



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 test 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 test.
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 test 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@societycorpgov.org.

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 test, nor does it accredit or endorse any source of education as a guarantee of success on the certification test. Certification is awarded solely based on an individual's ability to meet the certification requirements.

Certification Test

The Certification test is a 120 question (item), multiple-choice test that is comprised of 110 scored items, and 10 unscored pre-test items. Candidates are allowed two hours to complete the test. The test is offered in paper/pencil format when hosted by the Society, or electronically if taken at a Pearson VUE test center (see below).

The test was developed as the result of a rigorous process that followed acceptable industry standards in test development and measurement, starting with a job-task analysis (JTA) study facilitated by experts in the development of certification tests and subject-matter-experts (SMEs). The job-task analysis resulted in the development of a standardized test content outline. Following further validation by professionals in corporate governance, corporate governance SMEs were selected to write, review and edit test 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 test. The test and program requirements are revalidated periodically for currency and relevance.

The test blueprint is included as Appendix B

Scheduling the Test

The CCGP test is offered in-person and now at Pearson VUE computer-based test centers. You will have 6 months to schedule and take your test. At this time, due to health concerns there are no in-person tests. In order to take the CCGP test you must go to a Pearson VUE test center.

The CCGP test is available for you to take online at Pearson VUE test centers. If approved, you have a period of 6 months from receipt of your Authorization-to-Test email from Pearson VUE to schedule and take the CCGP test. You can only schedule a test date at a Pearson VUE location once you have that email. <https://www.societycorpgov.org/certification>.

Applications must be submitted to the certification office via email to certification@societycorpgov.org.

Taking the Test In-Person

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

Candidates must check into the test 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 Test Room

The following items are **NOT PERMITTED** in the test 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 test environment for all personal belongings**, but neither Professional Testing, Inc., Pearson, nor the Society or Commission are responsible for any personal belongings left in the area before, during or after the test. It is suggested that personal items **NOT** be brought to the test room.

Additional Candidate Information

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

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

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

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

Once a candidate completes the test 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 test. If a candidate leaves the room to take a restroom break, the test time will not stop. Candidates are not otherwise allowed to leave the test room for any reason.

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

- If the candidate's admission to the test is unauthorized.
- If a candidate creates a disturbance or gives or receives help.
- If a candidate attempts to remove test materials or notes from the testing room.
- If a candidate attempts to take the test 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 test items.

"No Shows"

Candidates who do not submit a request to reschedule an exam or who do not present themselves at an exam which they were registered to take will be considered a "no show." Candidates who present themselves late to an exam and are not admitted, or who fail to present adequate identification will not be allowed to take the test and will be considered a "no show." No shows will be charged a test delivery fee.

Candidates classified as a "no show" on more than three occasions will forfeit their original application fee and will be required to pay the application fee again if they wish to reinitiate the process to take the exam.

Cancelling or Rescheduling the Test

Circumstances which are considered grounds for an emergency cancellation or withdrawal of a test 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 test in writing via e-mail to certification staff and shall include supporting documentation of the circumstances.

Candidates who register for the test but are unable to take it on the scheduled date may request that they be given the opportunity to take a subsequent test, 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. Candidates have 1 year from the date they receive the initial Pearson VUE Authorization to Test email to take the CCGP test. After that 1-year period, candidates forfeit their original application fee and must pay the application fee again if they wish to take the exam.

Taking the Test at Pearson VUE – Admission Policy

Please arrive at the test center thirty (30) minutes before your scheduled appointment time. This will give you adequate time to complete the necessary check-in procedures. Please be prepared to show one (1) valid form of personal identification (ID). Your exam registration **FIRST** and **LAST** names must match exactly your **FIRST** and **LAST** names on your ID. Pearson VUE will ignore any middle initials/names if displayed on your ID.

For security purposes, you are not permitted to use your Pearson VUE web account to modify your exam registration name. If you need to modify your exam registration **FIRST** or **LAST** name to match your IDs, contact your exam credentialing organization, as they need to update their system first and will then submit your name modification to Pearson VUE.

The identification must be a valid government-issued photo ID (e.g., passport, driver's license). Expired IDs will not be accepted. If you arrive more than 30 minutes late or fail to provide acceptable identification and are refused admission, your exam fee will be forfeited.

Contact pearson@proftesting.com with any questions regarding your IDs.

For additional information regarding the Aadhaar ID, please visit [Aadhaar ID Policy for Pearson VUE](#).

During admission, you will be required to provide a digital signature; you will be photographed; and your palm vein will be scanned.

Where selected by your Test Sponsor, you agree that Pearson VUE will collect your palm vein pattern at the test center on the day of your exam and retain that information, to the extent permitted by law. Your palm vein scan will be used for the purposes of identification verification on the day of your test and on your future test days, detecting and preventing any fraud, and maintaining the security and integrity of the testing program. For more information on Pearson VUE's policy for use and retention of personal data including biometric data like palm vein scans, please see our [Privacy and Cookies Policy](#). Your agreement to these Testing policies includes agreement to the Privacy and Cookies Policy.

No personal items may be taken into the testing room. This includes all bags, books not authorized by the sponsor, notes, phones, pagers, watches and wallets

Reschedule, Cancellation and No-Show Policy

Once the test appointment is scheduled, the candidate will be permitted to make changes to the appointment such as location, rescheduling or cancellation. You may cancel or reschedule your CCGP exam online or via phone directly with Pearson VUE up to 24 hours before your appointment time at no cost. Pearson VUE can be reached at 1-888-876-5064 in United States/Canada during their business hours of M - F from 7am – 7pm (CT). Pearson VUE will send you a confirmation e-mail each time you reschedule or cancel an appointment. If you do not receive a confirmation email, please recheck the status of your appointment. If you cancel your appointment with less than 24 hours' notice (either

online or by phone), or if you miss your appointment, show up late, or provide inadequate identification, you will not be able to make a new appointment without paying the CCGP test delivery fee, as per the CCGP policy.

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

Candidates who register for the test but are unable to take it on the scheduled date may request that they be given the opportunity to take a subsequent test, 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.

Candidates have 1 year from the date they receive the initial Pearson Vue Authorization to Test email to take the CCGP test. After that 1-year period, candidates forfeit their original application fee and must pay the application fee again if they wish to take the exam.

Important test delivery information pertaining to COVID-19:

COVID-19

Please review the specific health conditions and testing requirements for your country on our Coronavirus Update page before your test appointment. By scheduling your test appointment, you agree to comply with these requirements. You will be asked to acknowledge these conditions and requirements upon arrival at the test center. You are required to bring and wear a face mask while at the test center and while taking your test. Candidates without a face mask will be denied testing services. You must briefly remove your mask during the check-in process. If you refuse to wear a face mask or if you are sick or you have been in contact with an ill person, do not go to the test center — please reschedule your test online for a later date.

Biometrics

Some Pearson VUE testing centers (those designated as Pearson Professional Centers [PPC] and some designated as Select Pearson VUE Testing Centers [PVTTC]) require biometric identification using palm vein capture technology. Palm vein recognition tests the unique patterns in a candidate's palm veins using a safe, near-infrared light source like that in a TV remote control. All centers require electronic signature and a digital photo.

Erasable Note Board

Standard procedure is that the candidate receives one erasable note board to use as scratch paper during the test.

Personal Items

Candidates are not allowed to bring personal items into the testing room. Consideration is made for comfort items (such as a pillow, crutches, and tissues), which the testing center administrator must inspect. A designated area will be provided in the testing environment for all personal belongings, but

neither Pearson VUE nor the certification commission is responsible for any personal belongings left in the area before, during or after the test.

Test Results

Candidates who take the test will only be advised of their pass/fail result. If the test is taken at a Pearson Vue test center, a preliminary result will be provided at the end of your test, which is subject to review by the CCGP staff thereafter. You cannot rely on your preliminary result as confirmation of your formal pass/fail status.

Candidates who pass the test and meet eligibility requirements will receive an official 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 test may retake the test again but not within 30 days of sitting the first exam. Candidates cannot take the test more than a total of two times in a calendar year.

Follow the same process you did when you applied the first time. Click on the apply tab for the application. If a candidate fails the test twice in a calendar year, they are not permitted to retake the test for a period of 12 months from the last attempt. Candidates who fail the test must pay the application fee each time the candidate applies to retake the test.

Invalidating Scores

The Commission is concerned with reporting only valid scores. On rare occasions, circumstances may invalidate test scores. The Commission reserves the right to cancel or withhold test scores if there is any reason to question their validity. The Commission may cancel or invalidate test 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 test materials or mistiming. In this event, retesting will be arranged at no additional cost to the candidate.

Challenging the Test

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

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

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 a test should submit a report in writing to the certification staff within five (5) days after taking the test.

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

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

Recertification Requirements for the Certification

The Corporate Governance Professional Certification Commission's imposition of recertification requirements is based on the need for Certified Corporate Governance Professionals to maintain currency in their knowledge of corporate governance. The Corporate Governance Professional Certification Commission determined these recertification requirements based on their alignment with the certification's requirements (i.e., test content).

Individuals interested in maintaining/recertifying their certification can do so by completing one of the two options below. Certified persons must agree to **continue** to abide by and uphold the [Code of Professional Conduct](#).

Option 1: Download the application [Recertification Application](#) and submit it to certification@societycorpgov.org, at least 1 month prior to expiration. Include payment details on the application.

Your credit card will not be charged until your Recertification Application is approved. A receipt will be provided at that time. Submit the application ONLY when you have all the supporting documents. Failure to submit the application within sufficient time with all required documentation may result in your CCGP designation lapsing.

Recertification applications will be reviewed on a rolling basis. You will be notified as soon as a decision is made.

As required in Option 1, complete eighteen (18) hours of continuing education in corporate governance as verified by providers, between the date of your current CCGP designation and submission of your Recertification Application. Qualifying continuing education in corporate governance includes attending (in-person or via internet) or speaking at educational programs.

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

Failure to submit the application with sufficient time, and with all required documentation may result in your CCGP designation expiring. A gap between receiving the recertification application prior to the expiration of your designation may result in a delay in your recertification and/or termination of your CCGP designation.

Recertification applications will be reviewed on a rolling basis. You will be notified as soon as a decision is made.

Option 2: Taking and passing the CCGP test. Do not use the recertification application if you want to take the CCGP test as your means to recertify. Please follow the [application](#)

[process](#) outlined on the apply section and pay the applicable recertification test fee of \$350.00.

If your designation lapses and at some point thereafter you want to take the CCGP test, you will commence the application process again and pay the standard fee of \$750.00.

Please allow sufficient time for your test application to be reviewed and for you to schedule a test via Pearson VUE, if approved. Recertification will apply if you are successful in passing the test prior to expiration of your current certification.

For Society events for which CEU Institute (CEUI) is the outsourced CLE administrator, For Society events for which CEU Institute (CEUI) is the outsourced CLE administrator, you can request CCGP credits on the standard event/training tracker form in addition to CLE and CE for non-lawyers. CCGP credits will follow the CLE process; if CLE credit is approved for a session, then the same number of CCGP credits will be awarded. CE credits will also be awarded for non-lawyers. Please note that different states may award different CLE credit amounts based on their own criteria, but CCGP credits will be awarded at the highest state rate awarded. CEUI will confirm your CCGP credits and track for such Society events.

For non-Society training, you will need to provide verification of the training

For non-Society training, you will need to provide verification of the training, including an outline (and possibly materials if requested) for us to determine if the training meets CCGP requirements.

- For lawyers, you will also need to provide confirmation of CLE credits awarded. In such instances, CCGP credits will be awarded in the same amount as CLE, so if you have CLE from multiple states go with the highest number of credits awarded.
- For non-lawyers, you will need a letter from the organizing body confirming your attendance for a portion or duration of the training and an indicator as to the number of CLE credits approved for pertinent sessions.

With respect to non-Society events, we will do all we can to make sure that we review and award CCGP credits timely. It is important that you have options for obtaining CCGP credits by way of training provided by the Society or other organizations.

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

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/certification/apply>.

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 test solely by reason of a disability as defined under the ADA. Candidates must complete and submit the Request for Test 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 test scores. The CCGP Commission reserves the right to cancel or withhold test scores if there is any reason to question their validity. The CCGP Commission may cancel or invalidate test 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 test 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 test. 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.

Passing Communications

Passing candidates will be asked to confirm that the name listed is what they want used on the CCGP certificate. Please note that the email address you provided in your application may be shared with the CCGP Commission, solely for the purpose of communicating with you with respect to your application and potential designation. If you do not want us to share the email address, please confirm by reply to this email. We otherwise assume that we have your approval.

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.

Test Language

The certification test 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 test. Any individual who removes, or attempts to remove, test materials from the testing site, including memorizing test 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 test.

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



Test Application

The CCGP – Certified Corporate Governance Professional test is now offered through Professional Testing Inc. (PTI), our certification program development partner, at Pearson VUE computer-based testing locations in the United States and U.S. Territories.

Once you receive notification from CCGP that your application is approved, you will receive an Authorization-to-Test email, with instructions on how to schedule your test appointment on the Pearson VUE test site.

The certification program is designed to reflect that an individual who earns the CCGP – Certified Corporate Governance Professional 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 your name as it appears on the ID you will use to take the test.

| | | | |
|-----------|------------|-------------|---------------------------|
| Last name | First Name | Middle Name | Suffix (Jr. Sr. III etc.) |
|-----------|------------|-------------|---------------------------|

Please indicate if different from above the name you would like to appear on the certificate should you be awarded the CCGP designation.

| | | | |
|-----------|------------|-------------|---------------------------|
| Last name | First Name | Middle Name | Suffix (Jr. Sr. III etc.) |
|-----------|------------|-------------|---------------------------|

Contact information

Please use the address if awarded CCGP designation that you would like your certificate mailed to.

Address 1

Address 2

| | | |
|------|-------|-----|
| City | State | Zip |
|------|-------|-----|

| | |
|--------------|---------------------------------------|
| Phone number | Email address for CCGP correspondence |
|--------------|---------------------------------------|

Work experience

| | | |
|----------|----------------|--------------------|
| Employer | Position title | Employer telephone |
|----------|----------------|--------------------|

Employment dates: _____

| | | |
|----------|----------------|--------------------|
| Employer | Position title | Employer telephone |
|----------|----------------|--------------------|

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 |
|-----------------|---------------------|

| | |
|----------------------|------------|
| Field of Study _____ | Year _____ |
|----------------------|------------|

| | |
|-----------------|---------------------|
| Degree attained | Name of institution |
|-----------------|---------------------|

| | |
|----------------------|------------|
| Field of Study _____ | Year _____ |
|----------------------|------------|

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

Eligibility requirements

Candidates for the CCGP test 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.

Test fee

___ Candidate test fee \$750.00 USD

___ Governance Professional Handbook (purchased with test) \$249.00 USD

___ Recertification test fee \$350.00 USD

If your designation lapses and at some point thereafter you decide to reapply to take the CCGP test, you will be considered a new candidate and pay the standard fee of \$750.00.

Payment information

Your credit card will not be charged until you are notified that you are eligible to take the test. 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 test.

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.

Code of Professional Conduct

CCGP requires that a Code of Professional Conduct is submitted with each application. Please click [here](#) to download the form and submit it to certification@societycorp.gov.

Non-disclosure agreement

This test 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 test, 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.

Type applicant name (this is your electronic signature)

Date

Certification staff will review your application and inform you within 21 business days of receipt if your application is approved. Only then can you contact Pearson Vue to schedule your CCGP test.

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 test.

All additional questions and communications must be sent to certification@societycorp.gov

Appendix B: Test Blueprint



Test 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.)

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 test 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:

Margaret Nick
Assistant Director of Certification
c/o The Society for Corporate Governance
52 Vanderbilt Ave. Suite 510
New York, NY 10017

Appendix D: 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 test)

Complaints about Customer Service

Other

Please submit this to the Certification Department at certificaton@societycorp.gov

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.

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.