

### Significant events from 2022

There was excellent attendance at our 10th anniversary gala last year which was held at the historic Mille Fleur building in Port of Spain. At this event we also named Prof Bob Garratt as CCGI's Global Ambassador. Prof Garratt is the author of *The Fish Rots from the Head*, and the support behind much of what we do.



### The Financial Status

The financial strength of the CCGI has grown over the years. We are able to pay our bills and are extremely grateful to our sponsors who made it possible for us to have a grand celebration for the 10th anniversary. We were able to fly across our directors from around the region, host them at the gala and also engage in a board retreat. Here, the directors were able to face each other and engage in healthy debate on the future of CCGI. As a non profit organisation, we are committed to focusing our energies on giving value but making sufficient income to pay our expenses.

### Ensuring membership engagement

Delivering value to our members is important to us. We have hosted a range of events to develop awareness in evolving governance practices. We started the, 'CCGI conversations,' series which is free to our members which featured speakers such as Kathryna Baptiste Assee, General Counsel and Corporate Secretary from Angostura, Gail Allick Solomon – corporate secretary at TSTT and Ceronne Bayley, a corporate secretary and governance consultant.

There is much more to be done and we look forward to developing unique programmes that will be offered to members only to ensure they have cutting edge knowledge and can serve effectively in any organisation.

For instance, we consider corporate secretaries to be an underserved segment of our governance professionals and we are launching a Corporate Secretaries Forum to allow for networking and support for this important governance professional. We are currently drafting a code of ethics and guidelines for ensuring that privacy and confidentiality is respected.

### Major happenings in 2023

#### *Revision of the Trinidad and Tobago Corporate Governance Code*

We have instituted a working committee for revision of the TT Corporate Governance code, under the able chairmanship of Ronnie Bissessar SC. The Code was published in 2013 and global best practice is that these codes of practice are reviewed every three years. We were happy to get the agreement and approval of the Trinidad and Tobago Chamber of Industry and Commerce and the Trinidad and Tobago Stock Exchange, which has formed a Steering Committee for this exercise. The Working Group has been hard at work and it is expected that they would complete the review by the end of the year.

### Corporate Governance events in Guyana

The CCGI will be hosting a Governance Dinner and 3-day workshop designed specifically for the market in Guyana. This would be from Sunday August 20th with a dinner at the Marriott and workshops on Aug 21 to 23, 2023.

We look forward to a very engaging time in Guyana as we are being guided by former CCGI director Ramesh Dookhoo, with current directors Robbie Rambaran and Avia Maria Lindie. Very special thanks too to our long standing member Elizabeth Cox and our relatively new member Mohini Somaroo as both offer yeoman support. Excitingly, the workshops will be facilitated by our CCGI director Camille Facey from Jamaica. It promises to be very exciting and may signal the start of similar events in other countries in the region.

Finally, I wish to thank my team, Kristy Johncilla Crouch from Smartserv, Donnie Shah from D. Shah and Associates, Kylelash Rampersad, and Renuka Maharaj, who joined us for a few months as Executive Assistant to the CEO just when critical help was needed for preparation of our 10th anniversary gala celebration. We now welcome on board Amelia Ragbir, who recently joined our team.

Many thanks to our support team of freelancers, Ceronne Bayley, Simone Francois-Whittier, Cavelle Joseph-St Omer, Kimberly Chan-Boodram, Bevan Narinesingh, Tara Seraphina Knight, Mohini Somaroo and more recently Ria Mankee Sookram.

### Having a good board

Nonprofit organisations are particularly challenging for directors because they generally have to help with operational support, and they receive no stipend.

I am grateful for the support of my board of directors for what has been an extraordinary year. Their trust in me to pull off costly events like our 10th anniversary Gala celebrations, was humbling. Very special thanks to our chairman, Nigel Romano, for his unstinting support and active participation in many of our events and activities, and Fe Lopez Collymore who serves as a mentor and sounding board to me.

As we bid farewell to Marlon Yarde, we thank him for his many years of hard work and dedication to building CCGI, and we look forward to continuing relations with him and the Barbados Stock Exchange.

### Much more to be done

Though we have achieved much in the last 10 years there is far more to accomplish.

We have to ensure continued relevance of the training programmes and are happy that Dr Chris Pierce has agreed to review our changes to the Certificate in Corporate Governance programme. We have transitioned to an online exam to conclude this certificate but more work needs to be done to update the other two levels, the Diploma and Chartered Director.

Furthermore, as we grow our membership, we look forward to engaging the conversation so that we have a common language in the region for moving forward. We are excited to continue to work with our members and to collaborate with everyone who shares our purpose of improving our corporate governance landscape.



**Chief Executive Officer**  
**Kamla Rampersad de Silva**

## 18. Feedback from our participants collected after each session



A word cloud of participant feedback. The words are arranged in a circular pattern, with larger words indicating higher frequency. The words include: Logical, Timely, Valuable, relevant, Structured, helpful, comprehensive, enlightening, interesting, interactive, Virtual, effective, diverse, applicable, practical, engaging, detailed, progressive, educational, relatable, dynamic, impactful, insightful, wide-ranging, collaborative, knowledgeable, organized, Excellent, and informative. The words are in various colors including blue, green, orange, red, purple, and yellow.

Logical Valuable Timely  
informative great relevant  
comprehensive Structured  
enlightening helpful concise  
interesting interactive Clear useful Virtual  
engaging applicable practical  
detailed progressive educational relatable  
organized Excellent dynamic  
knowledgeable insightful wide-ranging  
collaborative impactful

### 2022 Organizational Members

## ORGANIZATIONAL MEMBERS



### Building a strong membership base

CCGI is a membership organisation. We began taking members in 2013 and had reached an impressive 169 members in 2018. The institute faced some difficulties in 2019 and this impacted membership as numbers went down to 78. Then came the 2020 pandemic which meant a lot of disruption. Yet we managed to grow to 117 members in 2020 and then continue to trend upwards ending at 138 members at the end of 2021.

Encouraged by the responses, we initiated an annual informal meeting of the CEO with Members and Friends.

The objectives were:

1. To allow persons to feel connected and heard
2. To allow for persons to provide direct feedback to us on what they valued from CCGI, so we may ensure to preserve that value, and
3. To receive any other ideas, suggestions or comments that may be helpful to us to improve governance practices in the region.

Over the last four years, this has resulted in a resounding success as it led an innovative strategies to reduce prices and also propelled us to provide a slew of new offerings.

We introduced a series on Managing Board Conflict to help persons learn how to manage difficult conversations.

We began the CCGI Conversations With series which were free to members, and have three segments in the Role of the Board series looking at the role of the chair, the non executive director and How good boards are run.

All of these are a direct response to suggestions from these meetings.

### **Our organisational members for 2022 were:**

Gold: Republic Bank Limited, First Citizens Bank Limited, Scotiabank Trinidad and Tobago Limited, JMMB Group Limited, CLICO.

Silver: Trident Trust Company (BVI) Limited, Republic Bank Limited

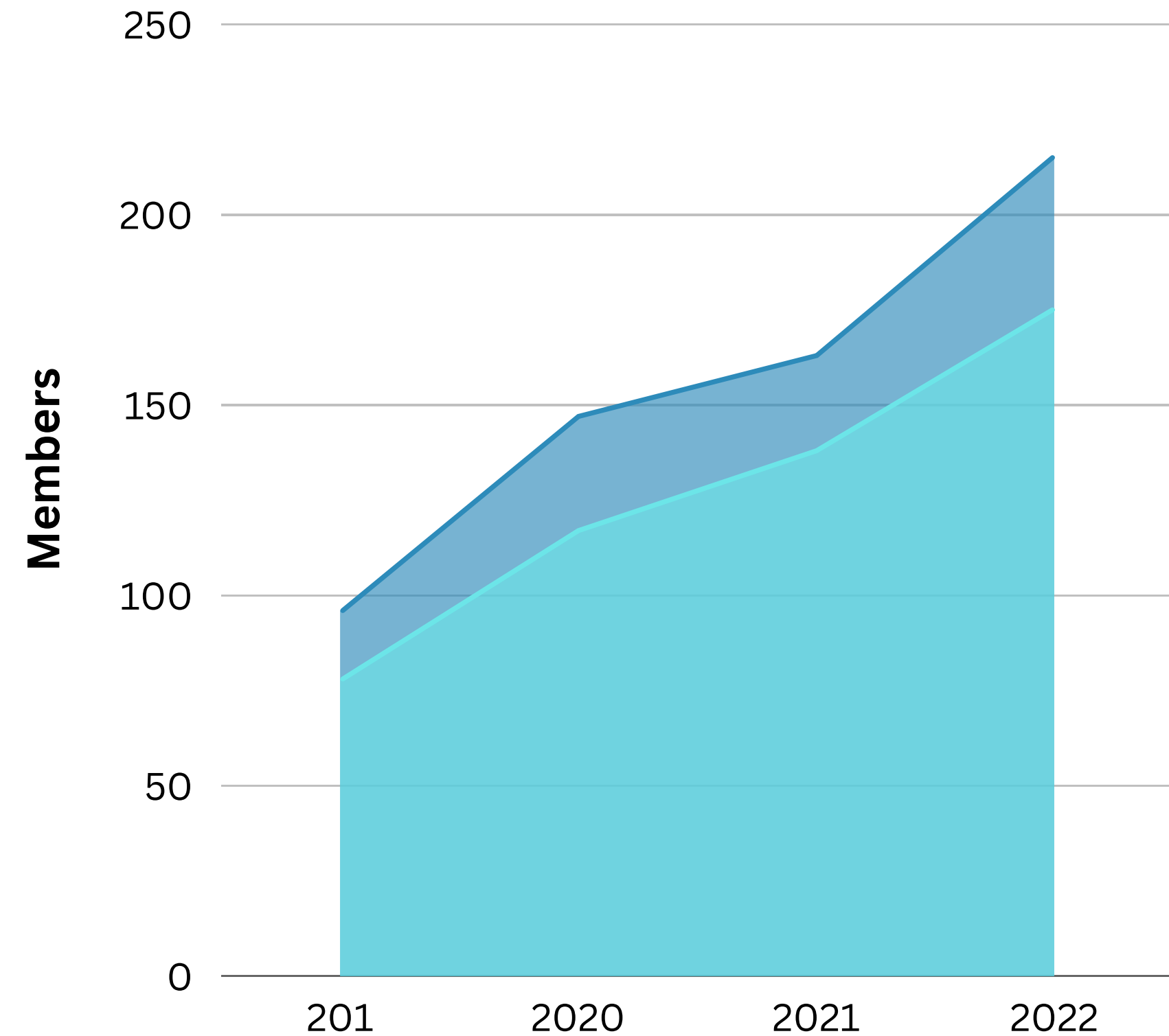
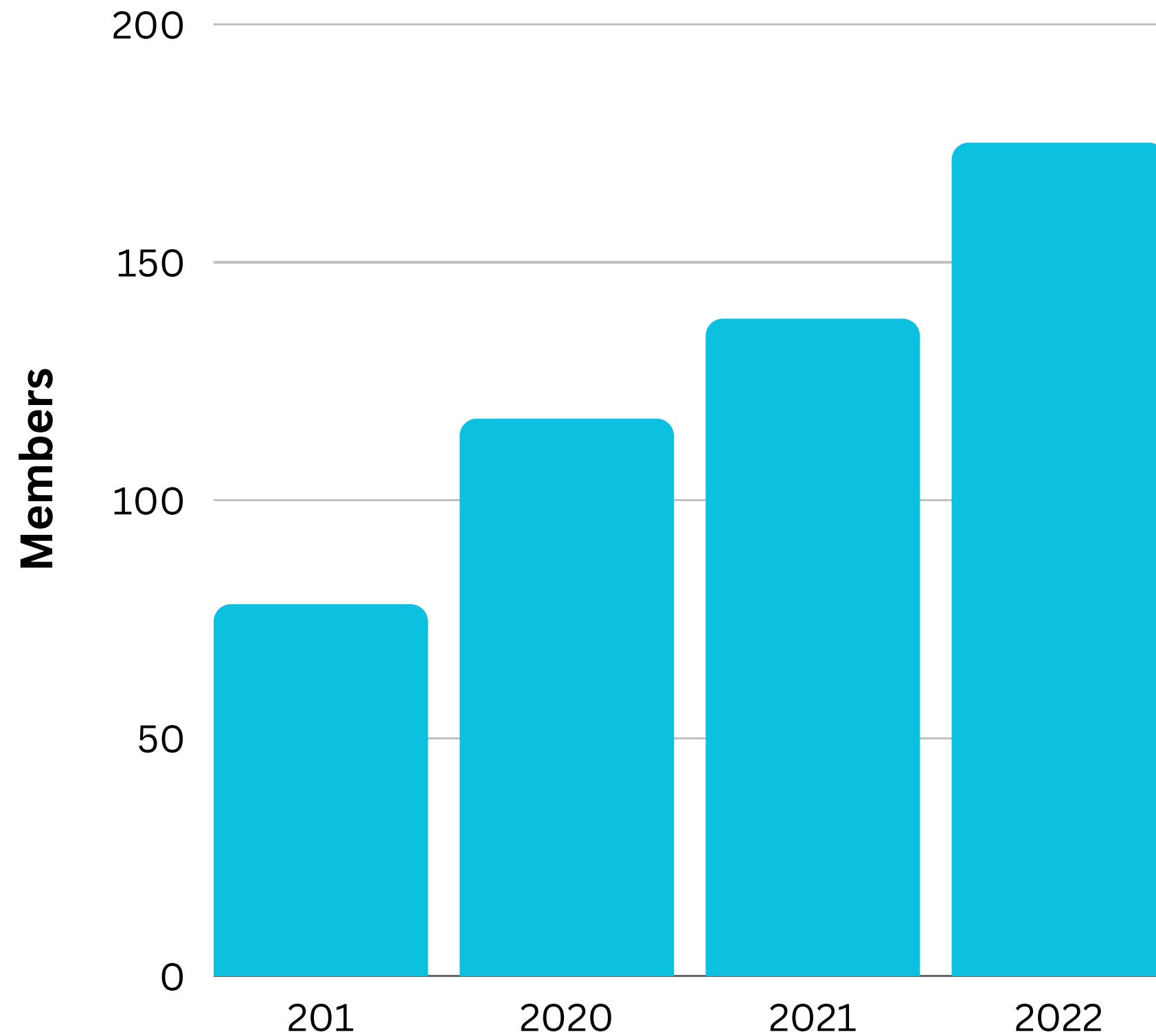
Bronze: Barbados Stock Exchange Inc., Beacon Insurance Company Limited, Massy Holdings Limited, Guardian Holdings Limited, Guardian Shared Services Limited, Aegis Business Solutions Limited. NEDCO, Intercaribbean Legal Services from Barbados and the Trinidad and Tobago Human Resource Management Association (HRMATT)

## 21. CCGI Membership Information Cont'd



Annual Report 2022

CCGI membership growth since 2019



## 22. Corporate Information



Annual Report 2022

### Chairman

Nigel Romano

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### Board of Directors

1. Fe Lopez Collymore
  2. Brendan King
  3. Marlon Yarde
  4. Ava Maria Lindie
  5. Robbie Rambarran
  6. Ron Sookram
  7. Camille Facey
  8. Oliver Jordan
  9. Suzanne Ffolkes-Goldson
  10. Kamla Rampersad de Silva
- 

### Chief Executive Officer

Kamla Rampersad de Silva

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### Registered Office

First Floor Chamber Building Columbus Circle Westmoorings

---

### Auditors

Ravi Maharaj & Associates

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### Bankers

Scotiabank Trinidad and Tobago Limited  
Ellerslie Plaza Maraval Trinidad & Tobago

CIBC First Caribbean International Bank  
74 Long Circular Road Maraval Trinidad & Tobago

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### Corporate Secretary

Aegis Business Solutions Limited

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The Directors are pleased to present their report to the Members for the year ended 31st December 2022.

### Principal Activities

The principal activities of the Company are:

- (i) the promotion of world class transparency and competitiveness of public, private and state owned companies in the Caribbean through the promotion of leading corporate governance practices;
- (ii) the offering of corporate governance education programmes to board members and officials or organizations;
- (iii) the development and maintenance of corporate governance guidelines for Caribbean companies to promote best international corporate governance practices in the Region.

### Financial Performance:

Turnover 1,292,301  
Profit before Taxation 107,332 loss  
Taxation 12,900  
Net loss 120,232

*\*all dollar values in this document reflect TTD*

### New Directors

At a Special Meeting of the Board of Directors of the CCGI held on July 6th 2023, the following nominees were accepted by the Board as being suitable candidates to fill the existing vacancies on the Board. As such the board recommends the election of these nominees at the Annual Meeting

- (i) Mr. Nigel Romano
- (ii) Mr. Robbie Rambaran
- (iii) Ms Avia Lindie
- (iv) Dr Ron Sookram
- (v) Ms. Carmel Haynes

By Order of the Board

Aegis Business Solutions  
Corporate Secretary

Registered Office  
First Floor, Chamber Building  
Columbus Circle  
Westmoorings



### **Nigel Romano | Chairman**

PARTNER, BUSINESS COACHING & ADVISORY SERVICES, MOORE TRINIDAD & TOBAGO, A MEMBER FIRM OF MOORE GLOBAL

Nigel is a Chartered Accountant with extensive experience in public accounting and banking across the globe. He holds a B.Sc. in Management Studies and an M.Sc. in Accounting from the University of the West Indies, and an MBA from the Jack Welch Management Institute. He is a Chartered Accountant and a certified Balanced Scorecard Professional. He started his career with KPMG where he spent nine years in public accounting. Nigel then joined Citibank in June 1988 as Country CFO in Trinidad & Tobago and left six years later to join E&Y as Tax and Corporate Finance Partner. Nigel spent fifteen years with Citi in Asia—Indonesia, Hong Kong, Singapore and the Philippines. In November 2006 he assumed the role of head of Citi's Asia Pacific shared services organization (Citi Business Services), responsible for 19 countries, based in the Philippines.

In October 2008 Nigel returned to the finance function in the role of Country CFO and O&T Head for Citi's businesses in the Philippines where the bank employed over 5,000 staff and generated over US\$400M in revenues per annum from an expense base of approximately US\$200M. He returned home to Trinidad and Tobago to serve as Sector Head for ANSA McAL's Financial Sector after which he spent two years in Barbados with the Caribbean Development Bank as Director, Finance and Corporate Planning and Vice President Operations. Before joining Moore Trinidad and Tobago he was the Managing Director and CEO of JMMB Bank (T&T) Limited. He is currently the Chairman of NIPDEC and the National Flour Mills Limited. He also serves as an independent Director and Chair of the Audit Committee of ANSA Merchant Bank Limited.



**Fe Lopez Collymore | Director**  
ATTORNEY AT LAW

Fé is an attorney-at-law admitted to practice in the Supreme Court of Trinidad and Tobago (1981) whose career has been focused on the provision of in house legal services across a wide range of commercial activities, particularly property development, insurance and financial services. For 25 years, since 1992 she held the position of Group General Counsel and Corporate Secretary to the holding company and other member companies of the Trinidad & Tobago based Guardian Group which specializes in financial services.

From 1997 she became a member of the executive team of the group holding company, Guardian Holdings Limited and served as a director on a number of Guardian Group member companies as well as companies established as joint venture vehicles.

She retired from these positions in August 2017 (General Counsel) and 2018 (Corporate Secretary) and fully retired from the Group on September 30, 2019. She is a director of Unit Trust Corporation, a past director of the Trinidad & Tobago Stock Exchange as well as a part-time lecturer and consultant on corporate governance and corporate secretarial practices.



### **Marlon Yarde | Director**

MANAGING DIRECTOR, BARBADOS STOCK EXCHANGE

Marlon has been with the Barbados Stock Exchange Group since November 1, 2003. The Group includes the parent, Barbados Stock Inc (BSE) its subsidiary, the Barbados Central Securities Depository Inc. (BCSDI) and the subsidiary of the BCSDI, the BCSDI Custodian Trust Services Inc. (BCTSI). He currently holds the position of Managing Director and CEO within the Group.

Marlon has played a leadership role in the significant developments within the BSE over his eighteen plus years tenure, including the BSE's demutualization and the launch of the International Securities Market. He is a Chartered Accountant with his professional qualifications being a Fellow of the Chartered Professional Accountants Association of Canada and a Fellow of the Institute of Chartered Accountants of Barbados.

He is also a Chartered Governance Professional and Chartered Secretary holding a Fellowship designation from the Chartered Governance Institute given in London.

In addition, Marlon holds a Bachelor of Laws Degree from the University of Huddersfield in the UK and a Master of Laws Degree, specializing in Securities Law from Osgoode Hall Law School of York University in Toronto, Canada.

Marlon is a keen supporter of and advocate for excellent corporate governance practice in Barbados and the wider Caribbean.



### **Robbie Rambarran | Director**

CHIEF EXECUTIVE OFFICER OF THE GEORGETOWN PUBLIC HOSPITAL CORPORATION

Robbie has almost 20 years' experience in the public and private sectors. He is passionate about corporate governance and wants to see an improvement in how organisations are led and managed by the board and top management team. He holds a Master's in Business Administration. His range of skills include procurement and he currently functions as a Procurement Specialist on a World Bank Funded Project for the Ministry of Education in Guyana.

Previously, he served at the country's national hospital in several capacities including acting as the Chief Executive Officer on several occasions.

Robbie is heavily involved in promoting improvement in the management of sporting bodies and as such has also served as a Member/Director of the Essequibo Cricket Board, Pele Foot Club, Guyana Football Federation, and Guyana Country Co-Ordinating Mechanism - Global Fund Board.

He is a member of the Burns Memorial Presbyterian Church and has served on the board for many years, holding specific responsibility for finance.



**Brendan King | Director**  
CONSULTANT

Brendan is an accomplished global financial services professional with extensive senior executive and board of director experience leading large and complex organizations through strategic transformations to accelerate sustainable growth while reducing risk.

He led the Bank of Nova Scotia's international operations in over thirty countries in the Caribbean, Central America, South America and Asia. Brendan King transformed the business to accelerate growth through acquisitions, making investments in key international growth markets totaling over \$1 billion.

He also divested operations in thirteen countries while significantly investing in digital banking capabilities, fundamentally transforming the customer experience while reducing annual operating costs by over \$300 million.

He is ideally positioned to lead organizations or business lines and contribute at the board level in organizations seeking to undergo transformations to accelerate and drive sustainable growth.



### **Camille Facey | Director**

PARTNER AT FACEYLAW; CHAIR GOVERNANCE COMMITTEE, PSOJ

CCamille Facey is Managing Partner at the law firm FACEYLAW where her practice is focused on corporate and commercial law, real estate, wills, probate and succession, banking, telecommunications and corporate governance.

Prior to FACEYLAW she was Regional Vice President at Cable & Wireless with responsibility for Legal, Regulatory & Public Policy in the Northern Caribbean. Before C&W she spent eighteen years in publicly traded companies in the financial sector, including what is today Sagicor Bank, holding positions such as Senior Vice President, General Counsel and Company Secretary.

Camille currently serves as the chair of the Corporate Governance Committee of the Private Sector Organization of Jamaica (PSOJ), a director of the Jamaica Chamber of Commerce and the National Solid Waste Management Authority where she chairs the Corporate Governance Committee.

Camille is a Past President of the International Women's Forum (Jamaica Chapter) and a former Deputy Chair of the Spectrum Management Authority, CANTO (Caribbean Association of National Telecommunications Organizations).

In addition to her legal practice, she also delivers corporate law and governance training including for the Jamaica Stock Exchange.



### **Dr Ron Sookram | Director**

ACADEMIC DIRECTOR, ARTHUR LOK JACK GLOBAL SCHOOL OF BUSINESS (UWI - ALJGSB)

Dr Ron Sookram is an executive at the Arthur Lok Jack Global School of Business, The University of the West Indies (UWI-ALJGSB). In addition to his substantive role as Chief Academic Officer/Academic Director, Ron also serves as the Resident Expert on Corporate Governance related projects and in this capacity leads governance interventions and designs customised governance training for boards of private and publicly listed companies, state- owned enterprises, civil society organizations and credit unions.

Over his 15 years at the Business School, Ron has served in various executive roles including Director – Client Solutions, Deputy Academic Director, Director- Centre for Social Responsibility and Corporate Governance, Director for the Doctorate in Business Administration (DBA) programme, and Engagement Manager – Consulting.

Ron is the Team Lead for the Trinidad & Tobago Annual Corporate Governance Disclosure Ranking and a director on the board of the Caribbean Corporate Governance Institute (CCGI).

Dr. Ron Sookram has also published several peer reviewed articles, chapters and other papers on corporate governance, social responsibility, and cultural history.



### **Avia Maria Lindie | Director**

CEO Evolve Business Solutions, GUYANA

Avia is a Strategic Business Development Specialist, Empowerment | Life Coach and Motivational Speaker who works with goal-oriented, high achievers and organisations to maximise their potential. As a seasoned business executive with over 25 years in leadership, she has successfully created cross-functional teams and mentored and empowered hundreds of individuals to leverage their superpowers to unleash their potential.

She is the founder/C.E.O. of Evolve Business Solutions Inc., focused on maximising talent in human capital by offering Coaching, Mentoring, Training and business development support services. In addition, Avia launched a Collection by AVIA MARIA, an E-commerce lifestyle brand, in 2020

Avia has also held several leadership roles as Chief Executive Officer and Manager in the retail and travel industries. In addition, she serves on the board of several non-profit organisations as a past president of the Rotary Club of Georgetown Central, PRO Berbice Chamber of Commerce & Development Association, Director of the Caribbean Corporate Governance Institute and Mentor with the Centre for Local Business Development, AccelerateHER and ElevateALL Entrepreneurs Mentor programs.

She is a certified Competency-Based Education Trainer (C.B.E.T.) with the Council of T.V.E.T. Guyana and holds an M.B.A. from the Australian Institute of Business. As a graduate of Coach Transformation Academy (C.T.A.) and a member of the International Coaching Federation, Avia integrates Personality Assessment and several models to partner with individuals on their journey to self-mastery. She is on a mission to empower 5000 leaders on their self-mastery journey. Avia received the G.C.C.I.'s Women In Business Award 2019 for vision, innovation, entrepreneurial drive and leadership.



### **Oliver Jordan | Director**

FINANCE EXPERT

Oliver Jordan is an experienced Corporate Director & Advisor who serves as a Director on a number of Boards in the private and public sectors including the CCGI.

He is currently the Chairman of the Financial Services Commission (FSC) of Barbados with responsibility for regulating the non-bank financial institutions on the island (insurance companies, credit unions, pension plans, mutual funds, and securities). He also serves as Chairman of the Corporate Governance & Strategy Committee of the FSC.

In May 2022, Oliver was also appointed as Special Advisor to the Minister of Finance in Barbados for the Reform and Restructuring of State-Owned Entities

Some of his previous roles included Managing Director, Barbados & Eastern Caribbean at CIBC FirstCaribbean, Partner for Advisory Services with PwC Eastern Caribbean and Chief Operating Officer for ICBL the largest general insurance company in Barbados.

Oliver has recently completed the Director Education Program (DEP) at the Rotman School of Business at the University of Toronto and holds the ICD.D designation from the Institute of Corporate Directors of Canada.



#### **Suzanne Ffolkes-Goldson | Director**

ATTORNEY AT LAW, SENIOR LECTURER, CERTIFIED CORPORATE  
GOVERNANCE TRAINER

Suzanne Ffolkes-Goldson is an Attorney at Law, Senior Lecturer and former Deputy Dean of the Faculty of Law at the UWI, Mona Campus. She specializes in Corporate Governance, Economic Crime, Company/Corporate Law, and Corporate Management, and is the course director for the LLB courses Company Law and Corporate Management, and the LL.M. course on Corporate Governance. She has been a recipient of the Principal's Research Award for the Most Outstanding Researcher and the Best Research Publication, Faculty of Law.

Mrs. Goldson has a degree in Economics from York University, Canada, an LLB from the University of the West Indies, and a BCL (Graduate Studies) from Oxford University, UK. She is called to the Bar in Jamaica and Barbados. Mrs. Ffolkes-Goldson has been an advisor to the CARICOM Committee on The Reform of Company Law in the Commonwealth Caribbean and The Joint Select Committee of Parliament on the Jamaica Companies Act 2004.

JMrs. Goldson was a member of the Corporate Governance Committee, PSOJ, for over 15 years, responsible for the drafting and dissemination of corporate governance principles for Jamaica and the Commonwealth Caribbean, and chaired the committee for the revised PSOJ Corporate Governance Code 2016. She was also a member of the Implementation Oversight Committee for the Corporate Governance Framework for Public Bodies, Ministry of Finance.

She is certified under the Global Corporate Governance Forum/World Bank, International Finance Corporation, Caribbean Training of Trainers Programme in Corporate Governance Board Leadership. She is a Commissioner at the Fair-Trading Commission and the Consumer Affairs Commission and an independent director of the Jamaica Stock Exchange.



### **Kamla Rampersad de Silva | Director / CEO**

LECTURER, ATTORNEY AT LAW

Kamla brings a wealth of experience and a passion for Corporate Governance as she has been lecturing in this field at the MBA level in Trinidad and Tobago and Guyana for several years. She has served several terms as a board member of the Project Management Institute Southern Caribbean Chapter (PMI SCC) and so has experience in membership organisations. She is currently also a member of the Board of Directors of CTS College.

She has several unique skills coming together as her career included being a journalist at the Express Newspapers and the Guardian Newspaper. She has also worked in television and radio. She is trained in change management and is a qualified attorney at law.

After gaining her MBA qualification at the Arthur Lok Jack Global School of Business, she took her newfound skills and competencies to bring ground breaking change in the public sector by leading the initiative for same day service for delivery of computer-generated Birth certificates in the Registrar General's Department of the Ministry of Legal Affairs.

She is trained in Change Management with Prosci's ADKAR model. She lectures at CTS College in Trinidad and Nations University in Guyana on the MBA programme. She also lectures at the Arthur Lok Jack Global School of Business in Corporate Governance, Sustainability and CSR.

She is the proud mother of three children, and became CEO of the Caribbean Corporate Governance Institute (CCGI) in July, 2019.

## 35. Director Skills Matrix



Annual Report 2022

### The Directors of CCGI bring together a wide range of skillsets

	Governance	Law	Education	Global Experience	Strategy	Finance	Business Management
Nigel Romano	✓			✓	✓	✓	✓
Kamla Rampersad de Silva	✓	✓	✓		✓		✓
Fe Lopez-Collymore	✓	✓					
Dr Ron Sookram	✓		✓		✓		✓
Robbie Rambaran	✓						✓
Marlon Yarde	✓					✓	✓
Camille Facey	✓	✓			✓		✓
Avia Marie Linde	✓						✓
Brendan King	✓			✓	✓	✓	✓
Suzanne Ffolkes- Goldson	✓	✓	✓				
Oliver Jordan	✓				✓	✓	✓

## 36. Attendance at Board Meetings



Annual Report 2022

### Attendance at Board Meetings

Six board meetings were held for 2022. The following table represents the attendance of board members to meetings.

	Feb 9	April 5	May 25	June 15	July 27	Sept 28
Nigel Romano	Abs	✓	✓	✓	✓	✓
Ronnie Bissessar	✓	✓	✓	✓	-	-
Fe Lopez-Collymore	✓	✓	✓	✓	✓	✓
Marlon Yarde	✓	✓	✓	✓	✓	✓
Dr Ron Sookram	✓	Abs	✓	Abs	Abs	✓
Joanne Salazar	✓	Abs	✓	✓	-	-
Avia Marie Lindie	✓	✓	Abs	✓	✓	✓
Robbie Rambaran	Abs	✓	✓	✓	✓	✓
Brendan King	✓	✓	✓	✓	✓	Abs
Kamla Rampersad de Silva	✓	✓	✓	✓	✓	✓
Camille Facey	✓	✓	Abs	✓	✓	Abs
Oliver Jordan	-	-	-	-	Abs	✓
Suzanne Ffolkes Goldson	-	-	-	-	✓	✓

### Over 50 virtual sessions were held during 2022

1. January 24, 2022 - Internal Audit workshop [Stacy Ann Golding (TT)]
2. February 2, 2022 - Informal meeting of the International Learning Network Focus on ESG [John Odada (UK)]
3. February 7, 2022 – Procurement series Part 1 [Kelvin Ramkisson (TT), Mariano Browne (TT), Afra Raymond (TT)]
4. March 4, 2022 – The impact of the Ukraine war on the Caribbean region. collaboration with Lok Jack GSB:
5. March 15, 2022 - Significant court judgements affecting boardrooms Part 1 [Ronnie Bissessar (TT)]
6. March 21, 2022 – Role and Function of Corporate Secretaries
7. March 22, 2022 – Procurement series Part 2 – Updates on the regulations to the Public Procurement Act of Trinidad & Tobago
8. March 25, 2022 – Masterclass Finance for Directors – The Board’s Role in Financial Stewardship and Financial Oversight
9. March 28, 2022 - Lessons from the boardroom: Difficult conversations in the boardroom [Afra Raymond (TT), Lara Quentrall Thomas (TT)]
10. April 12, 2022 - Significant Court judgements affecting boardrooms Part 2 [Suzanne Goldson (Jamaica)]
11. April 28, 2022 - Lessons from the boardroom: Difficult conversations in the boardroom [Dennise Demming (TT), Oliver Jordan (Barbados)]
12. April 29, 2022 - Company Secretary Drafting Skills - Minutes, Mandates, Resolutions and other Corporate Action Documents [Fe Lopez Collymore (TT)]
13. May 4, 2022 – Certificate in Corporate Governance Module 1 [Kamla Rampersad de Silva (TT)]
14. May 10, 2022 – Certificate in Corporate Governance Module 2 [Alison Dillon Kibirige (UK)]
15. May 11, 2022 – Certificate in Corporate Governance Module 2 [Alison Dillon Kibirige (UK)]
16. May 17, 2022– Certificate in Corporate Governance Module 3 [Dr Jules Ferdinand (St Vincent)]
17. May 18, 2022– Certificate in Corporate Governance Module 3 [Dr Jules Ferdinand (St Vincent)]
18. May 24, 2022 – Certificate in Corporate Governance Module 4 [Howard Dottin (TT)]
19. May 25, 2022 – Certificate in Corporate Governance Module 4 [Howard Dottin (TT)]
20. May 9, 2022 - Great wealth transfer Part 1 [Peter Aylwin (UK)]



## 38. 2022 Activities Calendar Cont'd



Annual Report 2022

21. May 16, 2022- Great wealth transfer Part 2 [Peter Aylwin (UK)]
22. May 23, 2022 Great wealth transfer Part 3 [Peter Aylwin (UK)]
23. June 2, 2022 - Meeting of the International Learning Network [Sasha Jattansingh (Antigua/Barbuda)]
24. June 6, 2022 - Governance and Ethics [Alison Dillon Kibirige (UK)]
25. June 7, 2022 - Significant judgements affecting boardrooms Part 3 [Alison Dillon Kibirige (UK)]
26. June 26, 2022 - Governance Week Opening ceremony [Charlotte Valeur (UK)]
27. June 27, 2022 - Governance Week Day 1 – Corporate Secretaries Forum
28. June 28, 2022 - Governance Week Day 2 – Governance of Private Sector
29. June 29, 2022 - Governance Week Day 3 – Governance of Public Sector and Public Sector challenges
30. June 30, 2022 - Governance Week Day 4 – Governance of Family owned businesses
31. July 1, 2022 - Governance Week Day 5 – Governance of Groups and conglomerates
32. July 18, 2022 – Importance of the Audit Committee [Stacy Ann Golding (TT)]
33. July 22, 2022 - Conversations with Members and Friends [Kamla Rampersad de Silva (TT)]
34. July 28, 2022 - ESG workshop [Aneal Maharaj (TT)]
35. August 3, 2022 - Meeting of the International Learning Network workshop [Aneal Maharaj (TT)]
36. August 22, 2022 – CCGI Conversations [Ceronne Bailey(TT)]
37. August 23, 2022 – Workshop for Corporate Secretaries – Drafting Minutes and resolutions
38. August 25, 2022 – OPR on Procurement for the Private Sector [Aleema Mohammed (TT), Moonilal Lalchan(TT)]
39. September 12, 2022 - Finance for Directors [Howard Dottin (TT)]
40. September 15, 2022- Corporate Secretary forum with CSIA
41. September 23, 2022 - Workshop on Onboarding [Charlotte Valeur (UK)]



- 42. September 30, 2022 - CCGI Conversations [Gayle Allick Solomon (TT)]
- 43. October 4, 2022 - Certificate in Corporate Governance Module 1 [Suzanne Ffolkes-Goldson (Jamaica)]
- 44. October 5, 2022 - Meeting of the International Learning Network workshop
- 45. October 11, 2022 – Certificate in Corporate Governance Module 3 [Dr Jules Ferdinand (St Vincent)]
- 46. October 12, 2022 – Certificate in Corporate Governance Module 3 [Dr Jules Ferdinand (St Vincent)]
- 47. October 18, 2022 – Certificate in Corporate Governance Module 2 [Alison Dillon Kibirige (UK)]
- 48. October 19, 2022 – Certificate in Corporate Governance Module 2 [Alison Dillon Kibirige (UK)]
- 49. October 25, 2022 – Certificate in Corporate Governance Module 4 [Howard Dottin (TT)]
- 50. October 26, 2022 – Certificate in Corporate Governance Module 4 [Howard Dottin(TT)]
- 51. October 27, 2022 - ESG and Sustainability workshop [Aneal Maharaj (TT)]
- 52. October 31, 2022 - Masterclass for Corporate Secretaries – Emotional intelligence for Company secretaries [Alison Dillon Kibirige (UK)]
- 53. November 8, 2022 – 3rd Annual Global Governance Conference [Prof Bob Garratt (UK), Nandi Mandela (South Africa), Illeana Salas (Costa Rica)]
- 54. November 9, 2022 – 3rd Annual Global Governance Conference [Prof Bob Garratt (UK), Nandi Mandela (South Africa), Illeana Salas (Costa Rica)]
- 55. November 10, 2022 - CCGI Conversations: Emotional Intelligence in the Boardroom [Kathryna Baptiste Assee (TT)]
- 56. November 19, 2022 - 10th Anniversary Gala Celebration
- 57. November 20, 2022 - CCGI Board Retreat



## CCGI's Global Ambassador

Though he was not able to make it in person, our beloved Professor Bob Garratt was able to join us via Zoom to accept his title of CCGI's Global Ambassador



**It was a lovely gathering of past and current directors of CCGI along with sponsors and supporters at the historic Mille Fleurs building on Nov 18, 2022**



# *CCGI Founding Members & CEO*



**Anthony Smart, Chairman of First Citizens Bank presents awards to three of CCGI's founding directors  
From left: Ronnie Bissessar SC, Leslie Clarke and Nigel Romano. Missing were Dr Axel Kravatsky and Mrs  
Annette Rahael. Also at right CCGI's CEO Kamla Rampersad de Silva receives her award  
from Frances Bain Cumberbatch of Ansa McAL**

## *CCGI Current Board Members*



**Kathryna Baptiste Assee from Angostura Limited presents awards  
to current directors**

**From left: Fe Lopez Collymore, Marlon Yarde, Dr Ron Sookram and Avia Lindie**

## CCGI Current Board Members



**Frances Bain Cumberbatch from Ansa McAL presents awards to current directors. From left: Robbie Rambaran, Brendan King, Camille Facey and Suzanne Folkes Goldson**

## *CCGI Special Awardees*



**Special awards were presented by CCGI's Chairman Nigel Romano to several special people. From left: Claire Gomez Miller, Hollick Rajkumar and Elizabeth Cox. Absent were Dr Terrence Farrell and Carmel Haynes**

## *CCGI Special Awardees & Prize Recipients*



**At Left Camille Facey collects a special award given posthumously for Greta Bogues, which was presented by Nigel Romano. Kristy Johncilla Crouch was also recognised for her hard work and support at CCGI. During the evening of fun special prizes were won by Helen Adogwa and Cheryl Ramkisson (presented by Oliver Jordan )**

## CCGI Prize Recipients



**There were lots of prizes to be won: And some recipients won multiple prizes like Margeret de Peza who received her prizes from CLICO's Gerard Barnes and Amba de Silva, while Arlene McComie received from CTS College's Jude Bernard and Marlon Yarde**

# CCGI Prize Recipients



## CCGI Karaoke



**CLICO's Executive Chairman Claire Gomez Miller had the entire group on their feet with her thrilling karaoke performances**

## CCGI Karaoke



## CCGI Karaoke



## CCGI After Party



## *CCGI After Party*



## CCGI After Party



## *CCGI After Party*



## *CCGI After Party*



## CCGI After Party



**CTS College's Suruj Ragoonath helped host the after party with a lot of fun activities planned by Chelsea Christian**

## CCGI After Party



**The Angostura bar was a big hit with participants**



CCGI After Party





### Notice of ninth annual meeting of members

We wish to advise that the Ninth Annual Meeting of the Caribbean Corporate Governance Institute will be held on Wednesday 2nd August 2023 via the Zoom platform at 6 pm. The link will be provided two days before the meeting and you are encouraged to register for attendance so that we can ensure you get the zoom link.

Please access our Notice of Meeting that outlines our agenda by clicking here: [Notice and agenda of AGM.docx](#)

Further to our Call for Nominations issued on June 2, 2023 for candidates to fill five (5) vacancies on the board of directors the Institute received one nomination being the nomination for Ms. Carmel Haynes. Her profile may be accessed here - [CCGI Nominee Profile - 9th AGM.pdf](#)

Having considered the nominations received and the vacancies occurring the board has recommended election of directors as outlined in the Notice of Meeting.

There is no cost to attend. If you cannot attend the meeting, please vote by appointing a proxy. A form of proxy is included with the notice of meeting for this purpose - [AGM 2023 - FORM OF PROXY.docx](#)

Our Annual Meeting is a key opportunity for members to evaluate the performance of the Institute, as well as interact with the Board, the Executive and fellow members.

We look forward to seeing you at the Annual Meeting on August 2 2023.

### Notes

#### 1. Record Date

The Directors have fixed the 7th day of July 2023 as the Record Date for determining members who are entitled to receive Notice of the Meeting, and have given notice thereof in accordance with the Companies Act. Members listed on the Register of Members as at the close of business on that date will be notified of the meeting by email. A list of those members will be available for examination by members at the Registered Office of the CCGI, First Floor, Chamber Building, Columbus Circle, Westmoorings during normal working hours.

### 2. Proxies

A Member of the Company entitled to attend and vote at the above Meeting is entitled to appoint a proxy to attend and vote in his/her stead. Such proxy need not also be a Member of the Company. In the event that a Member of the Company wishes to appoint a proxy to vote in his/her stead, such Member is required to complete and sign the appropriate Proxy Form.

The signed Proxy Form should be deposited with the Secretary of the Company at the Company's Registered Office, First Floor, Chamber Building, Columbus Circle, Westmoorings 48 hours in advance of the Meeting. Where a Proxy is appointed by a corporate Member, the form of Proxy should be executed under seal or signed by an Officer or Attorney duly authorized.

### 3. Annual Report

The Annual Report can be accessed from the Company's website <https://www.caribbeangovernance.org>.

By Order of the Board

Kamla Rampersad de Silva  
CEO / Director



*More information on joining the Institute can be found on our website at [www.caribbeangovernance.org](http://www.caribbeangovernance.org) where our Gold, Silver and Bronze organisational membership packages can be explored. You may also join as an individual member.*



Caribbean Corporate  
Governance Institute

*Celebrating 10 years*

