



SPECIAL MESSAGE

Independent Directors need to have Integrity, Courage and Curiosity to Ask the Right Questions

*Ms. Claire Fargeot



Never before has directorship proved so challenging with board members having to navigate an increasingly complex and volatile world. Coupled with this, being a good board member is about challenging appropriately on behalf of stakeholders who are increasingly expecting directors to be focusing on employee talent, sustainability and the longer-term value proposition and purpose of the organization, as well as carefully considering, their own roles as leaders and the responsibilities that this leadership brings.

These days, being an independent director is not always just a matter of being a member of the board with no pre-existing material relationships with the organization or not being involved in the day-to-day operations. Independent directors play a part in enhancing governance standards and credibility and as such they are expected to have integrity and provide independent judgement. Furthermore, it is expected that for the duration of their tenure that their characters are forever curious and that they are courageous enough to ask the right questions even when situations become difficult or challenging.

However, achieving and maintaining independence is not as simple as it sounds. As a director you may be considered independent for one purpose but not another, and the fact that you qualified as independent in the past does not mean you will continue to do so in all future situations. Personal conflicts of interest and relationships

and actions with interested parties can lead to directors needing to closely monitor and reconsider their independent status as issues rise and fall on the board's agenda.

Fulfilling director's duties properly, requires an intellectual and ethical stance above what is required in everyday management, and particularly so for independent directors. Being cognizant of one's own, or a collective board's, weaknesses and adopting a humble response to the need for continuous learning and self-development will deliver a level of much needed professionalism.

For those interested in reading more please download a free copy of the book- 'Effective Directors: The Right Questions to Ask'. ■

Ms. Claire Fargeot

Non-Executive Board Member and Strategic Financial Advisor, World Transport Agency Group; Chief Operating Officer, Global Governance Group; Doctoral Researcher, Hunter Centre for Entrepreneurship, Strathclyde Business School, University of Strathclyde; Governance, Business & Strategic Advisor, Claire Fargeot Associates

(the author is based in the United Kingdom)