
A provocative idea for board directors- join the club...

QUESTION: How might we decrease the potential for conflicts of interest on BODs?

PROBLEM: A self-interested motive for being a director creates a disincentive to speak up in any way that may threaten one's position on the board. Roger Martin asserts that, "only directors who view themselves primarily as **public servants**, and are seen by the public that way, are free of the self-interest that feeds the [conflict of interest] problem."

PROPOSED IDEA: Martin proposes that directors who care about the integrity of boards should form a global club whose members contractually obligate themselves to **give 15%** of their director compensation to a registered charity.



Being a member of this club could publicly demonstrate a **commitment** to public service, and could provide a self-reinforcing support structure for good governance by giving club members the **social backing** needed to make difficult decisions that might be unpopular with management.