

Driving Modern Governance through Technology



Thanks to digitisation and fingertip connectivity, the world has become a far more inter-woven and interdependent place. The implications for the business arena are that many organisations have had little time to adapt to technological advancements and are therefore exposed to threatening governance deficits.

As the COVID-19 pandemic had necessitated remote working, including virtual governance and shareholders meetings, regulators reacted by issuing guidelines, such as the Nigerian Exchange (NGX) guidance on virtual meetings, that would help to swiftly and decisively combat a possible barrage of modern governance challenges. These protections would be applicable across governance teams, and across the functions of the company secretary, which broadly include:

Engage and support Board members to perform effectively in their roles	Meeting Administration	Maintain Registers (of shareholders, directors e.t.c.)	Regulatory filings	Learning & Insights
Regulatory & Compliance	Boardroom polls, surveys, and questionnaires	Annual Board & Corporate Governance evaluation	Support Board member selection process	Governance Advisory

Redefining Corporate Governance



Good governance is progressively becoming a recurrent theme in boardrooms across Africa, especially as regulatory and geo-political developments have placed renewed emphasis on topics such as risk management, strategic planning, greater diversity and equity in corporate culture, corporate responsibility, and Environmental, Social, and Governance (ESG) issues.

This accentuates the need for sound corporate governance to be applied across every aspect of a company's operations.

In comes the concept of **modern governance**, which empowers corporate Boards, Management, and leadership teams with the technology, insights and processes required to efficiently navigate today's complex digital and quickly evolving business landscape.

Modern governance is captured in and perpetuated by [digital products](#) that completely eradicate the complexity of the entire board management experience, sometimes catering to a part of the whole or digitizing the entire process.

The agile functions and benefits that modern governance product solutions can deliver include:

- Secure document sharing and collaboration
- Corporate reputation management
- Governance compliance
- Board, Committee, and CEO evaluations
- Board recruitment

For **Company Secretaries and Directors**, the solution to effectively juggling and executing governance duties lies in the modern tools that [Board Portals](#) offer. – A Board portal is a digital, highly secure communication platform that facilitates 'Board business' - before,

during, and after meetings – and simplifies every phase of the Board engagement lifecycle:

BEFORE MEETING	<ul style="list-style-type: none"> ▪ Availability & scheduling ▪ Dynamic update of information ▪ Distribute reports ▪ Prepare agenda ▪ Publish Board book ▪ Board communication (note annotation, material review, face-to-face discussions with other members)
DURING MEETING	<ul style="list-style-type: none"> ▪ In-person or remote attendance ▪ Last-minute changes (one-tap navigation between sections keeps the meeting on track) ▪ Speaker presentations ▪ In-meeting action: tasks assigned, deadlines set, voting, signing of paperwork ▪ Attendance tracking
AFTER MEETING	<ul style="list-style-type: none"> ▪ Reminders, notifications, alerts ▪ Action points follow-up ▪ On-the-spot survey of Board meeting effectiveness ▪ Minutes of meeting ▪ Actions, reports scanned for governance compliance
MISCELLANEOUS	<ul style="list-style-type: none"> ▪ Conflict-of-Interest and/or disclosure questionnaires ▪ Board, Committee, and CEO evaluations ▪ Voting on interim Board matters

These [secure governance software](#) solutions help establishments seamlessly embed a unified platform, from which users – the Board, Executive Management, and the Company Secretary – are able to securely organise Board activities, ensure regulatory compliance, and achieve much more.

The major advantage of the Board portal lies in its efficiency, with this digital tool making it easy for companies to reduce costs and providing a seamless way for firms to transition their governance teams to a paperless working environment.

And Board Recruitment?



The more recent focus on diversity, independence and Board composition/quality has made access to data and analytics – in searching for Directors – quite imperative.

Thanks to technology, Nominating and Governance committees no longer have to limit themselves to [filling a Board Director seat](#) based on word-of-mouth referrals, or even consulting the personal and professional network of each Board member.

Digital solutions for Board recruitment – and there are proudly home-grown, [high-performing options](#) that address local peculiarities and needs – serve as a valuable complement to traditional, in-person networking. These tools are able to streamline the process of [Board member recruitment](#) by giving committees access to the profiles of thousands of potential (and competent) candidates – in just a few clicks of the mouse. This includes **intuitive searches that can be filtered according to gender, age, diversity, experience, demographics, region, sector or discipline.**

Snapshot: The Company Secretary



***Roafik Limited (RL)** is a conglomerate whose cross-border business is spread across multiple jurisdictions.

Because **RL** is anxious to minimise legal, financial, and regulatory risk, the company has deployed a Governance Legal Entity Management software suite that ensures complete visibility into all its subsidiaries and shareholder activity. The platform arranges the organisation's units into distinct and accurate charts, so that the Company Secretary is able to view the entire group structure at a glance, as well as all legal activity, in real-time.

Similarly, in an attempt to ease the burden of its legal department, **RL** has installed a comprehensive contract and litigation management software, which ensures seamless case-processing by automating standard tasks, such as document archiving. The Company Secretary is now able to quickly and efficiently manage an entire litigation or contract lifecycle, follow progress by the minute, and see instantly what areas require immediate attention.

CONCLUSION

The jury is out: a May 2019 research across 14 public companies shows that companies executing strong **modern governance** (top 20%) had outperformed the competition (the bottom 20%) by 15%.¹

Clearly, in today's incredibly intricate business environment, corporate Boards and Executive Management need reliable solutions that facilitate major decisions, advance strategic vision, and drive stakeholder value.

Modern governance provides a suite of technologies that enable leadership teams to effectively mitigate risk, work at a high-performance level, and govern collectively – all in a sustainable manner.

¹ <https://www.diligentinstitute.com/research/modern-governance-report/>

RiskTech & Advisory is your trusted advisor with demonstrated expertise in governance, risk management, assurance, and operational excellence. Our mission is to support our clients to build enduring African organisations through the adoption of sound business and operational practices.



Chief Executive Officer RiskTech
& Advisory Limited
tsngbola@risktechadvisory.com



Analyst
RiskTech & Advisory Limited
moke@risktechadvisory.com

Contact Us

RiskTech& Advisory

5, Ihuntayi Road, Oniru Estate, Victoria
Island, Lagos

+2348029711875,
enquiries@risktechadvisory.com

