



Candidate Handbook

About the CCGP- Certified Corporate Governance Professional Program

The CCGP – Certified Corporate Governance Professional program (“Certification”) defines the knowledge requirements of a governance professional. Individuals who earn the CCGP – Certified Corporate Governance Professional (“CCGP”) designation will have demonstrated their knowledge in the area of corporate governance. The scope of the Certification is as follows:

A corporate governance professional, such as a corporate secretary, is a person who plays a critical role in corporate governance. The function of a corporate governance professional may be required by state corporate laws and company governing documents. The corporate governance professional’s role is broad and encompasses many tasks, including advising the Board of Directors and senior management on the discharge of their fiduciary duties and the composition and operation of the Board and its Committees; coordinating shareholder meetings; maintaining minutes and other corporate records; engaging shareholders; and preparing and filing reports in compliance with legal requirements. For many companies, the corporate governance professional is a senior, strategic-level corporate officer.

Earning the designation requires individuals to pass a rigorous exam and to uphold a Code of Professional Conduct. The Certification is awarded for three years and certified persons must earn eighteen continuing education hours within the three-year period to maintain and use the CCGP designation.

The Certification program is governed by the CCGP - Certified Corporate Governance Professional Commission (“CCGP Commission”), an appointed independent body with sole responsibility for the governance of the certification program and related certification decisions. As such, the Commission was established by the Society for Corporate Governance (“Society”) to provide oversight to the certification program, outreach to the corporate governance profession, and to clearly separate the functions and decisions of certification from other Society programs, goals, and membership requirements. All certification decisions are made in accordance with the policies of the Commission.

The purpose of the Commission is to:

1. Establish and implement policies and procedures that guide all Certification decisions, including granting and suspending or withdrawing Certification.
2. Develop and maintain a valid, reliable and legally defensible examination.
3. Establish the eligibility, recertification requirements and Code of Professional Conduct.
4. Assure the program requirements align with the knowledge competencies.
5. Investigate complaints filed against certified persons and impose sanctions accordingly.
6. Assure the public trust is served through the Certification program.
7. Represent and include the interests of interested parties and stakeholders affected by the Certification

Terminology

Applicant: An individual who has submitted the Application for Certification

Candidate: An individual who meets the eligibility requirements for Certification

Certified Person: An individual who has earned and maintained the Certification and is authorized to use the CCGP marks.

Eligibility Requirements to Quality for the Certification

The Application for Certification is Appendix A.

Candidates for the CCGP exam must meet one of the following eligibility requirements:

Option 1: Juris Doctor or equivalent (e.g. LLB, LLM, Doctor of Jurisprudence) from a U.S.

accredited school of law or admitted to the Bar in the U.S.

PLUS Three (3) years practicing law in corporate governance* or other non-legal experience working in a corporate governance-related role. *

Option 2: Master of Business Administration or equivalent from an accredited graduate school of business.

PLUS Three (3) years' experience working in a corporate governance-related role. *

Option 3: Bachelor's degree or equivalent from an institution accredited in the jurisdiction in which the degree is awarded.

PLUS Six (6) years' experience working in a corporate governance-related role. *

Option 4:

Twelve (12) years' experience working in a corporate governance-related role. *

*Corporate governance-related roles are those which pertain to the relationships and activities between and among management of an entity whether public or private for-profit or not-for profit, its board of directors or trustees (or similar) and stakeholders including among others, owners, investors, regulators, and employees.

These roles may be in entities' enterprise functions including but not limited to legal, corporate secretarial, governance, compliance, investor relations and stewardship, executive compensation, enterprise risk management, and corporate responsibility/sustainability. These roles also may be in law firms, government agencies or other regulatory bodies, stock exchanges, proxy advisory firms, consulting firms, investor or public relations firms, proxy solicitation firms, institutional investors or investment management firms, governance research and rating firms, and institutions of higher learning.

Denial of Eligibility

If, after reviewing an application, the certification staff determines that an applicant does not meet the eligibility requirements, the certification staff shall notify the applicant by email that the applicant's

certification application has been denied within twenty-one (21) days of review. The email shall indicate the reason(s) for the denial.

Appealing Denials of Eligibility

Applicants who are denied eligibility may request reconsideration of the decision of denial by making an appeal to the Commission.

Certification staff shall provide written notice to the applicant (by e-mail or otherwise) as to whether an application has been accepted or rejected within twenty-one (21) days of receipt of the application. If an application has been rejected, such notice will also contain the reason(s) for the rejection. Requests for appeals are to be submitted to the certification office via email at certification@societycorp.gov.

Commission Position on Training and Education

The Commission does not require applicants for certification to take prescribed training or education programs from any company or organization. The Commission does not recommend or endorse any training or education programs as preparation for the certification exam, nor does it accredit or endorse any source of education as a guarantee of success on the certification exam. Certification is awarded solely based on an individual's ability to meet the certification requirements.

Certification Exam

The Certification exam is a 120 question (item), multiple-choice exam that is comprised of 110 scored items, and 10 unscored pre-test items. Candidates are allowed two hours to complete the exam. The examination is offered in paper/pencil format.

The exam was developed as the result of a rigorous process that followed acceptable industry standards in exam development and measurement, starting with a job-task analysis (JTA) study facilitated by experts in the development of certification exams and subject-matter-experts (SMEs). The job-task analysis resulted in the development of a standardized exam content outline. Following further validation by professionals in corporate governance, corporate governance SMEs were selected to write, review and edit exam questions under the guidance of experts in testing and measurement. SMEs were also called upon to develop the eligibility and certification requirements; recertification requirements; and Code of Professional Conduct, and to determine these requirements in alignment with the knowledge requirements reflected in the Certification exam. The exam and program requirements are revalidated periodically for currency and relevance.

The exam blueprint is included as Appendix B

Scheduling the Examination

To determine the exact exam dates that the exam is offered, please visit the Society website at <https://www.societycorp.gov/certification>.

Applications must be submitted to the certification office by the posted deadline for the exam and MUST only be submitted via email to certification@societycorp.gov.

Taking the Exam

Candidates for the Certification exam must have prior authorization from the certification office to take the exam and present a valid photo ID to the exam proctor and meet other exam security requirements at the exam location.

Candidates must check into the exam site using one form of acceptable identification with a photo and signature. The name on the identification must match exactly the name submitted on the application.

The following are acceptable forms of identification:

- Government-issued driver's license
- State/national identification card
- Passport*
- Military ID*
- Alien registration card (green card, permanent resident visa)
- U.S. Passport card
- U.S. Dept. of State Driver's License

Prohibited Items in the Exam Room

The following items are **NOT PERMITTED** in the exam room:

- Cell phones
- Digital/beeping and/or, alarm watches
- Personal computers and tablets
- Fitness tracking devices (FIT Bits, Jawbones, etc.)
- Electronic devices of any kind
- Pagers, beepers, headsets, PDA
- Recording or photographic devices
- Calculators
- Other electronic devices of any kind, unless required for medical reasons
- Books and paper of any kind
- Dictionaries or other reference materials
- Mechanical pencils, ink pens, markers of any kind
- Food or beverages, except for bottled water with a cap

Candidates are not allowed to have personal items at their assigned seats. **A designated area will be provided in the exam environment for all personal belongings**, but neither Professional Testing, Inc. external exam facilitators), nor the Society or Commission are responsible for any personal belongings left in the area before, during or after the exam. It is suggested that personal items **NOT** be brought to the exam room.

Additional Candidate Information

If candidates experience problems that affect their ability to take the exam, they must notify the exam administrator at the exam site immediately.

Test administrators cannot answer any questions about exam items or content of the exam. However, if candidates have a procedural question, the testing staff will do their best to assist them.

If during the exam the candidate has questions or concerns about an exam item, they may request a comment form from the testing staff. This form must be turned in with your exam materials at the end of the exam.

All exam questions and exam blueprint are copyrighted and property of the CCGP - Commission. It is forbidden under federal copyright law to copy, reproduce, record, distribute or display these exam

questions by any means, in whole or in part. Doing so may subject the candidate to civil and criminal penalties and actions by the Commission.

Except as instructed by proctors, the only writing or recording of marks that are allowed in the testing room is on the answer sheet or exam booklet during the allotted time limit.

Once a candidate completes the exam before time is called, they may turn in all their test materials, collect any personal items, and leave the testing area immediately.

The Test Administrator will keep the official time and ensure that candidates are given allotted time announcements of one hour and 5 minutes remaining for the exam. If a candidate leaves the room to take a restroom break, the exam time will not stop. Candidates are not otherwise allowed to leave the exam room for any reason.

The Test Administrator may dismiss a candidate from the exam for any of the following reasons:

- If the candidate's admission to the exam is unauthorized.
- If a candidate creates a disturbance or gives or receives help.
- If a candidate attempts to remove exam materials or notes from the testing room.
- If a candidate attempts to take the exam for someone else.
- If a candidate has in his or her possession any prohibited item.
- If a candidate exhibits behavior consistent with memorization or copying of exam items.

"No Shows"

Candidates who do not give the required cancellation notice or who do not show up for the exam appointment will be considered a "No Show". Candidates who show up late and are not admitted, fail to present adequate identification, or refuse to sign the Confidentiality Agreement will not be allowed to take the exam and will be considered a "No Show". "No Shows" will forfeit the exam fee and will be required to reapply as a new applicant.

Cancelling or Rescheduling the Exam

Circumstances which are considered grounds for an emergency cancellation or withdrawal of an exam without penalty include the following:

- 1) candidate illness;
- 2) family death;
- 3) jury duty;
- 4) military duty; or
- 5) a declared national, regional or local state of emergency.

Candidates who experience an acceptable emergency must request cancellation or withdrawal from the exam in writing via e-mail to certification staff and shall include supporting documentation of the circumstances.

Candidates who register for the exam but are unable to take it on the scheduled date may request that they be given the opportunity to take a subsequent exam, so long as such request is made in writing and received by certification staff within thirty (30) days of the scheduled administration and is otherwise in compliance with any rescheduling policies adopted by the Commission.

Exam Results

Candidates who take the exam will only be advised of their pass/fail result.

Candidates who pass the exam and meet eligibility requirements will receive a Welcome Packet that includes a CCGP certificate and other business and communications items. Only then may the individual use the Certification marks and designation.

Retesting

Candidates who fail the certification exam may retake it but no more than twice in a calendar year. If a candidate fails the exam twice in a calendar year they are not permitted to retake the exam for a period of 12 months from the last attempt. Candidates who fail the exam must pay the application fee each time the candidate applies to retake the exam.

Invalidating Scores

The Commission is concerned with reporting only valid scores. On rare occasions, circumstances may invalidate exam scores. The Commission reserves the right to cancel or withhold exam scores if there is any reason to question their validity. The Commission may cancel or invalidate exam results for other reasons, including if, upon investigation, it is determined that violations of Commission policies have been committed.

Doubts may be raised about the validity of candidates' scores because of suspected misconduct; in such circumstance's candidates will be notified of procedures to ensure fair treatment. Some scores may be rendered invalid due to circumstances beyond candidates' control, such as faulty exam materials or mistiming. In this event, retesting will be arranged at no additional cost to the candidate.

Challenging the Exam

The Commission shall provide candidates with an opportunity to provide feedback on the exam content and procedures regarding:

- The technical accuracy of the exam.
- Fairness in the administration of the exam.

A candidate who has a concern about administrative procedures at a testing site or who has observed a breach of security or other improper conduct during an exam should submit a report in writing to the certification staff within five (5) days after taking the exam.

A candidate who has a question or a concern about the reliability, validity, and/or fairness of the exam may submit the question or concern in writing to the certification staff no later than five (5) days after taking the exam. Candidates will be provided a comment form on which to make comments. The comment form must be turned in to the Exam Administrator with exam materials.

The Commission reserves the right to not consider reports about improper exam administration procedures or exam content which do not comply with the above five (5) day deadlines or are not submitted in writing.

Recertification Requirements for the Certification

Certification is awarded for a period of three years. Recertification requirements are based upon the philosophy of continued knowledge, and as such, certified persons must meet the recertification requirements as determined and defined by the Commission. Certified persons must agree to continue to abide by and uphold the Code of Professional Conduct and the policies of the Commission, which includes continued appropriate and authorized use of the certificate, logo, and marks. Credits applied toward meeting the recertification requirements must be completed during the certification cycle. Credits may not be carried over from one certification cycle to the next.

Individuals interested in maintaining/recertifying their certification can do so by completing one of these two options:

Option 1: Completing eighteen (18) hours of continuing education in corporate governance every three (3) years, as verified by continuing education providers. Qualifying continuing education in corporate governance includes attending (in-person or via internet) or speaking at educational programs regarding:

- corporate secretarial responsibilities,
- securities law,
- corporate governance,
- shareholder engagement,
- investor relations,
- executive compensation,
- enterprise risk management, or
- corporate responsibility/sustainability.

If the CCGP is licensed by a U.S. organization that requires the individual to complete continuing education, for the purpose of CCGP recertification, those hours of continuing education will be calculated in accordance with rules of the individual's licensing organization.

Option 2: Passing the certification exam no later than 36 months after the CCGP has attained his/her current certification.

Note: At the time of recertification, certified persons must sign the Code of Professional Conduct.

Denial of Recertification

If an applicant does not meet the recertification requirements, the certification staff shall notify the applicant that recertification has been denied within twenty-one (21) days of that determination. The email shall indicate reasons for the denial.

Appealing Decisions of Denial of Recertification

Applicants denied recertification may request reconsideration of the denial decision by making a written request for appeal to the Commission via certification staff. The applicant may submit a written request for an appeal no later than thirty (30) days after the date on which the certification staff sent the denial notice to the applicant. Within sixty (60) days of the receipt of the written appeal, the Commission must conclude its deliberations and decide as to the applicant's recertification. The Commission's decision is final. Requests for appeals are to be submitted to the certification staff at certification@societycorp.gov.

Verification of Compliance with Continuing Education Requirements

The certification staff will review and confirm the accuracy and authenticity of all continuing education submitted for recertification by certified persons. Additional evidence or documentation may be requested to ensure certified persons meet the continuing education requirements.

CCGP Code of Professional Conduct

All certified persons are required to agree to and abide by the Code of Professional Conduct as a condition of earning and maintaining Certification. The Commission has appointed a committee to investigate allegations of violations of the Code of Professional Conduct on the part of certified persons. Certified persons found to be in violation of the Code of Professional Conduct are subject to sanctions, including removal of certification. For more information about the Ethics and Disciplinary procedures, please visit <https://www.societycorp.gov.org/memberresources/certification>.

Special Accommodations

The Commission complies with the Americans with Disabilities Act (ADA) and shall ensure no individual is deprived of the opportunity to take the certification exam solely by reason of a disability as defined under the ADA. Candidates must complete and submit the Request for Exam Special Accommodations Form and supporting documentation related to disability needs. The form and supporting documentation must be received with the application. Requests for special testing accommodations require documentation of a formally diagnosed and qualified disability by a qualified professional who has provided evaluation or treatment for the candidate.

The ADA Accommodation Request Form is included in the handbook as Appendix C.

Appeal of Denial of Request for Special Accommodations

Candidates who are denied their request for special accommodations may file a written appeal with the Appeals Committee via certification staff, in accordance with the policies of the Commission. The decision of the Appeals Committee is final.

Confidentiality

All information provided to the certification staff during the certification process is considered confidential and will not be disclosed unless required by law. In the event the certification staff is required to disclose information otherwise considered confidential, the applicable individual will be notified of the release of their information.

Indeterminate Scored

The CCGP Commission is concerned with reporting only valid scores. On rare occasions, circumstances may invalidate exam scores. The CCGP Commission reserves the right to cancel or withhold exam scores if there is any reason to question their validity. The CCGP Commission may cancel or invalidate exam results if, upon investigation, violations of policies have been committed.

Doubts may be raised about the validity of candidates' scores because of suspected misconduct. In such instances, candidates will be notified of procedures to ensure fair treatment. Some scores may be rendered invalid due to circumstances beyond the candidates' control, such as faulty exam materials or mistiming. In this event, retesting will be arranged at no additional cost to the candidate.

Issuing Certificates

Certificates are issued by the certification staff to individuals who meet all requirements for earning certification, including passing the certification exam. Certificates shall be issued within thirty (30) days

of confirmation of completion of all certification requirements. A new certificate with the date of expiration will be issued to certified persons who meet recertification requirements.

Certification Directory and Verification of Certification Status

Upon request from any individual, the certification staff will verify the name and standing of any CCGP. The certification staff maintains an on-line directory of all certified persons that contains the following information:

- Name
- Contact Information
- Place of Employment
- Recertification and initial certification dates

No information deemed to be confidential will be disclosed when verifying an individual's certification status.

The name and standing of CCGP designees are considered public information. Use of this information for solicitation purposes by businesses or individuals is strictly prohibited.

Nondiscrimination

The certification staff and Commission do not discriminate on the basis of race, color, age, gender, national origin, ancestry, religion, disability, sexual orientation or marital status.

Exam Language

The certification exam is given in English only. Translation dictionaries and/or other translation aids are not permitted. All program materials are provided in English.

Cheating

The Commission shall maintain strict policies to safeguard the security of the exam. Any individual who removes, or attempts to remove, exam materials from the testing site, including memorizing exam questions, is subject to prosecution in addition to sanctions by the Commission. Sanctions may include removal of certification and restrictions on future access to the certification exam.

Complaints

Any individual may file a complaint against a certified person. Only complaints that follow the published procedures of the Commission will be considered.

Applicants, candidates and certified persons may file complaints of an administrative nature. The complaint must be submitted using the Administrative Complaints Form which is Appendix D. Complaints of an administrative nature are related to the performance of services by the certification staff and/or Commission.

Appendix A: Application for Certification



CCGP - Certified Corporate Governance Professional

Please select one location

☐ **March 23, 2020 The Roosevelt Hotel - New York City**

45 East 45th Street, New York, NY 10017

Start Time: 9:15 am

☐ **March 26, 2020 The Westin St. Francis San Francisco on Union Square**

335 Powell Street, San Francisco, CA 94102

Start Time: 9:15 am

Exam Application

The certification program is designed to reflect that an individual who earns the CCGP designation under the certification program has demonstrated their knowledge of corporate governance. The role is defined as follows:

Corporate governance-related roles are those which pertain to relationships and activities between and among management of an entity, whether public or private for-profit or not-for profit, its board of directors or trustees (or similar) and stakeholders including among others, owners, investors, regulators, and employees.

These roles may be in entities' enterprise functions including but not limited to legal, corporate secretarial, governance, compliance, investor relations and stewardship, executive compensation, enterprise risk management, and corporate responsibility/sustainability. These roles also may be in law firms, government agencies or other regulatory bodies, stock exchanges, proxy advisory firms, consulting firms, investor or public relations firms, proxy solicitation firms, institutional investors or investment management firms, governance research and rating firms and institutions of higher learning.

Please insert the name you would like to appear on the certificate and address that matches your ID and that you would like a certificate mailed to should you be awarded the CCGP designation.

Last name	First Name	Middle Name	Suffix (Jr. Sr. III etc.)
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Contact information

Address 1

Address 2

City	State	Zip
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Phone number	Email address
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Work experience

Employer	Position title	Employer telephone
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Employment dates: _____

Employer	Position title	Employer telephone
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Employment dates: _____

For additional employment details please add your own additional page.

Indicate your corporate governance-related experience in the following areas:

- ☐ Managing Board Operations (including subsidiary boards)
- ☐ Managing Annual Meeting Proxy Statements
- ☐ Managing Annual Meetings
- ☐ Advising on Securities Laws and Related Matters
- ☐ Manage the Governance of Company Subsidiaries/Joint Ventures
- ☐ Managing Shareholder Relations
- ☐ Participating in Enterprise Risk Management
- ☐ Overseeing Internal Corporate Governance Compliance
- ☐ Coordinating Executive Compensation
- ☐ Other (Please briefly describe)

Education

Degree attained	Name of institution
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Year: _____

Field of study

Degree attained	Name of institution
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Year: _____

Field of study

Degree attained

Field of study

Name of institution

Year: _____

If you are a practicing attorney, please provide state(s) License(s)/Bar(s) #

Eligibility requirements

Candidates for the CCGP exam must meet one of these four eligibility requirements:

Option 1: Juris Doctor or equivalent (e.g. LLB, LLM, Doctor of Jurisprudence) from a U.S. accredited school of law or admitted to the Bar in the U.S.

PLUS, Three (3) years practicing law in corporate governance* or other non-legal experience working in a corporate governance-related role. *

Option 2: Master of Business Administration or a relevant equivalent Master's degree from an accredited graduate school of business.

PLUS, Three (3) years' experience working in a corporate governance-related role. *

Option 3: Bachelor's degree or equivalent from an institution accredited in the jurisdiction in which the degree is awarded.

PLUS, Six (6) years' experience working in a corporate governance-related role. *

Option 4:

Twelve (12) years' experience working in a corporate governance-related role. *

*Corporate governance-related roles are those which pertain to the relationships and activities between and among management of an entity whether public or private for-profit or not-for profit, its board of directors or trustees (or similar) and stakeholders including among others, owners, investors, regulators, and employees.

These roles may be in entities' enterprise functions including but not limited to legal, corporate secretarial, governance, compliance, investor relations and stewardship, executive compensation, enterprise risk management, and corporate responsibility/sustainability. These roles also may be in law firms, government agencies or other regulatory bodies, stock exchanges, proxy advisory firms, consulting firms, investor or public relations firms, proxy solicitation firms, institutional investors or investment management firms, governance research and rating firms, and institutions of higher learning.

Examination fee

___ Examination fee \$750.00 USD

Payment information

Your credit card will not be charged until you are notified that you are eligible to take the examination. A receipt will be provided at that time.

Credit Card: ___ AmEx ___ Discover ___ MasterCard ___ Visa

Name as it appears on the card _____

Credit card # _____

Expiration _____ CSV _____

Statement of understanding

I certify that all statements provided in this application are true and correct and that the CCGP Commission and certification staff are authorized to verify the information in this application and make inquiries to ascertain the accuracy of my application and my eligibility for certification.

I authorize any organization I have listed on my application to validate the information I have provided here.

I understand that if I have misrepresented any information on my application or documents submitted in support of my application, the Commission or certification staff will reject my application and resulting exam.

I certify that I have read the Candidate Handbook and that I understand and agree to the policies set forth therein.

I understand that I must comply with both the CCGP Code of Professional Conduct and the policy governing the renewal of my certification.

I authorize the release of my name as written in this application for public dissemination, including website posting, press releases (if any), and other reasonable activities intended to promote the CCGP.

I release from all liabilities the Society for Corporate Governance, the CCGP Commission and certification staff.

Non-disclosure agreement

This exam is confidential and proprietary. It is made available to you, the examinee, solely for the purpose of assessing your knowledge regarding corporate governance. You are expressly prohibited from recording, copying, disclosing, publishing, reproducing or transmitting this examination, in whole or in part, in any form or by any means, verbal or written, electronic or mechanical, for any purpose, without the prior express written permission of the CCGP Commission. Non-compliance may lead to the revocation of your certification.

____ **By checking here**, I certify that the information and documents presented in this application are true to the best of my knowledge and consent to all the stipulations associated with submitting my application for consideration.

Applicant signature

Date

Certification staff will review your application and inform you within 21 business days of receipt if your application is approved.

If your application is denied you will be informed within 21 business days of receipt why, and you can resubmit your application. Please review the Candidate Handbook for additional information.

For more information download the Candidate Handbook. It contains valuable information about the CCGP exam.

You must download the PDF and then submit it to certification@societycorp.gov. You may add additional documentation to you email if necessary.

Appendix B: Exam Blueprint

Exam Blueprint



A Managing Board Operations (including subsidiary boards)	
1	Prepare board and committee calendars (master work plan)
2	Develop board agendas
3	Manage board off-sites
4	Prepare board materials
5	Coach those presenting to the board
6	Manage board meeting logistics
7	Take minutes
8	Oversee board meeting follow-up matters
9	Manage Director expense reimbursements
10	Support identification/election of new directors
11	Advise on committee composition
12	On-board new directors
13	Educate the board
14	Administer D&O questionnaire(s)
15	Maintain corporate books and records
16	Refresh key corporate governance documents and Board practices
17	Manage Board and Committee assessment (self-assessments)
18	Facilitate board approvals
19	Manage board portal
20	Facilitate 3rd party director communications
21	Facilitate conduct of Board Meetings
22	Manage board compensation
B Managing Annual Meeting Proxy Statements	
1	Plan proxy statement process
2	Prepare proxy materials
3	Facilitate Annual Report Wrapper (if applicable)
4	Manage shareholder proposals
5	Verify director independence
6	Manage vote outcomes
7	Prepare IR and corporate communications
C Managing Annual Meetings	
1	Plan annual meeting
2	Manage annual meeting logistics (site, etc.)
3	Prepare day-of meeting materials
4	Facilitate annual meeting
5	Manage post-annual meeting follow-up
D Advising on Securities Laws and Related Matters	

- 1 Monitor legal developments and requirements
- 2 Participate in public company filing processes
- 3 Manage section 16 filings
- 4 Handle 144 transfers

E Manage the Governance of Company Subsidiaries/Joint Ventures

- 1 Implement standard policies and processes
- 2 Create new subsidiaries/JVs
- 3 Dissolve/merge subsidiaries/JVs
- 4 Manage governance of subsidiaries/JVs

F Managing Shareholder Relations

- 1 Understand shareholder base
- 2 Nurture relationships with significant shareholders
- 3 Perform other shareholder related activities
- 4 Participate in share repurchase program

G Participating in Enterprise Risk Management

- 1 Mitigate risks related to governance matters
- 2 Facilitate board oversight of enterprise risks
- 3 Support risk mitigation (D&O, insurance, etc.)

H Overseeing Internal Corporate Governance Compliance

- 1 Manage insider trading program
- 2 Manage other internal corporate governance policies

I Coordinating Executive Compensation

- 1 Facilitate senior management and director review (including compensation committee) of executive compensation
- 2 Support the execution of the compensation program

J Conducting Other Corporate Secretary Activities

- 1 Participate in Non-SEC Public Governance Disclosures (ESG, third party governance scores, corporate governance website, etc.)
- 2 Educate Employees and Others on Governance
- 3 Respond to requests for corporate governance information and resources
- 4 Advise on Governance Elements of Corporate Transactions (M&A, employment agreements, severance agreements, financing, etc.)

Appendix C: ADA Accommodations Request Form



ADA Special Accommodations Form

The CCGP program complies with the Americans with Disabilities Act (ADA) and ensures that no individual is deprived of the opportunity to take the CCGP exam solely by reason of disability as defined under the ADA. Candidates must submit a written request and recent (within the last three years) supporting documentation related to disability needs. The request and supporting documentation must be received at least 30 days prior to the date of the exam. Requests for special testing accommodations require documentation of a formally diagnosed and qualified disability by a qualified professional who has provided evaluation or treatment for the candidate.

If you have a disability covered by the Americans with Disabilities Act of 1990 (ADA) and would like to request an accommodation in testing, please complete all Sections below and have an appropriate professional (doctor, psychologist, psychiatrist) with current knowledge of your disability complete Section 2 below if your disability is not medical.

As provided in Section 3 below, please submit documentation in support of your request. If you have existing documentation of having the same or similar accommodation provided to you in another testing situation, you may submit such documentation as compliance with the requirements in Section 3.

This form must be completed in its entirety for your request to be processed. Please submit this request as soon as possible as it takes time to review your request and arrange an accommodation. The certification staff will process your request as expeditiously as possible in order to not delay testing.

Section 1 (To be completed by Candidate)

Please type or print clearly

Name

Social Security Number (last 4 digits)

Address

City State Zip Code

Disability

By signing below, I attest that the information I have provided on this application is accurate, true and correct to the best of my knowledge. I agree to and authorize the release of the information requested to the CCGP staff for use in determining eligibility for the requested accommodation in testing. If the

information provided is insufficient to evaluate the request, I authorize the CCGP staff to request additional information from me. I understand the CCGP staff reserve the right to verify any and all information in my application, this request, or in connection with my certification application. I understand and agree that failure to provide accurate, true and correct information shall constitute grounds for rejection of my application, request for this accommodation in testing, or denial or revocation of my certification.

Signature

Date

Section 2 (To be Completed by Candidate or Appropriate Professional)

Please Type or Print Clearly

From Professional:

I have known _____ since _____ (*Full name of candidate*) _____ (Date)

In my role as a _____ (*Professional title*)

The candidate has discussed with me the nature of the certification exam to be administered. It is my opinion that because of this candidate's disability as detailed on the attached letter and supporting documentation, he/she should be accommodated by providing the following: (Please check all that apply.)

- ☐ Reader
- ☐ Scribe
- ☐ Extended time
- ☐ Time-and-a-half
- ☐ Double time
- ☐ More than double time (please justify)
- ☐ Separate testing area
- ☐ Use of computer or other adaptive equipment
- ☐ Other (please specify)

To be completed by Candidate:

Name

Signed Date

To be completed by Professional:

Name

Signed Date

Title

License# & State

Organization

Address

City

State

Zip Code

Phone Fax

Email

Section 3 (To be completed by Candidate or Appropriate Professional)

If requesting accommodations due to a learning disability, please submit relevant diagnostic test results detailing the specific nature of the candidate's disability as it relates to the request and the reasons for requesting the accommodation.

If requesting accommodations due to a medical issue, please have the appropriate professional submit a letter detailing the nature of the disability and the reasons for requesting the accommodation. The letter must be written on the professional's letterhead and must have an original signature. This letter may not be dated longer than 5 years prior to this application.

Please Note: All requests for special accommodations must be mailed to the address below:

Andrew Fitzsimons
Chief Operating Officer
Director of Certification
c/o The Society for Corporate Governance
52 Vanderbilt Ave. Suite 903
New York, NY 10017

Appendix D: Administrative Complaints Form



Administrative Complaints Form

Complaint Form

Name of Person Filing Complaint:

First Name	Last Name

Contact Information:

Email	Phone
Number	

Please Select the Option that Best Describes the Nature of Your complaint (check one):

- ☐ Complaint about the CCGP Certification Program (excluding the examination)
- ☐ Complaints about Customer Service
- ☐ Other

Please submit this to the Certification Department at certificaton@societycorpgov.org

Please provide detailed information regarding your complaint:

The CCGP Certification staff will acknowledge receipt via email of your complaint within 2 business days.

For complaints about another CCGP certified person or wrongful use the CCGP Certification please follow these procedures [insert a link to the disciplinary process on the website.]

Appendix E: Appeals Form



Appeal From

Name of Person Filing an Appeal:

First Name

Last Name

Contact Information:

Email

Phone

Number

Are you CCGP: (Circle One)

Yes

No

Please Select the Option that Best Describes the Reason for Your Appeal:

☐

Appeal for the denial of initial certification

☐

Appeal for the denial of recertification

☐

Appeal for the denial of request for special accommodations (ADA)

The request for appeal must be submitted in writing via the Certified Corporate Governance Professional Certification Appeals Form within 30 days of the receipt of the decision related to the complaint. All requests for appeals must be submitted to the certification office at certification@societycorp.gov.

Please provide detailed information regarding your appeal:

The Corporate Governance Professional certification staff will acknowledge receipt of your appeal within five (5) business days.