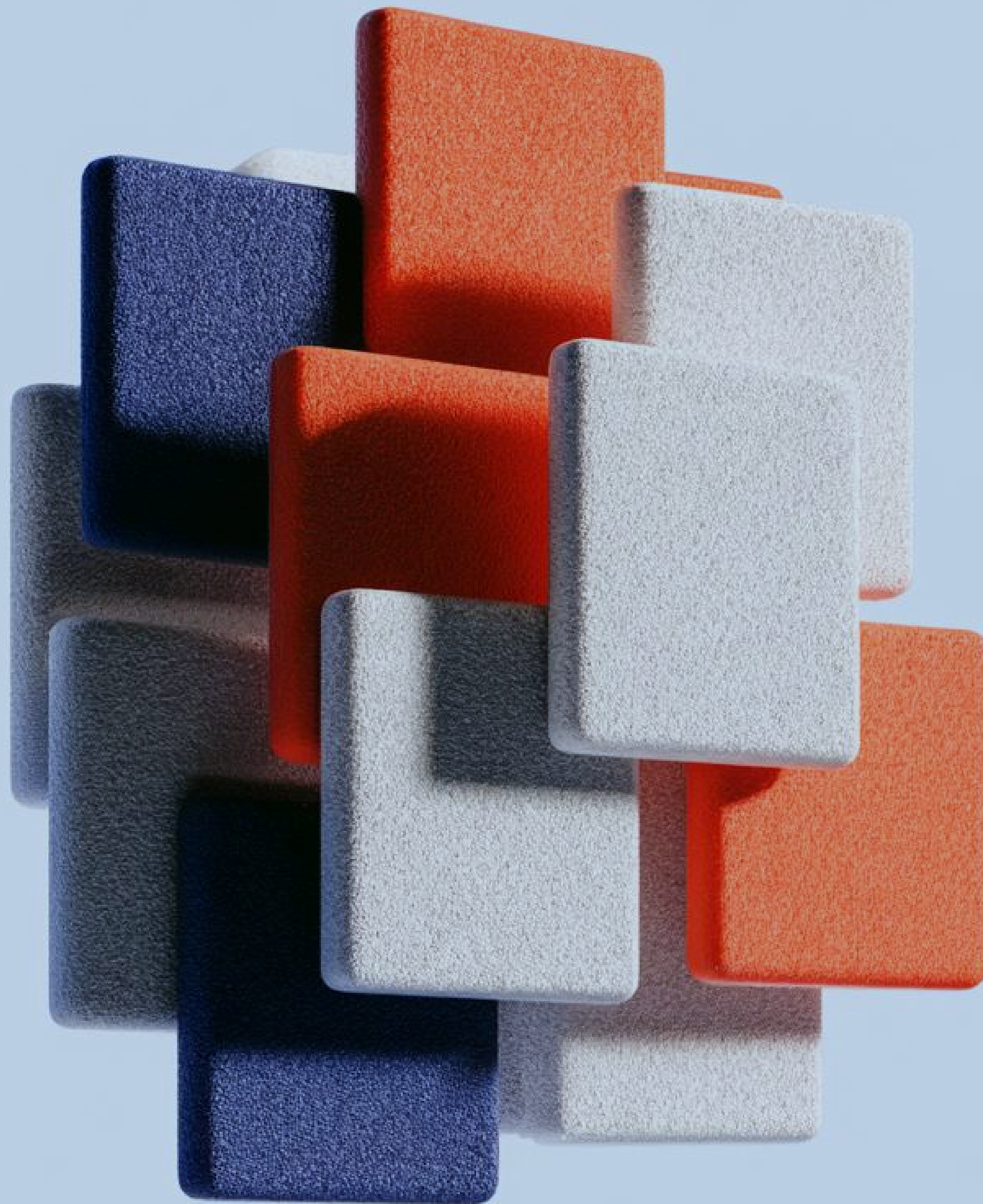




The Crowded Agenda

What 24,000 director comments reveal about where board time goes

A study of 260 corporate boards

Executive summary

This paper draws on 24,000 anonymised director comments from 260 corporate boards, during 4 years.

Because boards differ greatly in how candidly they write, each area is assessed relative to the other areas within the same board, not against an external benchmark.

The harder question is how well that board is used.

The results begin reassuringly. Most boards trust their chair and CEO and believe the right people are at the table.

Forward-looking work tends to rank below leadership and composition. Directors want more time for strategy, succession, risk and growth, while operational reporting continues to fill the agenda.

About one in five boards asks for better use of director knowledge; among them, 83 per cent connect the problem to how meeting time is spent.

Technology is the exception where boards readily acknowledge a capability gap. Other problems are more mundane but persistent: late papers and crowded agendas recur because responsibility for fixing them is rarely assigned.

The findings that follow point to practical changes in agenda design, ownership and access to expertise.

Most boards do not need different people. They need to make more deliberate use of the people already there.



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FINDING 01

Boards trust their leadership and struggle with what points forward

01

HIGH PERFORMING AREAS

Chair performance
CEO performance
Board composition

LOW PERFORMING AREAS

Succession planning
Risk oversight
Organic growth

When each board's areas are ranked against one another, chair performance, CEO performance and board composition rise consistently to the top. Directors trust the person running the room, trust the person running the company and broadly believe the right people are at the table.

The lower-ranked areas have something in common. They require the board to return to them, meeting after meeting, before they produce anything. A board can change its composition in one recruitment round. It cannot resolve succession planning, risk oversight or organic growth in the same way.

What boards can do

- 01 Separate appointment decisions from work that needs a regular cadence.
- 02 Give each weaker area a scheduled place in the annual calendar instead of waiting for an event to force it onto the agenda.

FINDING 02

Directors bring expertise to meetings with too little room to use it

02

1 in 5

boards ask for better use of director knowledge

83%

within that group point to operational and backward-looking detail

A non-executive brings judgement built over decades, but that judgement still needs a real question. When most of the meeting is spent reviewing what has already happened, the expertise arrives, sits through the operational review and goes home.

The material itself is not always poor. Directors often describe board packs as thorough or high quality, then explain that the same material consumes the discussion. The issue is what the meeting does with it.

What boards can do

- 01** Move standing reports into pre-reading and reserve the meeting for decisions, uncertainty and challenge.
- 02** Use a consent agenda for routine approvals, then protect the time it releases.
- 03** Before each meeting, identify which director experience the agenda is intended to draw on.

FINDING 03

Boards are willing to name their technology gap

03

≈85%

of technology challenges coincide with an admitted gap in the board's own oversight capability

Boards rarely say that they lack capability, especially in areas where directors have spent their careers. Technology is the exception. When a board raises a technology challenge, it also acknowledges a gap in its own oversight capability roughly 85 per cent of the time.

The problem is not whether a director can read the paper or follow the argument. It is whether the board can test the answer. Oversight depends on enough practical knowledge to judge whether management has framed the issue properly, chosen the right measures and understood the risks.

The comments increasingly place AI alongside digital transformation, data and cyber risk. The subject is moving faster than most boards can close the gap through general training alone.

What boards can do

- 01 Treat a technology gap as a recruitment or access question.
- 02 Bring in hands-on transformation experience, either through a director appointment or advisers the board can question directly.
- 03 Pay attention to issues that the board accepts without challenge. Confidence and capability are not the same.

FINDING 04

Process problems recur because nobody owns them

04

Some boards appear in our data over several years. Their comments show a clear difference between capability gaps and administrative problems.

Capability gaps

A visible response follows
Ownership helps the gap close

A capability gap usually produces an action. A director is recruited, an adviser is brought in or a session is booked. Responsibility is visible, and the gap often closes.

Process problems

The board records a shared concern
No owner means the complaint returns

Late papers and crowded agendas behave differently. Directors agree that the process should improve, but agreement does not assign responsibility. The meeting moves on and the same complaint returns the following year. Whether a capability gap reappears is close to a coin toss; administrative complaints recur far more reliably.

What boards can do

- 01 Return to the previous year's findings before beginning the next review. A problem appearing twice probably lacks an owner.
- 02 Give one person responsibility for meeting design and paper quality, with a date to report back.

FINDING 05

Directors ask for more but rarely less

05



≈10:1

requests for more
for every request for less

Improvement requests tend to add depth: more strategic debate, longer horizons and deeper analysis before decisions. Across the comments, there are roughly ten requests for more for every request for less. Time for strategic debate is the most frequently requested resource.

The trade-off is usually left unresolved. Strategic time has to come from somewhere, but directors seldom identify what should be removed. The agenda remains crowded because the desired addition is clear and the subtraction is not.

Sometimes the request is not really for a longer meeting. Directors want papers that make the decision clearer, arrive earlier and leave less to be presented in the room.

What boards can do

- 01 Ask what should leave the agenda before asking what should join it.
- 02 Put a number on the time to be recovered. Forty-five minutes forces a decision that a general aspiration will not.
- 03 Test whether directors need more meeting time or better material.

CONCLUSION

The board needs room for its most important work

These boards are not short of people, expertise or trust. They are short of room, and often short of anyone responsible for making it.

The pattern appears in several forms: meetings filled by operational detail, recurring complaints with no owner, and strategic subjects that need repeated attention but struggle to keep their place in the calendar.

Three changes follow from the findings

- 01 Make subtraction part of agenda design. Decide what leaves before deciding what joins. Move standing updates into pre-reading, use a consent agenda for routine approvals and protect the time recovered.

- 02 Give recurring problems an owner. Late papers and crowded agendas persist when everyone agrees and nobody is responsible. Name a person and set a date.

- 03 Treat technology as an access problem. A board that cannot challenge the answer needs practical experience it can draw on, whether through a director or an adviser.

None of the changes below requires a different board. It requires a chair willing to defend the agenda from the work that fills it by default.

About BoardClic

BoardClic is the leading platform for intelligent board performance analysis. Since 2018, we have supported more than 7,000 chairs and directors on 600 boards in over 50 countries, turning evidence into clear insight on composition, dynamics and board agendas.

We help boards strengthen their effectiveness, sharpen their decision-making, increase company value and create long-term growth, with technology grounded in real governance practice.

To discuss what BoardClic could reveal about how your own board works, contact us or visit boardclic.com.



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