

IPO Workshop: DRAFT Program Outline



Overview

- Key Board Responsibilities
- An Asset or a Nuisance: The Choice is Yours
- Levels of Board Engagement: Passive to Hands-On; Watchdog vs Sounding Board
- Typical Operating Mode of IPO Boards – The good, the bad and the ugly
- 8 Key Components of Board-Building

Role of the Board Chair

- Typical role/responsibilities of the Board Chair
 - Meeting facilitation
 - Relationship with the CEO (or Lead Director)
 - Relationship with Other Board Members/Director Performance Management
 - Executive Sessions

Optimizing Board Composition

- Determining optimal board composition – reflecting business model and corporate strategy
 - Using a Board 2.0 Exercise
 - Board Composition Benchmarking
- Defining Expectations of your Board and Individual Board Members
- Board Size, Meetings, Time Commitment
 - Director performance management

Working with Your Board

- Expectations of the Board and Management
- Designing Board agendas
- Board pre-reading materials – things to avoid/things to try
 - What drives boards crazy about pre-reading materials – and how to avoid this
- Management presentations to the board: Using your board as an audience or a thought partner?
- Board Protocols to consider:
 - Interaction between board members and company executives
 - Committee Chairs and executives who support the key board committees
 - Management attendance at board meetings
 - Run-throughs prior to board meetings
 - Collaborative model of board/management interaction
- Engaging your board in Corporate Strategy
- Director orientation program
 - Executive Debriefs, Site Visits, “Board Buddies”, the New Director 360

Note: This is a discussion draft of a possible Program Agenda that can be used for either:

- (i) a one-on-one workshop for the Board Chair or CEO of a company about to undertake an IPO; or
- (ii) a workshop for the executive team of an IPO company preparing to work with their “new” public company board.

The final Program Agenda program would be tailored to the workshop audience, their areas of greatest interest and the company/board’s unique features. The Program Agenda can be expanded by adding modules on legal/compliance, executive compensation and financial reporting – featuring presentations from the company’s expert advisors in these specific areas.