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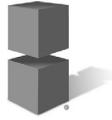
**ENTERPRISE RISK MANAGEMENT – RISK INTELLIGENCE  
AND ANTI-FRAUD CONTROLS**

**10:00 AM**

Barry Franklin, Aon Risk Consultants

John Gimpert, Deloitte & Touche LLP

Brendan Sheehan, *Corporate Secretary*



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**BARRY FRANKLIN**  
MANAGING PRINCIPAL  
AON RISK CONSULTANTS

Barry is Managing Principal of Aon Risk Consultants, the professional and technical consulting arm of Aon Risk Services in the Americas. He is responsible for executive management of the various ARC practices including actuarial, risk management consulting and outsourcing, accelerated claim closure, enterprise risk management, and alternative risk financing. Barry also co-chairs Aon's Enterprise Risk Management Global Practice Council. Previously, he led Aon's dynamic financial analysis practice and served as Aon's U.S. actuarial practice leader. Barry's experience includes traditional actuarial pricing and reserving roles, extensive non-traditional actuarial work such as enterprise risk modeling, and a variety of consulting engagements ranging from M&A due diligence to expert testimony. In all, Barry has more than twenty-five years of actuarial experience. He holds a BS in Probability & Statistics, with a minor in Economics from Northern Illinois University. He is a Fellow of the Casualty Actuarial Society and member of the American Academy of Actuaries.



**JOHN GIMPERT**  
PARTNER  
DELOITTE & TOUCHE LLP

John Gimpert is a national partner in the Deloitte & Touche LLP Audit & Enterprise Risk Services practice. He is also co-leader of our Midwest region's Governance practice. He has over 25 years of risk, governance and control consulting experience.

During his career, John has conducted and directed a variety of enterprise-wide, strategic-level and operational risk management projects for some of the firm's largest and complex clients. He has also assisted the management of these organizations to assess and enhance their governance structure and approaches.

Projects have included assisting management to assess and understand the key risks they face across their organization, and how changing business trends and changes in business directions or conditions might create new risks or opportunities for the organization. John has guided management at his clients through assessments of their existing risk management capabilities and provided recommendations for enhancing their risk management effectiveness. He has also assisted several organizations to plan, organize and launch enterprise-wide risk management programs.



**BRENDAN SHEEHAN**  
SENIOR EDITOR  
*CORPORATE SECRETARY*

Brendan Sheehan joined Corporate Secretary, Cross Border's seminal North American publication for corporate secretaries and governance professionals, as senior editor in March 2005.

Prior to joining Cross Border, Sheehan worked in London as a senior analyst/journalist for BoardEx, where he wrote specific company analysis, authored the newsletter BoardExInsight, and was responsible for analyzing and reporting on corporate governance and board dynamics at UK and international firms. He is also a former bond analyst/journalist for MCM CorporateWatch, specializing in European high-yield and investment-grade deals.

Sheehan appears on panels at various chapter meetings of the Society of Corporate Secretaries & Governance Professionals across the US. In addition, he makes regular television and radio appearances including CNBC Europe's Closing Bell and BBC 4's Club Class. He holds a Bachelors degree in economics from the Queensland University of Technology.

**OCEG® CORPORATE GOVERNANCE MATURITY MODEL™**

OCEG and the National Association of Corporate Directors have collaboratively developed this draft Corporate Governance Maturity Model™. It is currently undergoing validation and will soon be made available for comment through both organizations. Further information on the model will be available shortly at [www.oceg.org](http://www.oceg.org) and [www.nacdonline.org](http://www.nacdonline.org).

|                                     | Stage 1  | Stage 2  | Stage 3   | Stage 4  | Stage 5   |
|-------------------------------------|--|--|---|--|---|
| <b>DECISION-MAKING ATTRIBUTES</b>   | <b>Forming</b>   | <b>Developing</b>  | <b>Normalized</b>   | <b>Established</b>   | <b>Mature</b>   |
| <b>Capability</b>                   | <ul style="list-style-type: none"> <li>Leadership requires key skills for effective decision-making</li> </ul>   | <ul style="list-style-type: none"> <li>Leadership has basic tactical decision-making skills but may lack strategic foresight</li> </ul>  | <ul style="list-style-type: none"> <li>Leadership capable of prioritization to near-term strategies</li> </ul>  | <ul style="list-style-type: none"> <li>Leadership capable of prioritization for long-term strategies</li> </ul>  | <ul style="list-style-type: none"> <li>Leadership is capable of making decisions anticipating shifting dynamics</li> </ul>  |
| <b>Structure</b>                    | <ul style="list-style-type: none"> <li>Internal structure is ill-defined</li> <li>Decisions go unchecked or are abrogated by those that should be responsible</li> </ul>   | <ul style="list-style-type: none"> <li>Roles and responsibilities for decision-making are diversified but not being made at appropriate levels</li> <li>Decisions are made in isolation without coordination of multiple stakeholder perspectives</li> </ul>   | <ul style="list-style-type: none"> <li>Diversification of decision-making responsibility across leaders at appropriate levels</li> <li>Decisions are made using shifting coalitions and alliances with residual tension</li> </ul>  | <ul style="list-style-type: none"> <li>Decision-making roles and responsibilities are well-understood and authority levels are respected</li> <li>Decisions are made using shifting coalitions and alliances with residual tension and discernable accountability</li> </ul> | <ul style="list-style-type: none"> <li>Decisions are made at the right organizational level</li> <li>Decisions are communicated and supported throughout the organization with multiple layers of accountability</li> </ul>   |
| <b>Processes</b>                    | <ul style="list-style-type: none"> <li>Processes for decision-making are not defined</li> </ul>  | <ul style="list-style-type: none"> <li>Processes for tactical/operational decision-making are defined but applied inconsistently and strategic decision-making is vague</li> </ul>   | <ul style="list-style-type: none"> <li>Processes for strategic and tactical/operational decision-making are defined but used inconsistently</li> </ul>  | <ul style="list-style-type: none"> <li>Processes for strategic and tactical/operational decision-making are well-known and used consistently</li> </ul>  | <ul style="list-style-type: none"> <li>Processes for decision-making are continuously undergoing assessment and improvement</li> </ul>  |
| <b>Information &amp; Technology</b> | <ul style="list-style-type: none"> <li>Information about decisions is known by one or only a few individuals</li> <li>Technology maintaining information is isolated, with inconsistent and uncorrelated data, resulting in decisions being made without critical information</li> </ul> | <ul style="list-style-type: none"> <li>Information about decisions and decision-making process is communicated to only direct reports</li> <li>Authoritative source for critical information is identified and other systems are correlated to that system, but tends to be dated once delivered to decision-makers</li> </ul> | <ul style="list-style-type: none"> <li>Information about decisions and decision-making process is communicated internally only</li> <li>Technology is used to repeatedly serve up timely, accurate information from authoritative source and enables the decision-making processes</li> </ul> | <ul style="list-style-type: none"> <li>Information about decisions and decision-making process is communicated broadly to public</li> <li>Technology delivers timely accurate information and enables processes on a right-time/on demand basis</li> </ul>                   | <ul style="list-style-type: none"> <li>Information about decisions and decision-making process is communicated broadly to public</li> <li>Technology delivers timely accurate information and enables processes on a right-time/on demand basis</li> <li>Information is promulgated both up and down the decision-making chain triggered by warning indicators</li> </ul> |
| <b>Results</b>                      | <ul style="list-style-type: none"> <li>No methods are in place to measure the performance of oversight and leadership personnel</li> </ul>   | <ul style="list-style-type: none"> <li>Measurement of effectiveness and efficiency of decision-making is anecdotal</li> </ul>  | <ul style="list-style-type: none"> <li>Repeatable methods used to measure effectiveness and efficiency of decision-making</li> </ul>  | <ul style="list-style-type: none"> <li>Effectiveness and efficiency of leadership is measured vertically through consistent methods</li> </ul>   | <ul style="list-style-type: none"> <li>Effectiveness and efficiency of leadership is consistently measured on a 360 degree basis</li> </ul>   |

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Founded in 1977, the National Association of Corporate Directors is the only non-profit membership organization dedicated exclusively to serving the corporate governance needs of directors and boards. NACD's mission is to achieve improved corporate governance through better board practice. By offering education, information, conducting independent research, and disseminating leading practices, NACD provides resources for increasing director and board effectiveness.