

# IS DIANE RIGHT FOR YOUR BOARD?

Here is my attempt to articulate the kind of board member I will strive to be. I went to the HBR to get guidance of what works and what is relevant for board members in these changing times. I have included comments on my experience and perspective in this outline of recommendations. The recommendations come from HBR's "What Makes a Great Board Great", sourced below.

## Regular Meeting Attendance

Regular attendance is the "hallmark" of a conscientious board member. Acceptable attendance is not adequate, I would hope to attend unless there is an emergency. My clients are very important to me and I work hard for them, but I can control my schedule to attend (especially on ZOOM) meetings and plan for committee work. I will always be prepared for the meetings but reading the materials and asking questions in advance.

## Board Member Skills and Committee Involvement

Most board solutions are remedies of rules, procedures, composition of committees, oversight of the CEO and engage board members in their work versus in the operations of the company. I have served on many non-profit boards for the last 10 years – see bio. I have had a chance to serve or chair governance, executive, audit, finance, investment and programming committees. I have also brought my executive experience to assist with branding, PR issues, marketing, sales, partnerships and executive coaching to my board work. I am able to analyze complex situations and help evaluate the risks of options. I only assist if the CEO is supportive because these projects often involve the CEOs direct reports.

## Equity Involvement

I will add the company stock into my financial planning. I want to have "skin in the game", if possible. Apparently, board members are more vigilant if they hold stock a small stock holding is adequate and appropriate.

## Board Member Age

According to one governance expert, both youth (over 60) and age (over 70, most boards limit age to 72-75) can both be useful. As with anything, balance and moderation are key. I was born in 1959 and have spent over 40+ years preparing for these roles.

## Past CEO Presence

I have served in the C-Suite especially with Clear Channel for 10+ years. My CEO experience comes from the two companies I have founded and built. The first was an internet company in 1998 which I sold to Clear Channel and iHeartRadio still uses as the infrastructure of their intranet. The second company is the one I operate now, I began Bounceology consulting in 2009 and continue to consult companies and non-profits today.

## Independence

I can play a completely independent role which might be especially valuable if your board has insiders. An independent board member can be more accountable to new ideas and a fresh perspective.

### Focus on Diversity

All companies should be looking at diversity in their board, leadership and in their workforce. I can assist with creative thinking, creative search strategies and the ideation of diversity.

### Importance of Human Element of Respect, Trust and Candor

The distinguishing factor for exemplary boards is “they are robust, effective social systems”. I am prepared to work with the team of talented people to create a well-functioning board. I am confident about being on team who builds trust and can intelligently and reasonably communicate. I appreciate forging open, transparent partnerships.

### Advocacy of a Culture of Open Dissent

My hope is the bond among board members would withstand clashing viewpoints and challenging questions. Board members tend to be, without exception; intelligent, accomplished and comfortable with power. Although I am always open to learning more – I would count myself in this group and able to hold my own among the group. I would welcome the friendships and the opportunity to learn from others.

### Ability to Fluidly Play a Primary Role

On effective boards, members tend to play specific roles. My role is likely to be as a project manager, devils advocate and deeply into the details about areas of my expertise. I am open minded – and although a committed conscious capitalist – my mind can be changed by reasonable debate.

### Individual Accountability and Performance Evaluation

I am accountable! I look forward to evaluations and I will maintain a good performance or improve.

### Passion for Excellence and Working with Smart People Doing Important Work

That’s me! I’m in!

<https://hbr.org/2002/09/what-makes-great-boards-great>

Diane Dalton Warren

[diane@bounceology.com](mailto:diane@bounceology.com)

210-373-6706