

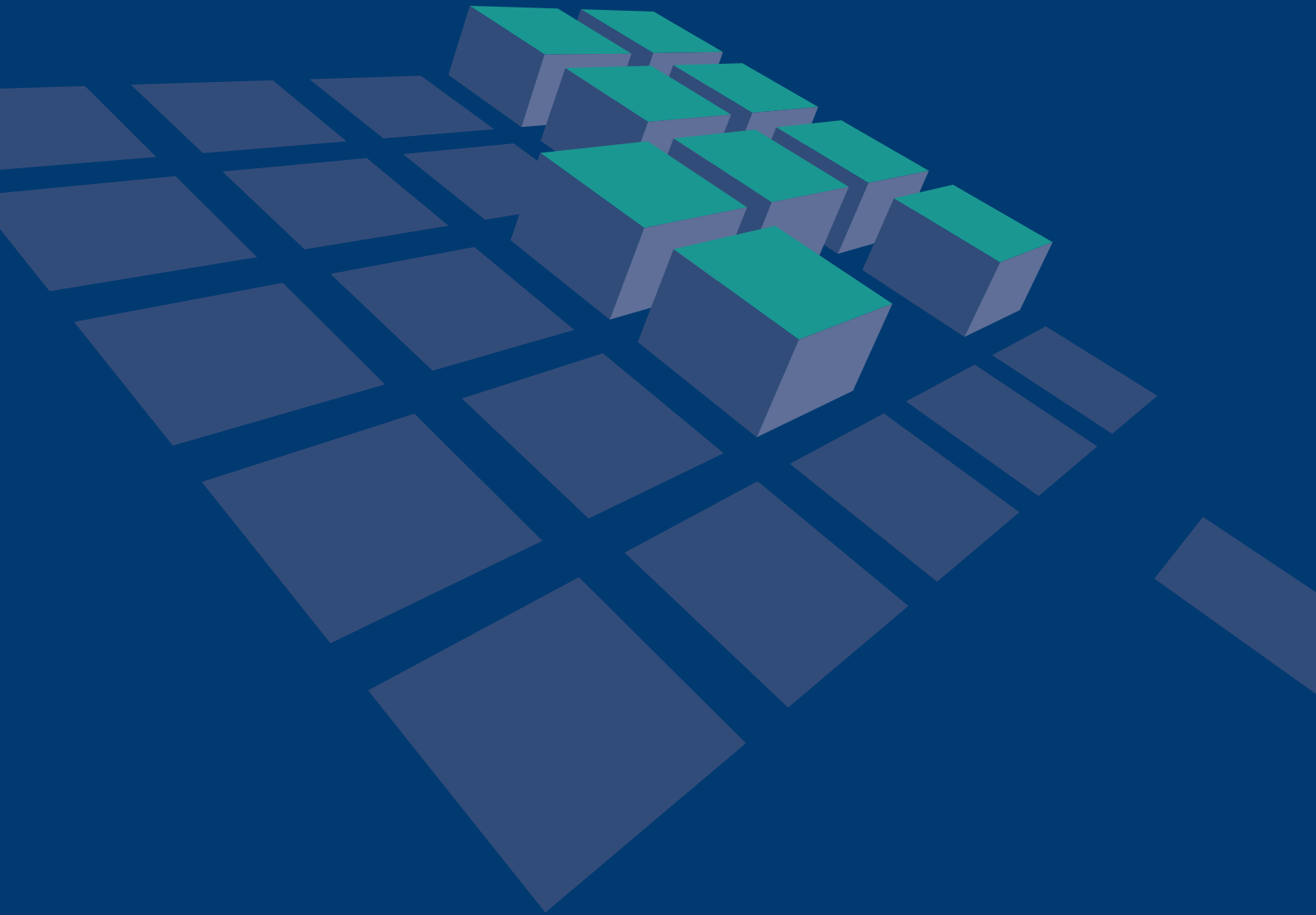
Your first board position

Nine steps to success



Our Commitment to Candidates

We invest in building non-transactional partnerships with our candidates outside the search process. Our focus on a constructive candidate experience means that you can trust our advice throughout your executive career.



Candidates



Colleagues

Clients



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Get on your first corporate board.

Corporate directorships can be incredibly rewarding, allowing you to exercise your accumulated expertise in a part-time context. But getting on your first board is no easy task. There is intense competition for first-time director positions. It's therefore imperative that you are proactive and strategic in putting yourself forward to be considered for a position.

Do not be reactive. The vast majority of prospective directors will not, through some lucky break, suddenly find themselves with a board seat. To rely on this lucky break is, in all likelihood, to forfeit your chance at a board career.

Getting on your first board is largely a matter of getting yourself noticed by the people – recruiters, CEOs, sitting boards – tasked with filling open board positions. Your job as a prospective director is to identify, express, and market your skillset and mindset in a compelling way.

The following guide presents a great deal of information about this process. We describe everything from what makes a good director to how to build a personal brand, how to market yourself, and to whom. The guide draws on the insights and experience of experienced consultants across the Odgers Berndtson global network, all of whom specialise in board and NED appointments with some of the world's leading organisations.

We hope that you'll find it useful.

odgersberndtson.com

PART ONE

Things You Should Know

A BRIEF HISTORY OF BOARD COMPOSITION

Until the late 1970s, corporate board seats were generally filled by 'friends of the boss' (FOBs). In other words, they were usually men, mostly white, who often ran in the same social circles as the CEO. Whatever expertise they brought to the boardroom was only marginally consulted, and board oversight was mostly limited to executive compensation.

By the 1980s, however, societal demands for corporate diversity was one of the forces that began to change boardrooms - or at least what they looked like. During this period, firms began taking on more female and minority candidates. But this spirit of inclusion was tokenistic. The percentage of diverse board members remained low, and directors in general were not placed according to the relevance of their knowledge or expertise. This period saw, for example, high-profile academics serving on boards of capital markets companies. Boards may have begun to look less homogenous, but their oversight functions did

not change significantly from the FOB era.

This set-up had a very public fall from grace when Lehman Brothers collapsed in 2008. Its board came under widespread criticism. Immediately prior to its bankruptcy, the firm had ten directors, including the CEO. They included retired or sitting CEOs from IBM, Halliburton, Sotheby's, Telemundo Group, Celanese Corporation, and Vodafone Group - none of which are in the financial services industry - plus a retired admiral and a theatre producer.

Simply put, Lehman's board was not designed to vigorously oversee the strategies pursued by Lehman's executives. Its directors were - as in the FOB era - meant to support, not question, the agenda of a wildly-successful CEO. Perhaps this is why the compensation committee met eight times a year and the finance and risk committee met only twice.

Thankfully, the boardroom has undergone significant

conceptual changes since the financial crisis. A trend we've seen in the past decade - accelerated by post-recession legislation like Sarbanes-Oxley in 2002 and Dodd-Frank in 2010 - is the professionalisation of the corporate director role. The job is far more active and demanding than it once was. There is greater transparency, more pressure for diversity, stakeholder activism, more potential for litigation, sustainability issues, to name just a few of the contemporary pressures.

Directors are held accountable for their company's health, culture, and performance, and they are expected to bring and exercise relevant expertise and mindsets into the boardroom. Some companies have even begun asking their directors to serve on no more than one or two other corporate boards - a move which at once reflects the increasing demands placed on directors and the increased value companies place on their boards.





FIRST BOARD VS. SECOND BOARD

Perhaps the single largest obstacle that you face in your search for your first director position is simply that you've never been one before. The majority of public company director seats are filled by candidates who already sit on at least one other public company board. The reason for this is quite simple: current directors are known entities. They have experience in the boardroom and their competence as directors is easy to ascertain through references. First-time directors, on the other hand, are unknown entities. They are thus more labour-intensive for recruiters who have to identify whether and to what extent professional successes will translate into the boardroom. It is far more difficult to get on your first public board than your second or third. This is changing as boards become increasingly professionalised (more on this later), but the change is slow: For this reason, you need to have a strategy to get yourself noticed.

GOOD EXECUTIVES ARE NOT NECESSARILY GOOD DIRECTORS

The skills and behavioural characteristics of effective directors differ notably from the skills and behaviours required of successful executives. Quite simply, the roles are different. Independent directors do not serve in an executive capacity; they do not get to make decisions and then unilaterally implement them down a chain of command.

A board of directors is a team of advisors whose role is to effect growth, approve strategy, and represent the fiduciary interests of their shareholders – all within a collaborative environment.

A fast-moving, non-consensus mindset might allow a turnaround executive to resuscitate a failing company, but it's generally not the kind of mindset you want in the boardroom. It's true that part of the director's job does include short-term decision-making – directors must ensure that the executive team is meeting its quarterly goals and monitor the short-term

health of the firm – but for most companies, particularly healthy ones, a director's biggest contribution is usually his or her ability to see beyond the executive horizon and help chart the company's long-term path forward. Directors must do this charting in an environment where consensus, rather than directive, is the methodology of change. We have seen plenty of directors fail spectacularly in the boardroom precisely because of the hard-driving, non-consensual mindset that made them so successful as executives.



WHAT MAKES A SUCCESSFUL DIRECTOR?

Successful directors tend to have a complex mixture of professional competency, work ethic and collaborative skills. They are confident, but not arrogant.

SKILLSET

Skillset, in this context, can be roughly defined as a person's professional roles and accomplishments. In other words, what you're good at and what specialty you can bring to the board. A banking COO with 20 years of experience has operational expertise in the banking industry, plus the wisdom she's gathered during her career - this is her skillset.

Other skillsets may include growing companies or managing the logistics of offshore expansion.

In the old-fashioned boardroom, one or two specialists (generally with financial or legal experience) would sit alongside seven or eight generalists, usually individuals with prior experience in corporate governance or as an executive in another industry. The modern board, by contrast, is a medley of industry-relevant specialists, with each member expected to contribute a particular strategic perspective to their organisation. There is widespread demand for tech expertise, marketing expertise, demographic expertise, entrepreneurial expertise, and international expertise - to name a few. Nowadays, companies often begin their search for a director by identifying the

skillset they would like to add to the board.

Successful directors now bring a unique, relevant, and (most importantly) current skillset to the boardroom. For this reason, it is imperative that in preparing yourself for a board position, you identify exactly what kind of skillset you can offer... but more on that in Part 2.

“Directors are expected to see the big picture, to weigh their company's present trajectory against its goals and the various obstacles that appear on the horizon.”



MINDSET

If your skillset is what gets you noticed for a board position, your mindset is what differentiates you from rivals with similar backgrounds. For two finalist candidates with comparable financial expertise, subtle differences of temperament and mindset will decide which one gets the job. There is, of course, no single mindset that correlates completely with directorial success. People are different; indeed, the point of the corporate board as an institution is to achieve wisdom through the integration of those differences. But there are a number of behavioural ('mindset') traits that are shared by most good directors.

1. Good directors are balanced and persistent judges.

Directors are expected to see the big picture, to weigh their company's present trajectory against its goals and the various obstacles that appear on the horizon. Because CEOs average about five years in their positions (directors generally serve longer), the

board gives the company a stability of oversight, helping weather executive transitions and retain a continuity of purpose. One aspect of this, and one of the board's most important jobs, is judging the management team's fitness to steer the company. This is an especially difficult task because 'fitness' is not constant. The right leader can, as the result of either internal or external changes, quickly become the wrong leader. An initially ineffective leader can learn from mistakes and go on to achieve success. A leader with a track record of stunning competence may stumble briefly, requiring minor, board-led correction.

A CEO who's an extremely effective leader of a medium-sized company may prove less capable when the company doubles its size. Companies sometimes outgrow their executives. In any case, it is the board's duty to notice, measure, and act. To do this effectively, board members must be proactive, fair, and persistent judges of other people.

2. Good directors are sceptics.

The mythical (or bad) board member has his head in the clouds. He or she doesn't concern himself with nuance and makes decisions quickly, relying on data summaries rather than the data itself. That person is exclusively concerned with the big picture and spends time outside the boardroom trying not to think about the boardroom. Good directors, the real directors, are sceptics. They are uncomfortable following impulses, whether they belong to themselves or others. They want to see the data and have a fluent grasp of all the options before they make up their mind. Consequently, they work hard. They put in the hours outside the boardroom to gain a nuanced understanding of the company's situation. And then, when they get into the boardroom, they are willing to share their findings while also entertaining findings that they themselves have not yet appreciated.



3. Good directors see the big picture as well. Taking the long view is both a privilege and a duty for the corporate director. Directors get to think on a time scale that exceeds the management horizon. They actively interrogate the company's long-term image, its strategy, and its five- and ten-year goals. But there is difficulty in this. Directors have to be good at balancing their vision for the company with its present realities. They need to be capable of turning goals into reality and transforming conceptual plans into actionable strategies. They also need to be persistent when it comes to evaluating the goals for the company against its present situation. One of the most important questions a director can ask about a company is "Why are we in this business?"

4. Good directors are collaborators. A well-balanced board is composed of directors with different backgrounds, different processing methods, and different micro goals.

There will be times when directors conflict with one another. What seems like a viable solution to one may seem unworkable to another. Good directors thrive in this context, willing to talk and listen, teach and be taught. They recognise that the strength of the board as an institution is in its self-correcting constituency: board members are meant to offset the blind spots of their fellow board members and the executives they oversee. The mindset of the educator and collaborator is crucial. One of the ironies of modern director specialisation is that the more specific a candidate's expertise, the more likely it is that their ability to collaborate will come under scrutiny. Why? Because boards are meant to be collaborative. A cybersecurity expert, for example, is not supposed to be the sole arbiter of all issues related to cyber risk. Instead, her role is to effectively educate the board about her area of expertise, thus allowing the board to collectively make decisions.

5. Good directors are socially savvy. They are adept at measuring personalities and know how to deliver information to different kinds of people. Some people respond best to Socratic guidance: in this case, directors must earn their trust and steer policy by asking questions, not by giving orders. Other people respond better to more direct recommendations, in which case it may be best to deliver blunt and immediately actionable guidance. The best board members, like politicians, can structure their advice around the emotional and intellectual needs of the people to whom it is addressed.

“If your skillset gets you noticed, your mindset sets you apart.”

PART TWO

How to Get on Your First Board, Step by Step





STEP 1. KNOW YOUR MOTIVATIONS

As a prospective director, you need to be aware that, though board membership is generally highly-paid relative to the time commitment, there will be times when your director role will be all-consuming. At such times, laden by the risks and stresses of the job, you may even feel underpaid. It is also important to remember that directors are being held to accountability standards by the companies they serve, the shareholders of that company, and various oversight organisations.

By serving on boards, directors incur personal risk exposure. Individual public board members might be named by shareholders in lawsuits or held to account by the authorities. Certainly, having the right personal insurance is a real consideration.

It's important to investigate the risks, before joining a board and to look at the risks that may be specifically relevant to the company or industry that you're targeting.

“Look at the risks that may be specifically relevant to the company or industry that you're targeting.”



STEP 2. IDENTIFY YOUR PROPOSITION

The next step toward getting on your first board is to identify what skills, perspectives, and experiences you can bring to the boardroom. It's important to go about this systematically. Your eventual goal is to build your proposition in the same way that a fashion brand shapes its image in the minds of the consumer. But this process is neither as simple nor as comfortable as it first sounds. It involves a good deal of honest self-analysis. You need to be aware of any aspects of your skillset, employment history, or mindset that might serve as red flags to prospective employers.

It is important to be clear-eyed in your identification of these red flags because, as you go through the board search process, you should be working to circumvent or explain them.

START WITH SKILLSET

What, first and foremost, can you bring to the boardroom? Are you a practicing financial expert? An economist with deep and current knowledge of fluctuations in global markets? Do you have recent experience scaling a software company? Remember that boards are increasingly looking for directors whose expertise can play a particular strategic role for the company or fill a knowledge gap in the board's composition. For this reason, it is important to be vigorous, specific, and nuanced when identifying your skillset. Do not stretch for expertise outside your field, and do not feel that you need to be everything to everyone. Remember that your skillset will be most valued because it's different from, not similar to, that of the pre-existing board and rival candidates.

NEXT COMES MINDSET

As mentioned, recruiters will look at your CV with two questions: (a) what are you good at? (b) is your temperament compatible with the boardroom? When analysing your temperament, you should do the same. Are you a good motivator? A good change maker? Where are these skills most evident in your career?

As with your expertise, be thorough. Talk to peers, employees, and current and former bosses. Eventually, temperament details should infiltrate descriptions of your expertise on your board CV, which should describe both your accomplishments and the methods behind them.

“ The process of self-analysis is not completely comfortable. But it is important to be truthful with yourself. ”



HOW DO YOU STACK UP?

Because branding is all about differentiation, you should know what you look like relative to competing director candidates. How does your performance record compare to similar executives? What skills can you emphasize that they may not? Again, it's helpful to ask peers and mentors for candid feedback here. What makes you unique?

DISCLAIMER

The process of self-analysis is not completely comfortable. But it is important to be truthful with yourself. The best business leaders are self-aware. They know their strengths and their weaknesses, and they are not afraid to consult with or delegate to others. These qualities are especially valuable in the boardroom, where the framework

of power and change is consensual. If there's something you need to improve to make yourself a better candidate, it's better to work on it than to ignore it.





STEP 3. KNOW WHERE YOU'RE NEEDED

Once you know what you can offer, it's a good idea to identify what kind of companies can benefit from your service. Personal branding requires more than just self-awareness. You also need to identify your audience before you can customize your message to them. In thinking about the kinds of institutions that will most benefit from your presence.

1. Think widely. It may be the case that your skills are more valuable outside the industry that you've grown up in.

A compliance officer in the financial services industry may find themselves hugely valuable to companies in the telecommunications and technology sectors, both of which are facing new levels of regulation. Tech entrepreneurs may have something to offer other tech entrepreneurs, but their move-fast mentality may also prove invaluable to large retail companies trying to infuse their traditional structures with entrepreneurialism.

2. Start small. There are many paths to board positions. One effective route is to start small. Getting yourself into one of the smaller companies makes you more likely to be found by a recruiter, gives you demonstrated experience that you can leverage, and increases your network. For the same reasons, include advisory boards, academia, non-profits, and private companies in your search.

These can serve as educational stepping-stones and help you acquire references who can testify to your competence in a governance capacity. Be on the lookout for mid-sized startups and private equity portfolio companies, many of which will eventually go public and often set up public-style boards years before an anticipated IPO so that there will be continuity in governance once the company is public.

3. Be global. If you are willing to travel, do not ignore companies away from home. There are good reasons for this. For example, many European governments legally mandate diverse representation on boards. As a result, there is high demand for, but a shortage of, talented female and minority candidates. Don't limit your thinking to home-grown businesses.

It is important when considering what kinds of firms to serve on to think about how your personal brand will be reshaped by your directorship. The board you serve on should fit in some way with your ideal personal brand. That's not to say that you should be overly picky, but you also need to make sure that the company builds your image towards the brand image you'd eventually like to own.



STEP 4. WRITE YOUR BOARD CV

Your board CV is a highly-specialised version of your executive CV. Keep in mind all that we talked about before, especially the unique demands placed on directors and your target audience. If you are an executive, your current CV probably focuses on accomplishments and contains lines like ‘Engineered the turnaround of a Sisyphus Capital portfolio company from a loss of \$140M to profitable with EBITDA \$280M in a two-year period.’ That’s great, but your board CV should add emphasis on how you effected that change.

What ideas drove the change? How did you ‘socialise’ those ideas? The goal of the board CV is to convince recruiters and others that your executive experience will translate into their boardroom.

Once you’ve written your CV, give it a critical inspection. What would a board recruiter read into it?

If your CV fails to demonstrate both your expertise and your board-friendly temperament, you may need to more actively prepare yourself.

Consider attending one of the many training resources that cater to first-time and future directors. These resources, which range from certificated governance classes to one-on-one mentorship programs, are great ways to augment your CV, expand your network, and get noticed by recruiters.

“ If your CV fails to demonstrate both your expertise and board-friendly temperament, you may need to consider some training for first-time directors. ”



STEP 5. CONTROL YOUR IMAGE

Now that you've identified your brand and consolidated it in your CV, it's important to build brand consistency.

What happens when you type your name into Google? A prospective director should appear not just on LinkedIn and Twitter, but also in conference videos, publications, and podcasts. Your LinkedIn account needs to reflect the changes you've made to your CV and display directorial mindsets. Your Twitter should demonstrate a socially conscious, forward-thinking professionalism. You should demonstrate active and considered thought leadership on all these forums.

If negative things appear in relation to your name, you should work to either make them disappear or develop an explanation. If, for example, your name is associated with a company that went out of business, you should not simply be able to explain your involvement when asked, nor act defensively. You should go out of your way to publicise those explanations. You can do this in editorials, white papers, conference speeches, etc.

Similarly, if you can look back and see times when your behaviors did not match the brand you are now trying to promote, you might try to solve the problem

retroactively. In other words, try to repair whatever bridges you may have burned. If your relationship with a former client, employer, or employee was fraught, it might be worthwhile to reach out to them and try to find a common understanding of what went wrong. Remember that backdoor referencing is standard for director positions. Recruiters will contact people you have worked with to get their opinions about your competence and your character. When branding yourself for a director's role, it's important to rebrand yourself to the people you know.



STEP 6. PUBLICISE

To get on your first board, you have to be noticed. Yet it's important to be noticed for reasons that will reinforce rather than distract from your board member brand. After looking for current members of public or private company boards, people – executive recruiters, for example – looking for potential public company director candidates often study conference speaker lists, professional associations, and author pages. It is in these places that you should advertise yourself. Write papers. Speak at conferences. Try to publish articles in major outlets, trade journals, and 'best-in-class' periodicals (even Odgers Berndtson's

Observe magazine). Also, seek out speaking engagements, panels, and conferences, ideally at industry-leading events, but younger candidates may need to build up to these. Some exposure is better than none and will lead to more.

The important thing when writing and speaking is to keep the mindset/skillset dynamic under consideration. Demonstrate not just your sector knowledge, but also your director-like attitudes. Don't simply describe how you identified and executed a change: describe how you used your people skills to drive the change in your company

by building consensus, inspiring excitement, and incorporating input and criticism.

“ To get on your first board, you have to be noticed.....for the right reasons. ”



STEP 7. NETWORK, NETWORK, NETWORK

1. Perfect your elevator

pitch. Brands succeed insofar as they plant themselves in people's minds and, eventually, their habits. As a brand yourself, you need to make a good, lasting, and focused impression. Focus is very important: in a space of two or less minutes, you should be able to impress upon your audience your qualifications for a directorship. This is a difficult task given that one of those qualifications is your ability to listen to others. If you're successful, your name will pop into your audience's head when they realise, however many months later, that their company needs a new director.

2. Get to know currently

sitting directors. A significant percentage of new directors are sourced directly through the connections of sitting directors. With that in mind, try to attend events that board members in your target industry attend too. You can generally identify these events via a company or director's social media page. Try to meet board members and executives and - without being too pushy - make them aware of your qualifications.

3. Get to know key board

recruiters. This can be challenging, as they don't have time to meet with everyone who wants to do so. But there are a few ways around this.

You can leverage your other recruiting contacts and have them introduce you. You can also seek introductions from people to whom recruiters listen. If, for example, a board recruiter is asked by a multi-million-dollar client to give you a 45-minute courtesy interview, the board recruiter is quite likely to grant that request. Remember that it is worth your time to communicate with researchers at executive search firms, as they are often in charge of the early vetting process. Getting noticed by them may well get you noticed by a key recruiter.

“ Remember that your network is not simply a path to board membership. It is also one of your biggest assets as a director candidate. ”

**4. Get to know key**

influencers. In addition to reaching out to the board recruiters, network with the consultants, accountants, and lawyers in your space. They are often in a position to suggest board candidates to their clients.

5. Remember your CEO.

Your most valuable asset when looking for a board position is your CEO. CEOs are often asked to recommend names for board positions, and your CEO will certainly be consulted once you're under consideration. As with all networking, be savvy when approaching your CEO about this. Rather than asking for them to push your resume, let them know you're interested in getting on a board and ask them for advice. Your interest is itself a kind of marketing.

6. Remember your board.

If you are a direct report to your CEO, chances are you have had interactions with your company's board.

If so, you can leverage this. They see how you operate in a boardroom and can either refer you to other boards or operate as references. It almost goes without saying, but make sure your presentations to your board are deliberately measured, demonstrating both your skillset and your board-complementary mindset.

7. Remember clients. Just like your company's CEO and board, your clients or customers are often deeply aware of your professional competencies. Let clients know that you're interested in board roles.

8. Do not ignore junior professionals. Do not limit your networking to C- and board-level professionals, especially when dealing with recruiting firms. Most capable board recruiters handle a large number of searches at once, working closely with a research team generally composed of junior search

professionals. The early phase of a director search is usually conducted by these junior professionals, which means that they are often responsible for finding and vetting an initial pool of qualified, conflict-free candidates. So don't forget these younger members when networking. Connect with them on LinkedIn. Take the time to field their calls.

9. Do not limit your network!

Make lists and lots of them. Make a list of college friends, of current and prior work friends, and of professional acquaintances currently in the C-suite or on a board and let them know that you are interested in joining a board or two. When adding to a board, the CEO or chairman will almost always ask current board members to submit their suggestions. Even if the position is put out to search, these suggestions are often turned over to the respective search firm and seriously considered.



10. Find a board mentor.

Many boards are now pairing new or first-time board members with a mentor when they join the board. The intention is that these younger directors learn the nuances of the role under the supervision of an experienced board member.

This better positions them to serve as a director for a long period of time, providing governance continuity within the company. Younger prospective directors may find it helpful to network with current directors sitting on companies with board mentorship programmes.

11. Networks are assets.

Remember that your network is not simply a path to board membership. It is also one of your biggest assets as a director candidate. As a board member, you will use your relationships to solve problems, source information, and possibly fill new positions.

12. Be strategic. It's important

when marketing yourself to push, but don't be pushy. You don't want to appear self-serving. Simply attend events, meet people, and expand your network. Over time, this will get you noticed. In the meantime, however, you need to make a plan and execute it. This is especially important because, as an executive, it's all too easy to get bogged down in your daily tasks.

You don't need to do all of this at once. Pencil an hour or two into each calendar week and, during those hours, methodically position yourself to get onto a board.





STEP 8. ACE THE INTERVIEW

MAKE SURE THE COMPANY IS RIGHT FOR YOU

We've mentioned this before, but it bears repeating. When you get to the interview stage, think hard about whether the company aligns with your long-term directorial goals. You may have to be creative in building your directorial career, taking positions at smaller firms on your way to the big one, but there is a difference between being creative and being sidetracked by a directorship at a cannabis producer, to take an extreme example. This might not open the road to a bank position and, in fact, will probably impede it.

CONSIDER THE CULTURE

Board culture is a big consideration for boards adding new directors, but it should also be a big consideration for new directors considering joining boards. Do some

research into the company's workplace environment, its corporate values, and the people who represent it in both executive and non-executive capacities.

Remember that, if you get the position, your career will forever be tied to that company and those people.

RESEARCH THE BOARD AND EXECUTIVE TEAM

It's very important prior to the interview to look up the company and look up the people. You should go into an interview knowing whom you're speaking to, what role they play in the boardroom, and what reputation they've accrued in that role. You should do this for three reasons:

1. It will help you decide whether this company is a good fit for you. Remember that the board members and executive team will, in one way or another, end up influencing your career.

2. Temperaments within boards often vary widely. Boards are looking for people who can operate effectively within, or effect positive change upon, its present makeup. By knowing the current makeup on the board, it will be easier for you to identify and demonstrate your niche.

3. It will help balance the scales of power in the interview. You will go into that room as a known entity; everyone in the room will have read your resume, watched your available conference lectures, read your thought pieces, and talked to your former coworkers – it's a good idea for you to do the same. Your 'interview' needs to resemble a peer-to-peer conversation and, to accomplish that, you need to know whom you're talking to.



BE A PEER

A director interview both is and is not a job interview. Yes, you're being vetted for a position. But the people who are vetting you consist of your future peers and the executive team over which you will have oversight. For this reason, it's important that you don't go into the interview with the same mindset that you previously brought to job interviews. In the interview, it's imperative that you act like an equal to the people in the room, not an applicant. You should be interviewing them as vigorously as they are interviewing you.

A successful interview for a director position resembles a professional peer dialogue.

BE READY TO DISCUSS BOARD CORPORATE DIRECTOR ISSUES

Be prepared to be asked for your point of view about corporate director issues. You need to be fluent in answering questions like "What is your stance on regulation X currently being leveled at our industry?" The more you can drive the conversation, the more qualified, and peer-like, your candidacy will seem.

BE READY TO TALK ABOUT YOUR MOTIVATIONS

You are going to be asked why you want to serve on a board, and it's important that you can provide a coherent set of reasons. The typical job interview answers won't suffice in a directorship interview.

“ A successful interview for a director position resembles a professional peer dialogue. ”



STEP 9. LEVERAGE YOUR IDENTITY

Diversity can be a significant element of your overall proposition. However, as with everything else that we've talked about so far (mindset, skillset, networking savvy, etc.), it will not singlehandedly win you a director seat.

Boards have traditionally been, and to an extent remain, staffed predominantly by white men. But this paradigm is changing rapidly. There is increasing pressure for the diversification of corporate oversight by the public, stakeholders, and governments around the world. Meanwhile, it has become clear that diversity of all kinds - not just diversity of expertise - makes decision-making teams both more creative and better able to sidestep a slew of cognitive biases (confirmation bias, conformity bias, authority bias, self-serving bias, status-

quo bias, and bandwagon bias, to name a few). Large public companies, the vast majority of which serve hugely diverse client bases, are also interested in bringing on diverse and international directors because they want to reflect their client base in their corporate composition.

Although there is sometimes considerable market variation, the numbers indicate that this change is actively, if very gradually, changing the boardroom.

Ethnic and racial diversity, meanwhile, has also made steady, if modest, gains over the past decade, again varying from market to market.

Our advice to diverse and international candidates mirrors what we advise all candidates to do: identify your proposition, control your image, become a thought leader, join a professional association,

and network vigorously. In the process of doing this, diverse or international candidates should be sure to emphasize any expertise that follows from their diversity proposition. In other words, talk specifically about how your diversity will give you contributory strength in the boardroom.

As with non-diversity candidates, we also recommend that diversity candidates think geographically. Many European countries have legislation mandating percentages of gender representation on public boards headquartered there. As a result, boards in Europe are often more actively on the lookout for female directors than their North American counterparts, or instance For the latter, the pressure to fill board seats with female or diverse candidates is social rather more than regulatory.



“ Talk specifically about how your diversity will give you contributory strength in the boardroom.”



IN CONCLUSION

More often than not, getting on your first public board takes work. But don't let the process be overwhelming. Try to chip away at this systematically. Come up with a plan for identifying your proposition and marketing yourself, then set aside a reasonable number of hours each week in which to execute your plan. Directorships are incredibly rewarding positions and can provide a stimulating forum for sitting executives and/or a meaningful post-executive career. Best of luck.

WORKING WITH HEADHUNTERS

We want to help. But remember we are busy working on current assignments, and our ability to meet potential candidates on a speculative basis is limited. (To provide some perspective, Odgers Berndtson can receive as many as 50,000 CVs a year. These are not all for board positions, but still...).

Think about how you can make your approach to headhunters a warm one. Existing contacts within search firms are valuable. Even if a consultant does not operate in the board sector, he or she will be able to direct you accordingly.

If you are not well-connected in our industry, then think about those in your network who are. An introduction from your chairman, chief executive or HR director can be a powerful means of opening the door and differentiating yourself.

We are delighted if you stay connected with us and keep us informed. As your roles or responsibilities change, please let us have a revised CV and contact details. If you secure a board role, let us know. Ensuring that we understand your objectives, the sorts of roles you seek, and your capacity to undertake them is vital intelligence for us and lies at the heart of our work. Please help us to help you.



About Odgers Berndtson

For over 50 years, Odgers Berndtson has helped some of the world's biggest and best organisations find the senior talent to drive their agendas.

We deliver executive search, assessment and development to businesses and organisations varying in size, structure and maturity. We do that across over 50 sectors, whether commercial,

public or not-for-profit, and draw on the experience of more than 250 Partners and their teams in 29 countries.

OUR CHAIR, BOARD AND NON-EXECUTIVE DIRECTOR PRACTICES

Globally, we work with listed companies, private equity-backed businesses, as well as family-owned organisations,

to find, appoint and develop board members to meet their needs. We have a track record of finding a broad and diverse range of outstanding senior leaders for enterprises across the world.

This guide is based on one written by Steve Potter, CEO of Odgers Berndtson US and Global Board Director. Our thanks to him.

61 offices in **29** countries



