BOARD & BEYOND

BY VOLO ADVISORY

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Family Business

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IN THIS ISSUE

Family Business

Separating the family forum from the board, planning succession, and bringing in independent voices.

In this issue

- Cover story: the family and the board
- Family charters vs board charters
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- Interview: a second-generation managing director
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From the editor

Each issue of VOLO — The Monthly takes one theme and looks at it from the boardroom: what the rules say, what good practice looks like, and what directors and founders in our community are actually doing. As always, we welcome your letters and ideas for future issues at hello@voloadvisory.com.

PERSONAL BRANDING

Personal branding for aspiring directors — without the self-promotion

> ***How aspiring independent directors can build a credible, quiet reputation for sound judgement — through clarity, contribution and consistency rather than self-promotion.***

"Personal branding" makes many senior professionals wince. It suggests relentless posting, polished headshots and a slightly desperate kind of visibility. That instinct is healthy: boards do not want self-promoters. But they do need to know you exist, and they need to know what you stand for. The aim is not to be loud. It is to be *clear, credible and easy to recommend*.

What a director's reputation is really built on

When a nomination committee or a chair considers a candidate, they are asking a few simple questions. Can this person exercise independent judgement? Do they bring something the board lacks? Will they be a constructive presence in the room? Can they be trusted with confidential information and difficult decisions?

A director's brand, therefore, is less about achievements and more about **judgement, integrity and relevance**. Everything you put into the world should reinforce those three things.

Step 1: Define your board proposition

Before you change a single profile, write one or two sentences that describe the value you would bring to a board. Avoid generic phrases such as "strategic leader" or "results-oriented". Be specific about:

- The **expertise** boards would call on you for — for example, scaling manufacturing operations, navigating financial regulation, or overseeing technology risk.
- The **contexts** you understand — promoter-led companies, listed mid-caps, start-ups preparing for an IPO, not-for-profits.
- The **perspective** you bring as a director, not as an executive.

Test the statement on three people who know you well. If they cannot repeat it back accurately a week later, it is not sharp enough.

Step 2: Make your profiles consistent

Most people who hear your name will look you up. What they find should tell one coherent story. Review:

- Your professional networking profile — headline, summary and experience should reflect your board proposition, not just your current job.
- Your board CV — kept separate from your executive CV, and aligned in language.
- Any speaker or author biographies used by conferences, publications or associations.
- Your Independent Director's Databank profile with the IICA, which should be complete and up to date.

Mention governance learning and any board or advisory experience, including not-for-profit and committee roles. These signal that your interest is serious.

Step 3: Contribute, do not broadcast

The quiet way to build a reputation is to be useful. Instead of announcing your

3. Speaking on panels where the

BOARD INTERVIEWS

Preparing for a board interview: the questions behind the questions

> ***Board interviews rarely test what you know. They test how you think, how you challenge and whether you will fit a working board. Here is how to prepare for what is really being asked.***

A board interview is not a job interview with a longer table. The chairperson, the Nomination and Remuneration Committee (NRC) members and sometimes the promoter or CEO are not asking whether you can do a job. They are asking whether you will make the board better, whether you will be safe to have in the room, and whether you will still be useful in year four. Every question they ask is a proxy for one of those three concerns.

Understand who is in the room and what they need

Under Section 178 of the Companies Act 2013, the NRC identifies persons qualified to become directors and recommends their appointment to the board. In a listed entity, SEBI LODR adds further expectations on board composition and skills. In practice, this means the NRC will usually have a skills matrix and a specific gap they are trying to fill: audit committee depth, technology risk, international expansion, family-business transition, and so on.

Before the interview, try to answer these for yourself:

- Which skill or perspective is the board missing, based on the directors' profiles in the latest annual report?
- Which committee are you most likely to sit on, and who chairs it now?
- Is there a known event ahead, such as a fundraise, a succession, a regulatory inspection or a restructuring?
- Who will interview you: the chairperson alone, the full NRC, or the promoter as well?

The common questions and what they are really testing

"Tell us why you want to join this board."

The real question: *are you here for the right reasons, and do you understand what an independent director actually does?* Avoid answers about your career or visibility. Talk about the company's situation, what you could contribute, and why the time commitment makes sense for you now.

"How would you handle a disagreement with management?"

The real question: *will you challenge without becoming disruptive?* Give a concrete example. Explain how you raised the concern, what information you asked for, how you kept it inside the boardroom, and how it was resolved or recorded. Boards value directors who escalate through process, not through personality.

"What do you know about our business?"

The real question: *have you done the work, and can you read a company quickly?* Refer to specifics from the annual report, the board's report under Section 134, the management discussion and analysis and recent stock exchange disclosures. Mention one or two questions the documents raised for you. This signals curiosity, not criticism.

"How much time can you give us?"

BOARD CV

Writing a board CV that nomination committees actually read

> ***A board CV is not an executive CV with a new title. Here is how to structure, write and tailor one that a busy nomination committee will read to the end.***

Most aspiring directors make the same mistake: they take their executive CV, add "Independent Director candidate" at the top and send it out. Nomination committees notice immediately. An executive CV tells the reader what you *did*. A board CV must tell them how you *think*, what you would contribute to their board, and why they can trust your judgement.

Who reads it, and how

Your board CV will usually be read by a nomination and remuneration committee, a chair, a company secretary or a search adviser — often quickly, and often alongside many others. Under the Companies Act, 2013 and the SEBI LODR Regulations, the nomination and remuneration committee is expected to identify candidates against the board's needs, so committees typically work from a skills matrix. Your CV needs to make it easy for them to see where you fit on that matrix within the first half-page.

The recommended structure

Keep it to two pages. A clear structure might be:

1. **Name and contact details** — plus your city and, if useful, your IICA Independent Director's Databank registration.
2. **Board profile** — four to six lines summarising your proposition as a director.
3. **Key board competencies** — five or six areas of expertise, each with a short line of evidence.
4. **Board and governance experience** — any board, advisory, committee, trustee or not-for-profit roles.
5. **Executive career** — concise, focused on scale, scope and outcomes.
6. **Education, qualifications and governance learning**.
7. **Other interests and affiliations** — only where relevant.

Writing the board profile

This is the most important paragraph. It should answer: what kind of director are you, and what would a board gain from you? Avoid adjectives that anyone could claim. Compare these two versions:

- *Weak:* "Dynamic, strategic leader with a passion for excellence and governance."
- *Stronger:* "Former chief financial officer with over twenty years in listed manufacturing, including two capital raises and a cross-border acquisition. Brings depth in audit, treasury and risk oversight, and experience working with promoter-led boards through generational transition."

The second gives a committee something concrete to match against its needs.

Translating executive experience into board language

Boards care about oversight, not operations. investment case to the board; tracked

VOLO ADVISORY

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Community membership is free. Professional and Executive Circle members receive Growth Credits, member pricing and premium experiences.

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