



Control – The Mojo in Board Process

Access to the right content at the right time is key to effective board processes and leadership team collaboration. Learn how BoardVantage helps you control access, eliminate mistakes, and efficiently respond to changes.

Whenever we're in the Q&A after a demo, the questions run the gamut — from iPad® adoption to best practices, from discoverability to security. Most of these can be answered on the spot, but there is a class of questions that is a bit more enigmatic. Often they touch on overlapping parts of our value proposition or address use cases that are rare outside of board process. Here are a few examples:

“How do I segregate content between different committees?”—General Counsel

“Can you dial it in so I can comment on content first — before others see it?”—Chairman

“How do I use this tool to communicate with just my peers on the strategy committee?”—Director

“How do I include my executive team but limit their access to board content?”—CEO

“Is there a way to create a separate destination just for acquisition reviews?”—COO

“How do I add outside council temporarily?”—Corporate Secretary

As these questions illustrate, a big part of board communication is about who sees what, and when they see it. Their common denominator is our system’s ability to target content to one set of users while simultaneously restricting access to a second set. These are questions about control, about differentiating access between the various authorized users.

Today, if you’re in a paper process, you have that control. It may be inefficient and slow, but it works. Understandably, customers want assurance that they won’t lose that control when moving online. If we expect customers to go paperless, online control has to reasonably replicate paper control.

A one-size-fits-all model does not work for that, so we designed our system with:

- a. A Control Matrix that can produce an online equivalence to paper
- b. Content segregation for overlapping board structures
- c. Self-sufficiency for real-time responsiveness and administrative efficiency

Control Matrix

The Control Matrix maps all users against all assets. It lets us capture the process distinctions and nuances of paper. It doesn’t matter if that’s a document, message, discussion post, or anything else for that matter. For example, today you might print and assemble multiple versions of the boardbook and then send unique versions to the different recipients. BoardVantage handles this process, not by constructing multiple versions, but by creating a single version that aggregates all the content. Then, with the Control Matrix, we black out particular sections of the book depending on the viewing rights of the recipient. This is analogous to cable operators who might black out premium channels if a customer subscribes only to basic cable.

As part of the paper process, you might also print a preliminary copy of the boardbook for gathering the chairman’s feedback. With BoardVantage, you do that by temporarily screening out the rest of the board until the chair approves it electronically, at which time you grant viewing rights to the full board, cutting the review cycle time dramatically.

Or maybe you encounter a scenario where, after having sent out the boardbook, the earnings report has a last-minute change. With a paper process, you would need to resend an updated version of the entire boardbook. With BoardVantage you handle that by one-click replacement of the section in question. The boardbook then updates automatically and you finish the task by sending an alert to the members of the committee.

Finally, when the meeting is adjourned, you may follow the practice of collecting the boardbooks and shredding their contents along with the directors’ notes. BoardVantage tackles this challenge with the Briefcase, which functions so that any content, whether viewed online or downloaded offline, remains under central control. Even if a director neglects to delete his or her notes, the general council can manage that task from the administrative control, and delete the notes of all directors at once.

Paper Based	Online Equivalent
Multiple Versions of Boardbooks	“Dynamic Boardbook” creates single version with blackout sections
Chairman Feedback	“Permission” option to modify access after Chairman preview
Last-Minute Updates	“Replace” option and New Items’ for distribution of updated version
Shredding of Annotated Documents	“Briefcase” and “Delete” option to purge documents and their notes after the meeting
Written Consents	“Approvals” to make viewable and permit a vote only by authorized users

Content Segregation

It's not just corporate boards that long for a combination of online access and control over their content. So do fund trustees, subsidiary boards, and leadership teams in a wide range of industries. As the iPad® makes inroads in the enterprise, we see this play out every day. In these scenarios, we often encounter overlapping board structures. It's for that purpose that BoardVantage built a Multi-Board architecture which segregates content between portals, effectively creating communication focal points. It lets directors switch back and forth between different portals seamlessly. Each one is configurable with its own functionality and customizable with branding that corresponds to the board's identity. Since every portal is ring-fenced with our 4-1-1 security, directors only have access to those portals for which they are explicitly authorized.

A fair question to ask is: how practical is absolute control like this? In other words, it's great to be able to exercise control but do you take an efficiency hit in the process? Not if you have the right technology.

It is the BoardVantage position that online control only works if the tools are straightforward enough to make administrators self-sufficient.

That means combining the control that you're accustomed to in paper with the efficiency that is the mark of great technology. Let's look at that self-sufficiency next.

Self-Sufficiency

The creation and distribution of paper boardbooks is a notorious time sink. Depending on scope, the process can occupy a staff of several administrators for well over a week, sometimes longer. Capturing this process online collapses the elapsed time from weeks to days or from days to hours — an order of magnitude improvement. From a director's perspective, instead of having to wait for the arrival of the overnight shipment, the boardbook is available within minutes. It can even be "pushed" to the director's Briefcase so it's simultaneously available offline, without any action on the director's part. This results in a scale improvement in responsiveness, in this case, from hours to minutes, particularly useful in the event of last-minute changes. Since BoardVantage gives the corporate secretarial staff desktop drag-and-drop, right-click, a folder tree structure and "round tripping," the ability to edit documents in native form and save them directly into the online repository (managing the backend) is a familiar experience with a short learning curve.

We use a similar approach in systems administration. Users may be added or removed on short notice, when for example, a new director joins, a lawyer is added into the review process, or an entire new work space needs to be formed to collaborate around a special project. Whether creating the team experience (e.g. TeamSpace formation), administering users (e.g. provisioning), managing content (e.g. remote purge) or delivering service (e.g. password resets), the administrator has the self-sufficiency to make any changes without assistance from IT or third parties. All of this combines to shorten the learning curve, improve response times and deliver gains in administration efficiency.

Virtually all enterprise today is conducted in a 24x7 context, with the vast majority of communication done online. It's no exaggeration to say that the creation and distribution of voluminous paper binders is an anachronism ripe for technology improvement. To gain meaningful efficiencies, boards have to go paperless, but that can't happen without control because existing paper-based approaches frequently rely on undocumented process. That process needs to be captured and controls need to be put in place before the shift to paperless can be made.

Is the boardroom ready for technology? This question comes up because most people know that technology has been in the boardroom for years, while adoption has been scattered. Lately all of that has begun to change. It's not that directors have undergone a metamorphosis. There's no question we're seeing a case of rapid technology evolution. The iPad offers a compelling front-end and BoardVantage has a backend with the mojo to capture all the nuances of paper processes. So there is no question that we are at an inflection point. But rather than ask the question, "Is the boardroom ready for technology?" We should rephrase it and ask, "Is technology ready for the boardroom?" The answer is an emphatic "yes".