

QUESTIONS: WHAT TO ASK A PROSPECTIVE BOARD MEMBER, AND WHICH YOU ARE MOST LIKELY TO BE ASKED BY THEM

Interviewing candidates for a board of directors is a very specific process. Not too dissimilar from interviewing a prospective CEO, it involves evaluating a wide variety of criteria, and at the same time educating the candidate, and convincing them of why they should join your company – should they ultimately be invited. However, there is one fundamental difference between interviewing someone for an executive position as opposed to a board directorship.

When interviewing a candidate for a senior executive role he or she will most likely be a subordinate, or a peer, but nonetheless an employee. Personal chemistry and cultural fit within the company are of course most important. However, a director is not a peer, nor are they an employee, and it is not mandatory that they are a good fit with the company culture – still of course, it is desirable. In general they will not be working side-by-side, or socializing with employees. That said, they are required to understand, appreciate, and respect the company culture. On the other hand, the culture of the board, their personalities, and the dynamics between the directors, is critical. Board interviews will usually be conducted by the board chairman, the lead or presiding director, a member of the nominating or governance committee, the CEO, or any combination of these.

Questions FOR a prospective board director:

1. What are your personal objectives or goals for a board, and your expectations for a director?
2. What would you suggest your unique contribution to be?
3. What are your personal criteria for joining a board (presumably beyond just being invited)?
4. What do you already know about our company?
5. What other boards are you currently on or have previously been on?
6. What were some of the most interesting experiences you have had related to boards, and some of the most important things you have learned?
7. What do you feel we're some of your greatest contributions?
8. Were you ever considered for a board and not selected?
9. What are you currently doing professionally (active in a company, retired, etc.)?
10. Give us a brief chronology of your career over time?
11. What do you consider to be your core area(s) of expertise?
12. What kind of time commitments do you now have for your current activities?
13. What would your expectations be for the time necessary for our board?
14. Who are some of the most notable people you have worked with or served on boards with?
15. What board committee would you see yourself most/least qualified for?
16. What is your expectation for the compensation package for directors?
17. Tell us a little about your upbringing and your family.
18. What extracurricular or outside interest do you have?
19. What is the most difficult problem and decision that a board you have been on has had to deal with?
20. How would you deal with a difficult board member who you do not agree with?