



# How the board will assess the skills? With which tools?

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# Independence of mind

When assessing the independence of mind:

- The necessary behavioural skills, including:
  - ✓ Courage, conviction and strength to effectively assess and challenge
  - ✓ Being able to ask questions to the members of the management body
  - ✓ Being able to resist 'group-think'
  
- Conflicts of interest

When assessing the required behavioural skills, his or her past and ongoing behaviour should be taken into account



# Independence of mind

When assessing the existence of conflicts of interest, at least the following situations should be considered:

- Economic interests
- Personal or professional relationships with the owners
- Personal or professional relationships with staff
- Other employments and previous employments
- Personal or professional relationships with relevant external stakeholders
- Membership in a body with conflicting interests
- Political influence



# Skills

This is the non-exhaustive list of relevant skills:

- Authenticity
- Language
- Decisiveness
- Communication
- Judgement
- Customer and quality-oriented
- Leadership
- Loyalty
- External awareness
- Negotiating
- Persuasive
- Teamwork
- Strategic acumen
- Stress resistance
- Sense of responsibility
- Chairing meetings



# Board reviews have different areas of focus

## KEY BOARD REVIEWS

## ANCILLARY BOARD REVIEWS

### BOARD COMPETENCIES REVIEW

Understanding Client's future strategy and thereby defining the competencies and experiences needed by the Board. The Review will identify potential skill "gaps" to be addressed through future Board appointments

### BOARD EFFECTIVENESS REVIEW

Assessment of how the Board (1) interprets its mandate and (2) delivers against such mandate; analysis of (3) how the Board works as a team, (4) the level of contribution from Directors and (5) the interaction with the management team; review of (6) secretariat support and level of training received by Directors

*Scope of a standard Board Review  
(methodology described over next few pages)*

### COMMITTEE EFFECTIVENESS

Effectiveness review of each Board committee (i.e. Audit, Remuneration, Nomination, Risk, etc.)

### BOARD BENCHMARKING

Benchmarking Board composition, structure and operating model to that of competitors/peer group

### REMUNERATION BENCHMARKING

Benchmarking Board fees to those of competitors/peer group

### PEER REVIEW

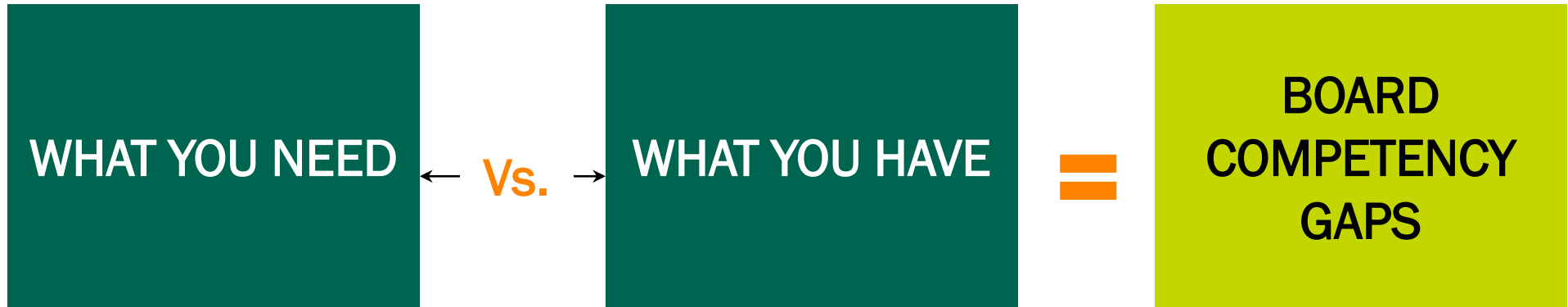
Review of individual Directors' contribution



# Our approach to Board Competencies Reviews



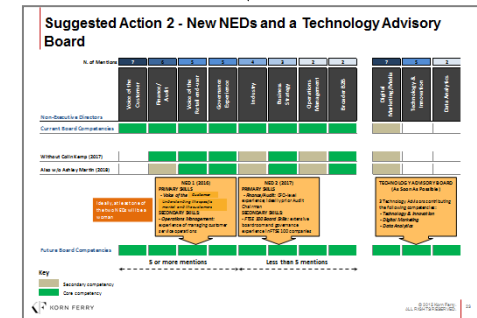
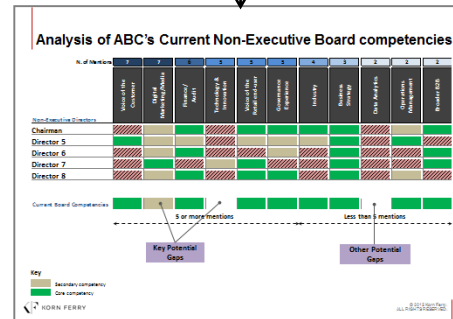
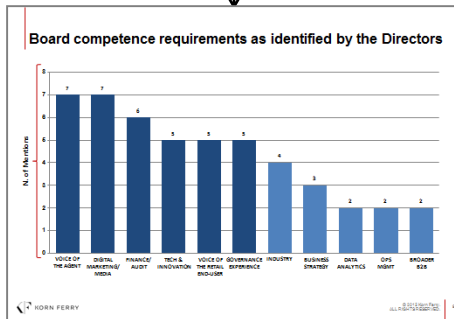
Does the Board have the requisite depth of relevant sectoral, operational, geographic or functional capability to support and challenge management as they face up to the likely developments and decisions of the next 3 to 5 years?



Your responses to one-to-one interviews

Our analysis of current Boardroom skills

Gaps identification and our recommendations for future appointments





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