

A HEALTHY BOARD CULTURE

Presentation by:

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Presentation agenda



- ❑ Definitions and Setting the Scene
- ❑ The pre-requisites of a Healthy Board Culture
- ❑ The Dilemmas to overcome
- ❑ The Practices of a Healthy Board
- ❑ The Success of a Healthy Board Culture
- ❑ Case Study-GWs
- ❑ Summary & Parting Shot

Definitions



- ❑ What is a healthy Board Culture?
- ❑ Growth, profitability, stability, enduring.
- ❑ Examples- What examples come to mind?

Setting the Scene



- ❑ A Story told - from family business to listing on stock exchange
- ❑ A healthy board culture led to phenomenal growth; profitability; succession;

The Dilemmas to overcome



1. Founder Syndrome/Paternalism- Ford/Chase
2. Family Culture/conservatism
3. No succession planning (JK example)
4. Lack of talent and training (e.g. PE) “We agree”
5. Poor Communication lead to confusion/crisis
6. Disagreements can be fatal/the I & M sons..Tuskys. Power play
7. Lack of clear vision & strategy –hence no growth

Dilemmas to overcome



8. Lack of external view/opinion (JK example/I M)
9. Informality and lack of good business practices
10. No clear roles-thin line (PDL)/micromanagement
11. Inward focus-IFC/etc.
12. Continuous Training (IT threats, Audit, Risk)
13. Conflict & vested interest?

The Practices of a Healthy Board

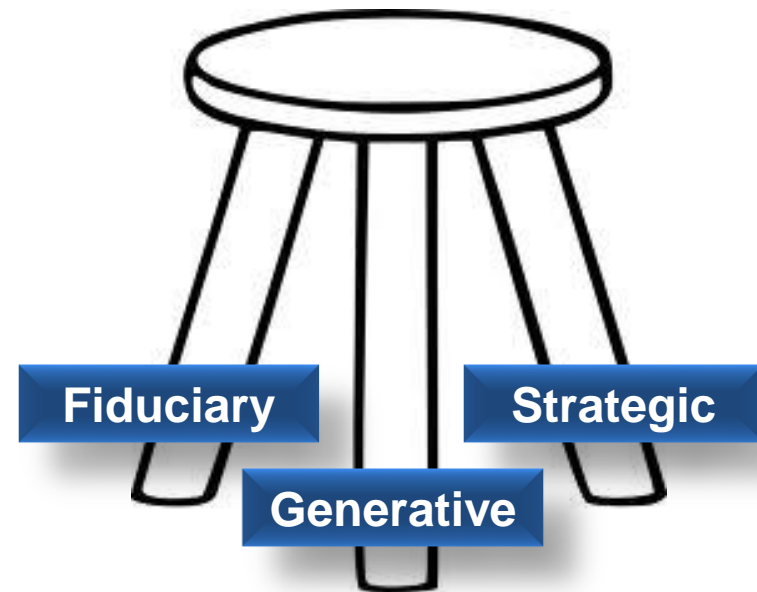
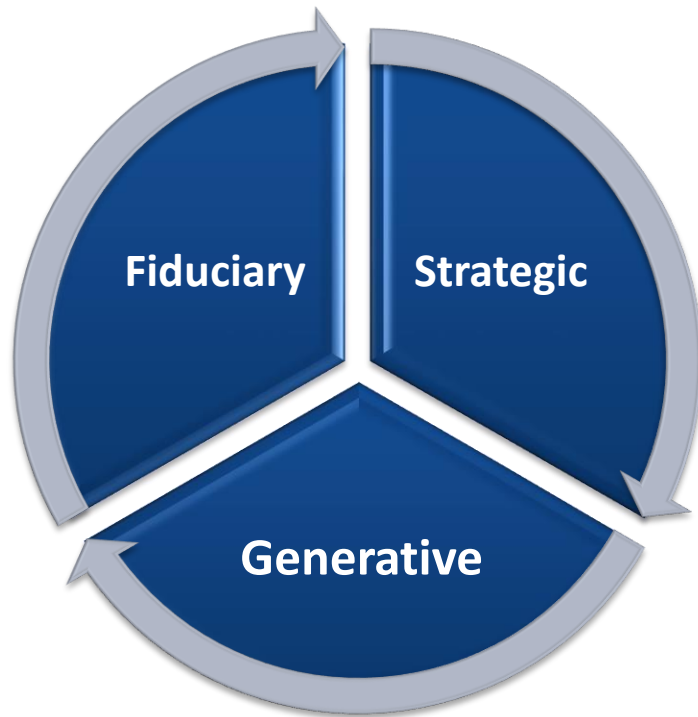


1. Selection based on skills/merit (GOK)
2. Diversity in Board-skill, sex, talent, (I M)
3. Diversity in Management/Professional (PDL)
4. Train, Induct, and train (make it part of PE)
5. Plan & Strategize (Nomination)
6. Delegate and seek accountability
7. Involve all employees-value them and show it
8. Compensate your board members

The Practices (continued)

- 9. Goals-oriented (Strategy based)/unity of purpose
- 10. Technology aligned (Board papers etc)
- 11. Good faith/integrity
- 12. Informed-(PEPS,
- 13. Measure own effectiveness/evaluation
- 14. Committed to good governance/eff. Committees
- 15. Effective/timely meetings/engaged members

The Successful Board



Parting Shot



“Go ye and heal thy Board!

Tommorrow we address the Global Trends in
Corporate Governance

Interactive Session

