An Intimate Conversation on CHRO Influence at the Board Level



Kathleen Weslock





Umran Beba





Valerie Frederickson





Skip Schipper





Clarissa Peterson





"What are some ways that HR professionals can successfully present their ideas to the board? What role does data play in gaining credibility in the eyes of the board?"

Valerie Frederickson



"When we go to the board with different topics – risk management, talent management or diversity strategy, everything is rooted in data and analytics. Talent management has shifted towards using assessment tools rather than purely intuition, and our job is to make sure that the board is using those tools effectively."







Clarissa Peterson

"The best way to manage the board is to first gain their acceptance and trust. Only then can you convince them that your ideas are valid. The most important thing is to make sure you are stating your argument in facts and data, and to be confident in your delivery."



"How involved are your respective boards of directors in diversity strategy and how have you been able to advise them on bringing more diversity to the board itself?

Frederickson





Kathleen Weslock

"The reason our board at Frontier is so diverse is because our ex-CEO and Chairman, Maggie Wilderotter, believed very strongly in diversity. If the CEO is not bought in from the start, any steps to improve diversity will fall flat. At SunGard, our board believed more in diversity of thought and wanted people who would think differently than they did. At Frontier, we've achieved both diversity of thought, as well as race and gender, and we've become a much stronger business because of it."



Umran Beba

"During my time at Calbee, I was the only female and non-Japanese person on the board, which was a very big deal. I was able to add value primarily because of my business background, especially coming from the snack and beverage industry. A major challenge for them at the time was attracting diverse talent, and I was able to institute new initiatives to help bring in more women. In the end, the board turned to me for almost all diversity-related topics, and that was how I really made my presence felt."



"What advice do you have for current board members?"



"The board needs to get more involved in the HR agenda and focus on three key areas: talent, talent and talent. Ask themselves: do you have the right people in the chairs around the CEOs? Do these people have what it takes to get a company to the next level and deal with the turbulent times we're facing right now? Executives are always saying that their people are their most important asset, so it's time really utilize some of those assets."



Frederickson

"I was talking to a friend of mine and the Founder of theBoardlist, Sukhinder Singh Cassidy, and she shared with me two best practices for her boards: 1. Do a flat 360 for all board members to evaluate themselves. This will encourage them to open a dialogue about how they can be more effective as a unit. 2. Send the slide deck out before the board meeting, and have all members read through the entire deck ahead of time."





Founder & CEO

the Boardlist



"When you start talking about board performance, board members often times shut down or change the conversation. How can we better hold board members accountable for their performance and introduce more stringent succession plans?"

Frederickson



You have to force the issue of how board members confront someone who is not adding value anymore. Annual board assessment processes actually encourages a sort of ranking system, which often times gives the board **Skip Schipper** members the bit of motivation they need."

"A board is a social system, like a family. There is

enormous friction to voting a family member off the island.



Mandatory Retirement Age Prevalence The number of S&P 500 companies disclosing an 37.3% 33.9% age limit increased to 31.0% 38.9% 25 45.9% disclosed a mandatory retirement age of 72 - the second most common was 75



Berger-Gross

"Isn't it ironic that the idea of tenure has been discredited in every other job and forum except for boards? You end up with people in tears, saying we are not the kind of company who asks people to leave. I've seen examples where somebody knowing they were approaching the retirement point, became a much better board member because they thought 'my time is up, I need to contribute."



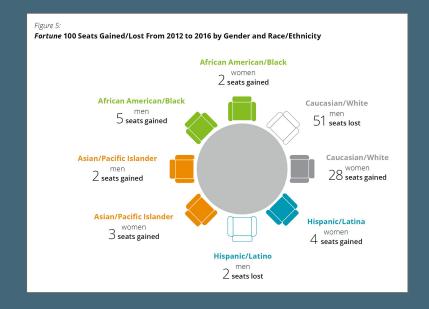


Frederickson

"One final takeaway?"



"There is probably a tendency to feel depressed about the underrepresentation of people who have been in HR on boards but I'm optimistic about the future of HR in the boardroom. The reasons we don't see many women, not many minorities, not a lot of LGBTQ on boards, are the same reasons there's not a lot of HR people on boards. CEOs surround themselves with people who are like them. As we begin to see more Talent folks trickle up to the management level, we will see the same at the board level."





Clarissa Peterson

"Last week I went to an ethics conference. Usually it is general counsel and compliance people, and they talk about Sarbanes-Oxley and sentencing guidelines and it is usually pretty dry. The conversations this time were about how companies need to build a culture of ethics. The General Counsel of GE got up and talked about culture—'we know culture eats strategy for breakfast and it's such an important driver of strategy'. At the CEO and board level, business starts with a strong and ethical culture."



Weslock

"With digital transformation on the horizon, there is going to be a lot of talk about empathy, collaboration, and the softer skills. HR will be the governance committee for that, making sure the balance is there. When I started in HR it was all about being a lawyer, compliance, and keeping companies out of trouble. As Skip and Clarissa said, HR has moved into talent. There's only one conundrum: if HR is that important, why are we still paid farther down the totem pole than the CFO? If we don't solve that inequity, we'll never be on boards. We all talk about the soft skills, now we need to move on it."





Additional Resources

<u>Ernst & Young - Adding Value: A guide for boards and HR committees in addressing human capital risks and opportunities</u>

theBoardlist - Diversity & Boards

Equilar Board Composition & Recruiting Trends

IDC - Considerations for Board Composition



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