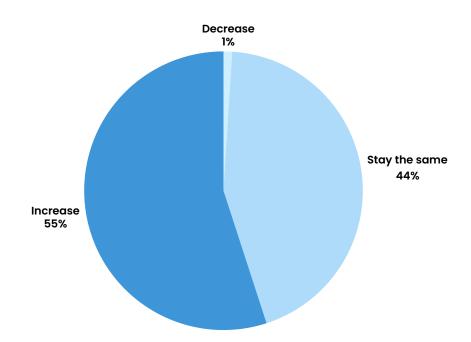


Foreword

Agility and security are essential in today's rapidly changing environment. Organizations worldwide are continually challenged to innovate and adapt as industries evolve. Boards need enhanced efficiencies, top-of-the-line security, and greater levels of engagement and collaboration to effectively lead their organizations forward.

Board management software is specifically designed to help boards meet and exceed these needs. If done correctly, it supports directors to act decisively on new information, make informed decisions, and quickly pivot their strategies when needed.

Whether they are meeting virtually, in person, or a mix of both, directors everywhere rely on these technologies to conduct vital board business. Fifty-seven percent of board leaders use board management software today, and 55% plan to increase their use of board technology over the next 18-24 months. But finding the right solution can be daunting.



In 18-24 months, our use of tech to manage boards/committee will

Numerous vendors offer board management software with an array of capabilities and varying levels of quality. This guide is designed to help you navigate the many choices, pinpoint your priorities, and identify an ideal provider to suit your organization's specific needs.

We sincerely hope you find it useful as you evaluate upgrading your digital infrastructure and advancing your governance now and into the future.

Chapter 1

Board Management Software Explained

Abundant acronyms and excessive jargon are a given in any software industry, and board management solutions are no exception. Different vendors even use different names to describe the product category itself.

Regardless of which name is used, it's a single product category designed to simplify and enrich every step of the board meeting life-cycle.

Board management software is defined as a secure environment for administrators, executives, and board directors to access meeting materials, communicate, and execute their governance responsibilities.

Other names for board management software

- Board portal
- Board meeting software
- Board governance software

These end-to-end solutions consolidate all reports and actions in a single, secure platform. Advanced vendors also offer board intelligence capabilities that allow boards to tap into robust data and analytics for more informed decision-making.

The workflow in the following figure outlines the bare minimum for a solution to be considered board management software. There's a lot more board management software can and should do, as we'll discuss in the coming chapters.

BEFORE the meeting

Administrators can:

- Organize and update information, upload minutes, and check director availability
- Distribute board reports, compile agendas, invite directors, and publish board books

Directors can:

 Receive and review board books, annotate and share notes, review past materials, reference documents, and chat with colleagues

DURING the meeting

AFTER

the meeting

Administrators can:

 Take minutes within the platform, assign tasks, and track follow-ups as meeting progresses

Directors can:

- Avoid last-minute changes, keep meeting on track with one-tap navigation
- Vote within the app, sign paper work, set deadlines, assign tasks, and follow up on outstanding questions

Administrators can:

- · Send reminders and notifications to alert directors or outstanding task&
- Track every vote, signature, survey, minutes, and report for compliance and follow ups

Directors can:

• Submit eSignatures, cast votes, and respond to surveys

Chapter 2

Features & Capabilities

Nearly three-fourths of leaders who use board management software said their board has become more effective over the past 12 months, and 64% said their boards have become more collaborative.

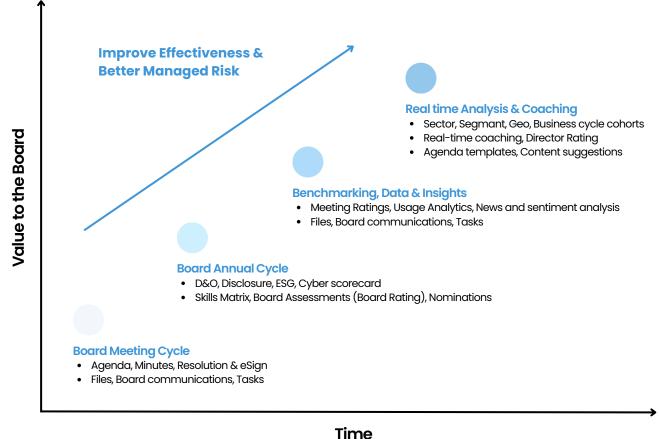
To help organizations maintain this momentum, board management software should offer a wide range of tools to help directors, administrators, and executives improve processes. They must be able to work from anywhere on any mobile device including iPhones, iPads, and Androids.



of board management technology users said their board was more effective during the past 12 months

Many board leaders also want advanced board intelligence capabilities that aggregate and analyze data, providing insights to guide them in ongoing improvements and data-driven decision making. As illustrated below, this process begins with information from the basic board meeting cycle, through to annual assessments and disclosures, and benchmarking. Moving forward, boards increasingly will use board intelligence functions to provide real-time analyses and coaching to affect decision-making in real time.

Data & Board Intelligence Journey



IIIIIE

Director Features & Capabilities

You should expect a lot from your board management software, and demand functionality that touches on every moment in the board meeting life-cycle. The following chart outlines 14 essential features a solid solution should provide for directors:

Preparation

1. Dashboard Homepage

View upcoming meetings, company announcements, news, and important board information in a centralized space

2. Meeting Calendar

See upcoming meetings; review prior meeting decisions, notes, and materials

3. Up-To-Date Meeting Materials

Always view the most current information

4. Notes & Annotations

Use tools that sync across devices to highlight important information in board books, or mark notes and questions

5. Secure Chat

Converse with colleagues and staff in the same app that houses the board book

Engagement

6. Integrated Video Conferencing

Meet face-to-face within the platform with integrated tools such as Zoom

7. Any Device Access

Read, review, annotate, and chat on any device

8. Document Archive

Easily access old board books and vital documents like the bylaws, financial reports, and committee assignments

9. eSignatures

Allow directors to govern from anywhere and execute decisions with one-tap signatures

10. Offline Access

Sync offline work to automatically save actions and annotations when you go back online

11. Multi-Board Support

Allow directors who serve on multiple boards to work across organizations with a single login

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Security and Compliance



Biometric Security

Require a thumbprint or facial recognition to restrict access and safeguard sensitive board information



D&O Questionnaires

Complete mandated annual Director & Officer (D&O) Questionnaires to disclose relevant business relationships and identify possible conflicts of interest



Approvals

Execute board votes virtually and safeguard compliance with digital records of all board actions

Administrator Features & Capabilities

Administrators also require a broad range of capabilities to optimize their time and effectively manage the many complexities of board business. Here are 14 critical board management software functions for administrators:

Preparation

1. Meeting Minutes

Take minutes, create tasks, track attendance, and mark motions as meetings progress

2. Agenda Clone

Update old agendas with new reports and documents for upcoming meetings

3. Intuitive Board Book Builder

Quickly compile disparate reports, PDFs, PowerPoints, and Excel sheets with easy to use drag and drop controls

Managing Board Business

5. Task Management

Streamline work with a single platform to create, assign, and track tasks

6. Collaboration Tools

Distribute board book responsibilities to get information to directors faster

7. Announcements and Reminders

Quickly communicate meeting or policy changes with the whole board or specific committees

8. Resource Center

Archive and reference mission-critical documents, meeting minutes, and process notes

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Security and Compliance

9. Complete File Compatibility

Work with various file types, including Word documents, PDFs, Excel spreadsheets, Powerpoint decks, Google Docs, videos, and more

11. Surveys & Questionnaires

Quickly gather the information you need directly from the directors

12. Board Assessments

Complete annual board assessments to help define priorities and foster continuous improvement

13. Skills Tracking

Map directors' skills and areas of expertise to know what you have and identify any gaps

14. Granular User Access Controls

Stay compliant by restricting director access when there is a conflict of interest

