



HOW DIRECTORS CAN MOTIVATE CEOs AND OTHER SENIOR EXECUTIVES


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Experience



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FORTUNE 500



Your view

**What is the primary role or job of a
Non-executive Director?**



My view

**Governance is about power
Power is about control
Control is about granting and
limiting choices**

How much freedom of choice we give someone
is a matter of trust.



My view

Two primary jobs of a Board

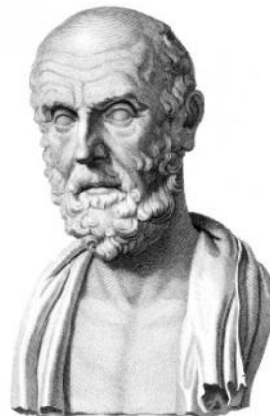
1. Selecting, supporting, and managing the performance of the chief executive
2. Providing strategic counsel on behalf of the long-term health of the company



First principle

Primum non nocere

(First, do no harm)



Top 10 ways to motivate

10. Don't "phone it in" or "wing it."
9. Don't allow personal agendas to come first.
8. Don't let disruptive personalities disrupt business.
7. Don't micromanage or "play down a level."
6. Insist on diversity – different skills, and yes, gender diversity.
5. Make it safe to make and admit mistakes – as long as we learn.
4. Balance the Risk/Reward equation.
3. Keep the discussion – better, the debate – at the strategic level.
2. Hold the CEO accountable.
1. Invest in your 1:1 relationship with the CEO.



Rob's rule

**A great Board cannot MAKE a company,
but a bad Board can BREAK a company.**

