

Getgovernanz Malta

In collaboration with

the **American Anti-Corruption Institute (AACI)** and the
International Due Diligence Organisation (IDDO)

Together, Empowering Tone at the Top

The Due Diligence Certified (DDC) Master Class

that supports Government Ministries, Entities and Business Organisations
throughout Due Diligence Activities.

Due Diligence Certificate Training Objectives

All candidates will leave with a detailed understanding of the requirements in any due diligence process. They will possess the ability to lead any due diligence assignment from small to large, internal to external, domestic to multi-national and for private or public companies.

While the course uses commercial transactions as its focus, the skill set is much broader and imparts a lifelong change in the way we, as professionals and persons, think and make decisions.

Our main objective is to reinforce existing knowledge of the concepts and principles of due diligence. With the knowledge and tools acquired through the training, graduates are expected to apply these skills as they carry out their respective responsibilities, which in turn support the National Government strategy.

The course is structured in a way to include real life case studies and scenarios and provoke participation from attendees in such a manner so as to ensure practical knowledge is being imparted to the attendees.

In addition, the programme opens qualified members to an international community of fellow qualified members, a library of contemporary subject related publications and other IDDO materials that can assist in the effective performance of their responsibilities.

Personnel who successfully emerge from the training course be presented with certification Due Diligence Certified.

The IDDO candidate should meet the following **eligibility** requirements:

- Possess a Bachelor's Degree from an accredited college or university; and/or
- Have at least 1 year experience in a due diligence, compliance, audit or investigation position

Due Diligence Certificate Take-Aways

A digital copy of 'Due Diligence for The Financial Professional', the multi award-winning book by the IDDO Co-Founder L. Burke Files with over 480 pages of information including check sheets and ratios that can be used in any engagement. Attendees will also receive a full membership in the IDDO with access to all of the resources online as well as access to the entire worldwide community of IDDO professionals.

IDDO Course Instructors

The course will be led by Mr. Burke Files, (<https://www.international-due-diligence.org/our-team/>) and supported by local Maltese professionals with expertise and experience in local and EU laws, regulations and practices. The international instructors have delivered the IDDO course in many countries throughout the world and therefore bring unique perspectives on course content that will be shared with candidates.

IDDO Course Details

Duration	2.5 days
Dates	23 rd - 25 th November 2020
Language of training	English
Language of exam	English
Material Provided	IDDO book and course material
Venue	Online
Fee	Non-Members of the Malta Chamber: Eur550 Members of the Malta Chamber: Eur500

The candidates will receive their IDDO Certificates on successful attendance.

The 2.5-day training programme fee per candidate includes the following.

1. Lecture(s) fee;
2. IDDO textbook;
3. Training materials and supplies;
4. Certificates of Completion;
5. One-year membership in the IDDO (renewable at a cost);
6. Access to online IDDO Library and publications.

To achieve the training objectives, the number of candidates for each training session is limited to a maximum of 30 persons but not less than 15 persons.

Due Diligence Certificate Curriculum

The course curriculum covers 2.5 consecutive days.

IDDO curriculum covers the following:

DAY 1	
Module Title	Module Description
Introduction	<ul style="list-style-type: none"> • Clearly define Due Diligence • Address due diligence as a process, not a thing or event • Legal requirements for due diligence • The immediate value of this knowledge
Section 1 - Philosophy	<p>Choice Making</p> <ul style="list-style-type: none"> • How we make choices • Why we make those choices • Why some make serial wrong choices • Ignoring the feedback – also known as market sentiment • Heuristics and Biases <p>Economics of Virtue</p> <ul style="list-style-type: none"> • Asking the right questions is the core of effective Due Diligence • When the questions must be asked and answered • Addressing social graces • Lies, white, grey, and black • Aligning incentives • Importance of “Skin-In-The Game” <p>Reality of It All</p> <ul style="list-style-type: none"> • Incentives to lie, cheat, steal, offering and taking bribes • Conflicts – internal and external • The weight of dishonesty • Focusing energy toward productivity and good choice making • A graphic look at getting it wrong
Section 2 – The Standard of Care	<p>Everyone does it so why do I care?</p> <ul style="list-style-type: none"> • The industry leaders are the leaders for a reason • Due diligence and risk management • Headlines of why it matters • How Enron, Rite-Aid, Duetsche & Danske Bank could have been prevented • Why Must We Care? • Competitive reasons • Survival reasons • Litigation, regulatory fines, and jail

	<p>How to care</p> <ul style="list-style-type: none"> • Checklists, CRM, Internal Audits, – sure, but that is not all • Feed-forward control • Feed-back controls • Many skill sets needed • Government, private enterprise, and charitable all have approaches • Money, time, choice, reputation, are scarce resources • The tip line you can't control
<p>Section 3 – Where Due Diligence can Thrive or Whither</p>	<p>The Environment for Due Diligence Professionals</p> <ul style="list-style-type: none"> • Islands v Archipelago • Make Wrong and NIH • Curious George and the Man with the Yellow hat are good role models • Leave the desk behind
<p>Section 4 – Due Diligence Assessments</p>	<p>Into and Out of The Box</p> <ul style="list-style-type: none"> • It is a process – Defining the box • Arrival to the box • Functions inside the box • Departure from the box • Looking for risks, supplier process, place, transit, customer... • Some Check Lists, No, no, no, – thought lists • Detailed Background Questionnaire • Detailed Company Questionnaire • Detailed Property Questionnaire • Objective and Subjective Factors <p>Real Case Studies from our engagements</p> <ul style="list-style-type: none"> • Real Estate Acquisition • Coin Operated Car Wash <p>Case Studies from the headlines – 4 different ways of getting it wrong</p> <ul style="list-style-type: none"> • Facebook - Oculus • HP - Autonomy • Bank of America - Countrywide • Quaker Oats- Snapple • IMDB – 11 Billion lost to Fraud
<p>Section 5 – Tool Kits</p>	<p>Where to find information</p> <ul style="list-style-type: none"> • Local legislation • Reviewing Online Free Resources • Reviewing Paid Resources

	<ul style="list-style-type: none"> • Assessing information’s limits and inaccuracies • Calling and interviewing people • Little thought of indicators • Tests for employees • Leaving the desk behind <p>Case studies will be handed out to attendees for discussion the following morning. In order to make the discussion more compelling we would welcome any knowledge on local case studies which we could utilize.</p>
DAY 2	
Section 6 – Case Studies	Open discussion on case studies and personal experiences.
Section 7 – Data and Information Management	<ul style="list-style-type: none"> • Data Rooms, Silos, Buckets and making sense of the data dump • Considering use of attorney-client privilege • Resolving the information conflict that will occur • Hard versus Soft and Operational due diligence • You are done – now what do we do?
Section 8 – Analyses of the Numbers	<ul style="list-style-type: none"> • Ratios – traditional and non-traditional • Other places to find numbers • Creating numbers to analyse • Limitations of numbers and common oversights • Testing your numbers • Some Algorithms that assist with analysis
Section 9 – Internal Measures	<ul style="list-style-type: none"> • Internal positions that are natural allies • Data collectors in a business • Not all information is central so where is it? • Ways to approach to gather information from territories • Address our numbness to the familiar and stale information
Section 10 – Due Diligence in Mergers and Acquisitions	<ul style="list-style-type: none"> • Same old Stuff • New Stuff often overlooked • What is a must, Key Employees and Gold Collar Workers • Intangible Assets and OPSEC often 80% of the targets value • Regulators • Acquisition Agreements, call back clauses, warranties of sellers, auditors, lawyers, and subject matter experts

	<ul style="list-style-type: none"> • Management Culture and how to assess – dealing with culture clash which will occur. • IT infrastructure integration, no, yes and how! • Due diligence Lions, Vultures, Pack Rats, or Geddis? • Red Flags of Risk • Archipelago, not Islands – you are a team
DAY 3	
Section 11 – Case Study Presentations	The case studies worked overnight will be shared by students with the instructor and the class.
Section 12 – How we are Deceived	<ul style="list-style-type: none"> • Trust and Faith – the difference is important • Origin of Upsets • Choice Forces used against you • Detecting Lies and Deceit verbally and in writing • The window of Make Wrong • Challenging lies and falsehoods • The instructor’s red flags of mischief
Section 13 – Due Diligence Fails	<ul style="list-style-type: none"> • We learn mostly from failures – why this is a fact. • Notable Failures and the errors made • Destructive testing in your organization
Section 14 – The Report	<ul style="list-style-type: none"> • Writing and submitting the due diligence report • The report is fact-based – period. • Citation of sources – all. • Presenting Your Findings • Language

Detailed notes will be provided to candidates on each of the course modules.