



A Qimpro Initiative

Member: India
Global Benchmarking Network

Best Practice

AREAS A BOARD MIGHT WISH TO ADDRESS

Group Dynamics

- ◆ Does the board consistently bring dialogue on critical topics to a clear closure, with consensus? Or is dialogue fragmented?
- ◆ Do all directors freely speak their minds on key points?
- ◆ Do directors respond to each other during board meetings, particularly when they don't agree with each other? Or do directors engage in dialogue solely addressing the CEO?
- ◆ Have board meetings focused on the most important issues, as defined jointly by the board, the committee Chairs, and management? Or have they wandered into minutiae or tangents?
- ◆ Does the board feel that the company is getting a return on the time the board is spending on corporate affairs? Or does the board feel their time is not very productive?
- ◆ Do directors individually feel they get something out of board meetings? Or is it a chore and a burden?
- ◆ Is the dynamic between the board and the CEO adversarial or constructive?
- ◆ Have directors acted on feedback that emerged from a real and constructive self-evaluation?

Information Architecture

- ◆ Is sufficient time given for discussion in the boardroom? Or are presentations scripted to the second with no time left for dialogue?
- ◆ Is information presented in a way that leads to useful insights that facilitate productive discussion?
- ◆ Does the board go out on its own to learn about the company (visiting plants) and the industry?
- ◆ Does the CEO feel comfortable discussing bad news and uncertainties with the board?

Focus on Substantive Issues

- ◆ Has the board discussed succession in depth during recent meetings? Or is it waiting until succession nears?
- ◆ Do all directors fully understand the philosophy underlying their CEO compensation plan?
- ◆ How clear is each director on the strategy going forward?
- ◆ How well has the board bought into the company's strategy?
- ◆ Has the board discussed with management the potential risks inherent in its strategy? Or has it left risk management to management?
- ◆ Does the board explicitly monitor financial health and operating performance relative to the competition by focusing on causal factors?
- ◆ How familiar is the board with the leadership gene pool and efforts to develop up-and-coming managers?

Source: Ram Charan, Advisor for CEOs and Corporate Directors



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