



## Executive Summary

- A Board faced difficulties in decision-making, agenda-setting and shareholders' interests being put forward in a predominant way.
- Our observations formed a solid basis to assess existing practice, leading to all board members being willing to address issues and take appropriate action.
- The assessment led to alignment on establishing rigorous processes within the board, as well as an efficient meeting culture.

## Challenges

- The Board was behind the information curve, reacting rather than directing.
- Frequent offline communication, not always transparent to some directors.
- Underlying conflicts of interest starting to make working relationships difficult.
- Company structure and organization change coincided with the board carrying out a governance exercise.

## Results

- Clarity on status quo: Observations and a benchmarking exercise led to acceptance of findings, recommendations and a roadmap.
- Roadmap: The Board set priorities to implement changes step by step in a defined work plan.
- Board efficiency: Meeting outcomes, documentation, efficiency and culture improved considerably with the introduction of simple but powerful tools, e.g. a board charter.

***"It was very refreshing to see that CDI recognised the stark difference between (...) and a listed company and tailored the comments accordingly." Non-executive Director***



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- A recently established board wanted to establish efficient processes for guiding management, and to discharge its duties effectively
- In three phases – Board performance assessment, goal setting and implementation of a corporate governance action plan were introduced- a sensitive process with regard to board efficiency and effectiveness

## Results

- **Risk management:** A risk management process at company level was introduced. Roles and responsibilities were assigned between board and management
- **Risk status:** Developed from a continuous analysis of the risk universe and closely monitored and managed by using risk mitigation plans
- **Long-term view:** The board realized that taking a strategic view on reaching the company's vision would improve every decision making and crisis reaction process

## Challenges

- **Board composition:** Highly experienced professionals were new to their board roles and needed to practice the „outside – in“ view
- **Resource constraints:** A thin management capacity with numerous stakeholders to satisfy



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- Board Leadership training led to greater confidence in fulfilling board roles
- In our interactive sessions, boards can practise working together effectively and handling of conflicts of interest and clarify their understanding of role and liability
- Directors could better discharge their duties

## Challenges

- **Facilitation is key:** Diverse groups with different levels of expertise can benefit from exchanging knowledge and experience, if the process is well managed
- **Mandate:** The needs of independent directors and nominee directors are not always the same
- **Industry:** Directors will have to follow developments cross-industry as digitization disrupts traditional market positions

## Results

- **Reassurance:** Directors could discharge their duties better and felt more comfortable interacting with their fellow directors
- **Effectiveness:** Directors educated other boards on which they served with the knowledge gained from CDI courses
- **Satisfaction:** Continued programmes with follow-on events for higher-level courses, addressing current and brand-new governance cases

***"Very good interaction. The set-up was a very good combination of theory, real life cases and role play to practice our skills." Experienced director***



## Challenges

- ➔ **High employee turnover, lack of motivation, communication and delegation difficulties**
- ➔ **Underlying conflicts between board members were making working relationships very difficult**
- ➔ **The expectations of our client and those of his employees were different**

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- ➔ **A board member of a leading financial services corporation faced high employee turnover and a divided board. Out of every ten proposals presented to the board of directors, only one would be approved**
- ➔ **In three phases – leadership assessment, goal setting and implementation of a roadmap were introduced - a sensitive process with regard to personnel decisions**

## Results

- ➔ **Cooperation: Seven out of ten unanimous proposal approvals by the Board of Directors. Products with an annual turnover amounting to tens of millions went to market much sooner**
- ➔ **Career: The executive was asked to take on additional board responsibilities**
- ➔ **Team Productivity: Within 6 months, our client had reorganised his team and improved their productivity by 15%**
- ➔ **Staff Turnover: The number of dismissals and transfer requests declined within a year to 10% below the firm's average**
- ➔ **Reputation: In a 360° evaluation, the board member received much better feedback than the year before**



## Summary

- Rapidly growing global investment firm, 3 bn AUM managed by 150 people. PE activities spearheaded by a virtual team, located on 4 continents
- New business strategy and IT approach
- Product range increasing, opening new investment areas for high liquidity placements
- Institutional development slow, processes fragile and people nervous – “chaotic”

## Challenges

- High proportion of newcomers and distant offices disoriented on processes in origination and due diligence
- Management focus on the “hard facts”, less on governance and leadership issues
- Guidance, direction and communication lacking
- No metrics defined to assess the quality and speed of dealflow
- People nervous, troubleshooting in place of leadership

## Results

- Defined roles & responsibilities and stages for the investment process
- Metrics for sales funnel, pipeline management introduced
- Team approach and an accepted joint responsibility for investment opportunities established and maintained. Team aligned on investment rationale and priorities
- Corporate Governance risks identified early by an integrated screening approach
- Fund allocation invested ahead of plan

***“The new operating rhythm creates room to reflect and create new plans, because the process is defined and followed.” Team Head***