

# Women on Board: FIRST IMPRESSIONS

IBRC  
(women dir)



**BRINDA JAGIRDAR**

Independent economist

Jagirdar has been serving as independent director on the boards of Capital First since September 2014 and Rane Engine Valve since October. After a career with State Bank of India, Jagirdar retired as general manager and chief economist. She did not want a full-time job again but wanted to share her expertise in a meaningful way.

While she was consulting independently, Jagirdar encountered Arun Duggal, chairman of ICRA and the Fici Centre of Corporate Governance, who invited her to join his programme, 'Women on Corporate Boards'.

## INITIAL DAYS

Jagirdar had eminent banker MV Tanksale mentor her. "While I am respected for the domain knowledge I bring to the table, there is also a lot of learning," she says.

## TIPS FOR BOARD-BOUND WOMEN

- Prepare, study thoroughly, make crisp observations
- Don't hesitate to ask for information
- Do a peer study of the company
- Be aware of regulatory requirements
- Study the company's balance sheet
- Inform yourself about other directors
- Meet women directors in other firms

## WHAT NEEDS TO BE DONE

The law needs to be amended to ensure on-boarding of independent woman directors. "This will give the company the benefit of the knowledge and expertise of professional women," she says.

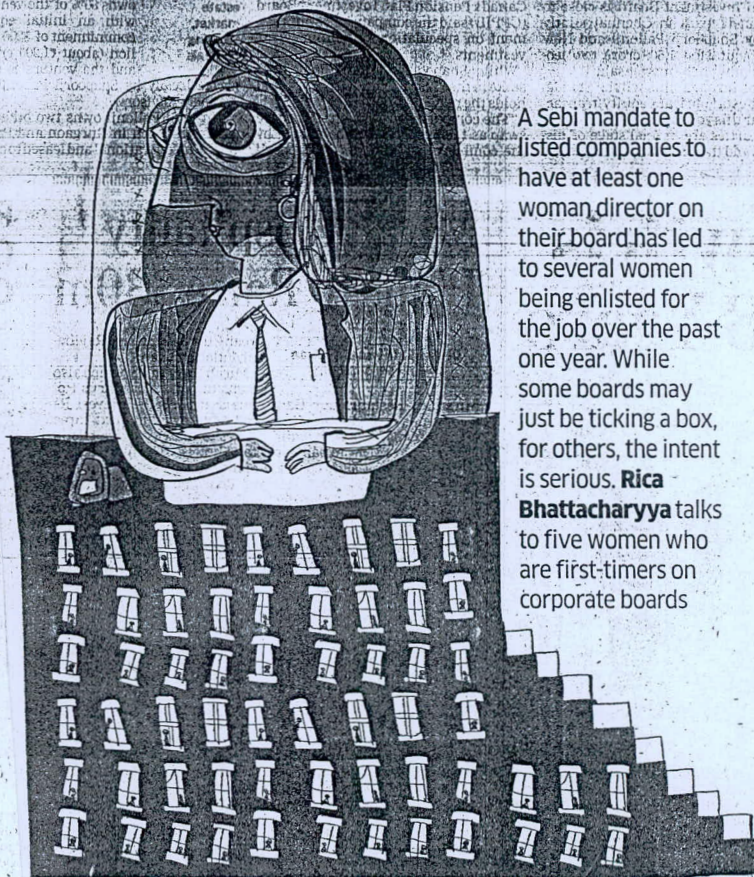


ILLUSTRATION: ANIRBAN BORA

A Sebi mandate to listed companies to have at least one woman director on their board has led to several women being enlisted for the job over the past one year. While some boards may just be ticking a box, for others, the intent is serious. **Rica Bhattacharyya** talks to five women who are first-timers on corporate boards



**NEERA SAGGI**

Former chief executive, L&T Seawoods

Last September, Saggi joined the boards of Swaraj Engines, RPG Lifesciences, TRF, Tata Projects, Tata Realty, Maithon Power, Tata Consulting Engineers, ILFS Financial Services, CARE India (non-profit), and Mahindra Heavy Engines.

## INITIAL DAYS

Boards can be of two types. Some fulfil the regulatory criteria while others involve the director considerably in strategy and analysis.

On some boards, a special effort has to be made to put your point of view across (at least in the initial few meetings). For others, it is in their DNA to give an opportunity to the new entrants, irrespective of gender. "The contribution you can make has to be proven. Till that time, like any other new director or perhaps somewhat more, you are being assessed," says Saggi.

## TIPS FOR BOARD-BOUND WOMEN

- Excel in your area of expertise
- Diversify to obtain a holistic viewpoint
- Be visible

## WHAT NEEDS TO BE DONE

One woman on the board is definitely not enough, says Saggi. "Look at Norway, at 40% (board representation of women). But yes, one step at a time," she says. Also, it has to be about different kinds of diversity, which helps the board to add more dimensions to its functioning.



**HIROO MIRCHANDANI**

Former business unit director, Pfizer

Mirchandani joined as an independent director on the boards of Tata Teleservices (Maharashtra), Tata Communications Payment Solutions, Religare Health Insurance, DFM Foods and Premium Transmission this March and Nilkamal in November. Mirchandani, mentored by Marico chairman Harsh Mariwala as part of Duggal's programme, says the experience was useful in taking the big leap from an executive committee role to a board role.

## INITIAL DAYS

"In preparation of my first board meeting, I familiarised myself with the company, its business, industry, financials, management and board. I made a few customer visits too," says Mirchandani.

Spending time with the chairperson and managing director helped her understand the company and the role better. "I studied the pre-reads diligently too," she adds.

One question she has asked all chairpersons before joining their boards is if she was being hired to meet the statutory requirement of 'a sari in the room'. One chairperson told her, "There are no free rides on my board. You join if you deserve a seat here."

He articulated the strengths of his current board and the need gap he proposed to fill through the woman director's appointment. "I earned a seat on this board," she says.

## TIPS FOR BOARD-BOUND WOMEN

- Network, network, network
- Reskill for board effectiveness
- Develop financial literacy
- Be confident about sharing your independent views

## WHAT NEEDS TO BE DONE

Companies must invest in grooming women for board positions, says Mirchandani. Research has shown that companies with more women directors produce stronger business performance. "Experience shows groups with diverse perspectives can achieve more balanced decision-making with innovative and de-risked outcomes," she says. Men and women on boards can leverage their differences to deliver higher standards of corporate governance, she adds.



**SUDHA RAVI**

Executive director, Piramal Fund Management & chairperson, National Council on NBFCs of the Associated Chambers of Commerce and Industry of India

Ravi has been serving on the board of Goodyear India as additional director for independent directorship since June. She is also a nominee director on four other companies. "My experience was that the directors and management are equally eager to have you on board and ensure you understand their company," says Ravi, who was part of the top management team at State Bank of India.

## INITIAL DAYS

Other board members respect you for the insights you provide and actually share with you their views on the company performance. "I have not felt any bias as a woman and have actually found the other members appreciating my contribution and suggestions," she adds.

## TIPS FOR BOARD-BOUND WOMEN

- Before you join the board, research the company, its directors, reputation, ethics and values
- Look at the company's performance over the past few years. Be well prepared for the board, understand the company's key ideas, its strategic and execution plan
- Express your views, ask questions

## WHAT NEEDS TO BE DONE

Ravi does not believe in quotas, but initially, companies do need a nudge, she says. "The first step of making it regulatory was right. However, it would have been more effective if the Act had set the requirement for an independent woman director." Most companies have not adopted the spirit behind the Act of trying to bring in gender diversity in real terms.

The next steps should be taken by the women directors, she says. For instance, nomination committees that value gender and diversity can help build a diverse leadership pipeline and a company culture. "This is true even of women who occupy the corner suite or are in key positions."



**SMITA AGGARWAL**

Chartered accountant, with banking and financial services experience of over 25 years

Aggarwal has been serving as independent director at Gokuldas Exports since November and is member of the national managing committee of Indian Cancer Society since 2012. Aggarwal's motivation to become an independent director was to get exposed to different industry segments, new set of people to engage with and a variety of challenges.

## INITIAL DAYS

Before her first board meeting, Aggarwal spent a full day in a company induction. "The CEO and CFO provided me with an in-depth introduction to the company, its business model, financials and key challenges," she says. She visited the manufacturing facilities, went through annual reports and spoke to the chairman and other board members. "All this helped me to be comfortable at the first board meeting. The sense I get is that my skills and experience are valuable to the board. That I am a woman is an added advantage," she says.

## TIPS FOR BOARD-BOUND WOMEN

- Treat it like a serious responsibility
- Do your homework about the industry, company, etc.
- Use your intuitive skills to navigate your way through
- Be confident. It is not rocket science, so there is no reason to feel out of place

## WHAT NEEDS TO BE DONE

Companies should move beyond the mandate being a mere compliance requirement to effectively using a diversified and well-qualified board to add value.

"While gender diversification is a useful step for company boards to follow, it's equally important that it is accompanied with a genuine intent to professionalise the board and improve the overall standards of governance," says Aggarwal.