



The New Boardroom Leaders: How Today's Corporate Boards Are Taking Charge

Ralph D. Ward

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For generations, the cozy, standard model of boardroom leadership was simple: The CEO was also Chairman of the Board, and directors rubberstamped his initiatives. The 2002 Sarbanes-Oxley Act forced radical change on all U.S. public corporations: The board must now hold sessions without management, key committees have tough new independence rules, and all board members now face an unavoidable legal responsibility to provide truly independent oversight of the corporation. Missteps can put companies and individual directors in serious legal danger. The result is an urgent demand that corporate boards develop their own confident, independent leaders from within. But how? That's something that governance expert Ralph Ward, in *The New Boardroom Leaders*, explains in detail.

Until now, no one has tracked and compiled answers to new, basic governance questions. What should a lead director's job description include? Why is a separate chair not necessarily an independent chair? How do you shape an agenda for meetings of independent directors? How do CEOs and the new board leaders divide their roles? How much power should a separate board leader really have? This book answers these questions and more. Companies are scrambling to create new procedures and roles. But there are few job descriptions for these new boardroom leaders—something this book provides, as well as a wealth of insights and tips. *The New Boardroom Leaders* offers the first inside look at how board leaders actually do their jobs, based on extensive interviews and research. The emphasis will be on practical advice from real board leaders on what worked in their boardrooms, what didn't, and what they expect in the future. It will become a longtime, worthy guide for board members in the new world brought on by Sarbanes-Oxley and the quest for ever-better, and strictly ethical, corporate performance.

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