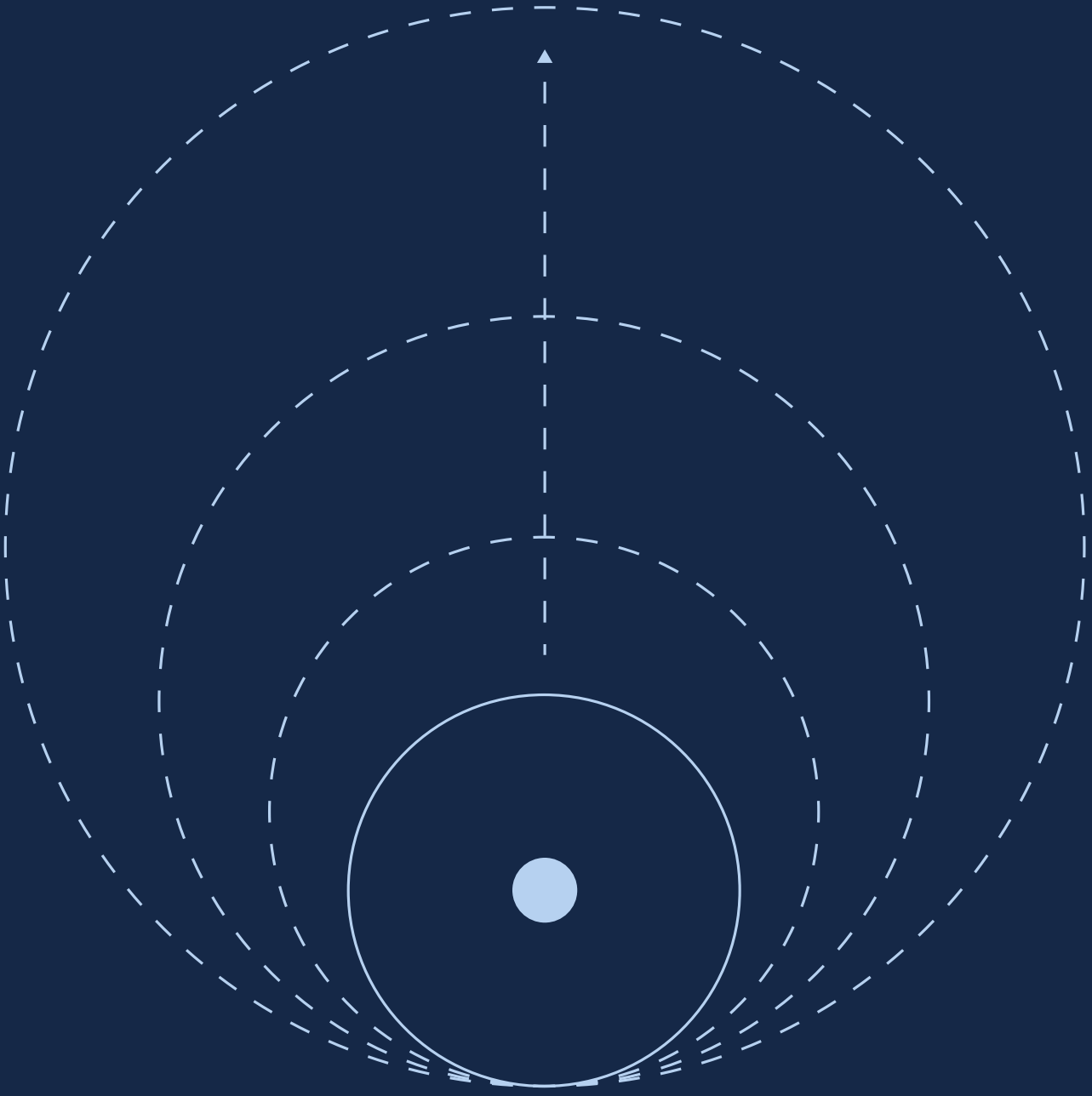




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A BOARD INTELLIGENCE REPORT IN PARTNERSHIP WITH MANAGEMENT TODAY

Boards on autopilot

Why modern governance teams
need to embrace AI... *now*

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III BOARD
INTELLIGENCE

**Management
Today**

Foreword

Sitting on a board is perhaps the most critical part-time job there is.

In just a handful of meetings each year, you hold the long-term future of an entire organisation in your hands. For executives, board meetings are a vital chance to rise above the daily grind and focus on the bigger picture. For non-executive directors, it's their primary, essential opportunity to scrutinise, guide and challenge.

With such intense pressure and limited time, every second of a board meeting must count. A truly high-performing board can deliver staggering value by engaging with – and, crucially, acting upon – sharp, high-quality discussion about the most important issues facing the business. Boards that fail to do this are not just wasting time; they are exposing the business to needless risk and letting major opportunities slip through their fingers.

Alarmingly, this failure is all too common and stubbornly persistent. Boards often get stuck, struggling to improve their own performance because the very time constraints and complexities that define their work also frustrate efforts at self-improvement.

But there is a way out. As this report sets out, governance teams can – and must – change this dynamic, laying the groundwork for a massive step-change in board performance that benefits everyone. We're delighted to have partnered with Board Intelligence on this important report.



Claire Warren
Editor in chief, Management Today

The *elephant* in the boardroom

Good governance has always been foundational for long-term business performance, but the rapid pace of change today puts an even greater spotlight on its importance. Risks are much larger, as are the opportunities for boards to add genuine value.

Yet, when you ask board directors, they will be the first to admit that boards are underperforming. Only 33% view their board as an essential tool for value creation. Half say it could perform better; 17% say their board adds little or no value.

Those findings, from Board Intelligence's Board Value Index¹, are the latest sign of an enduring problem with board effectiveness.

In seven years of monitoring board reporting data, we've seen no meaningful improvement in pack quality.² The same development areas appear in board evaluation disclosures year after year.³

33%

of directors view their board as
an essential tool for value creation

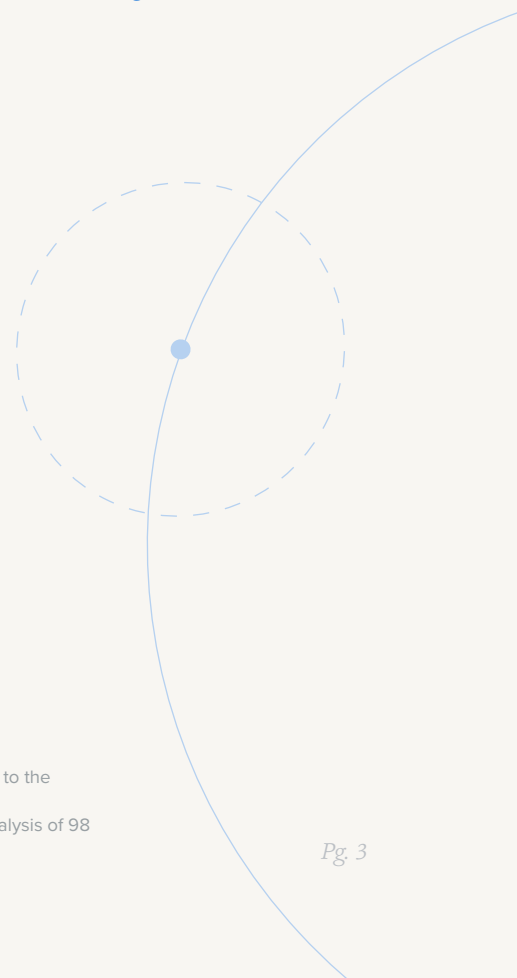
Directors know their boards are not delivering the impact they want, or that is expected of them. They know what the issues are and what persistent underperformance could cost them.

So, why haven't things improved? And could understanding the answer to that question give boards a better chance of reaching their potential?

"We've been in boardrooms for 20 years. The persistence of the same problems, despite genuine intent, is the thing that needs tackling. This isn't a motivation problem. Something structural is getting in the way."



Pippa Begg
CEO, Board Intelligence



¹ Board Intelligence, Board Value Index, December 2025. Survey of 233 directors across the UK, US, and Canada. boardintelligence.com/blog/board-value-index-press-release-uk-north-america-winter-2025.

² Board Intelligence and Chartered Governance Institute UK and Ireland. Cumulative data from over 1,100 submissions to the board reporting self-assessment tool since 2018. govcompmag.com/2025/10/15/bored-reporting.

³ Board Intelligence, What FTSE 100 board review disclosures reveal about board performance, September 2025. Analysis of 98 FTSE 100 board evaluation disclosures. boardintelligence.com/blog/ftse-100-board-evaluation-trends.

The board performance gap: where are the *weaknesses*?

The statistic of 33% actually conceals a deeper issue.

Across all eight areas where boards contribute — ranging from setting strategy to supporting the executive team — less than 30% of directors gave their board a top rating (a maximum of 29% in any single area). The average scores are consistently mediocre, grouping tightly between 6.6 and 6.9 out of ten.

Boards rate their performance highest in strategy and direction-setting. They score lowest in supporting the executive team through challenge, mentoring and accountability – often precisely the areas that distinguish a high-performing board from a merely adequate one.

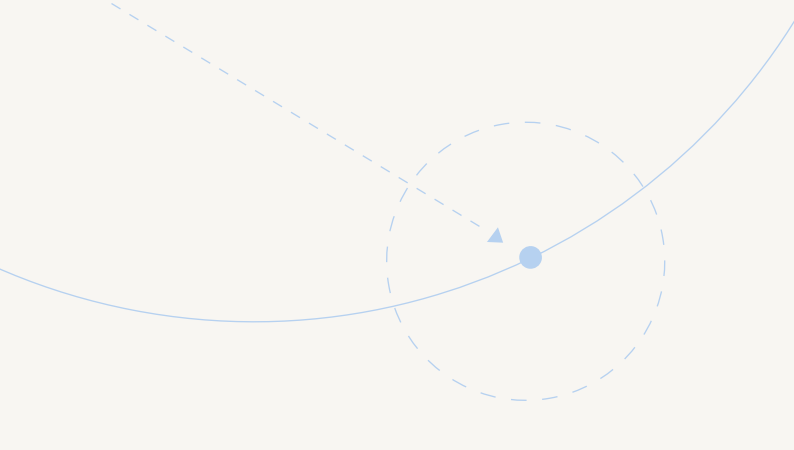
Directors and governance professionals have a clear sense of the barriers to better board decision-making, with two standing out.

The most cited barrier is the quality of information provided to the board – identified by 33% of directors in the most recent Board Value Index, up from 26% six months earlier.

Data from Board Intelligence's board reporting self-assessment tool, developed jointly with the Chartered Governance Institute (CGI) and based on over 1,100 submissions since 2018, reveals that 61% of board packs are rated 'weak' or 'poor'. Fewer than 1% have ever been rated 'excellent'. In 2025, fewer than half (49%) of respondents said their board pack added value to board discussions and 11% considered it an obstacle to focused conversation.

If you ask governance professionals, the picture gets even bleaker: 40% say their company's board materials are actively limiting board effectiveness.





The second most cited barrier to better board decision-making is poor time management in meetings, cited by 31% of respondents.

It's a familiar complaint. Board Intelligence's analysis of 98 FTSE 100 board evaluation disclosures found that meetings and agendas were the most common area for development, flagged by 69% of companies' reviewers. The consistent message is that boards want their conversations to be more strategic and less operational. They spend too much time in meetings discussing backward-looking topics and not enough time looking forward.

The Institute of Directors Commission on the future of non-executive directors reached similar conclusions.⁴ Its report calls for a fundamental rethink of what makes boards effective in today's complex business environment, arguing that the time has come for boards to evolve from periodic oversight to active, informed and adaptive stewardship.

“What we see in board evaluations and our research data, consistently, is the gap between what boards intend to discuss and what they actually end up discussing. The operational agenda crowds out the strategic one – not through bad intent, but through habit and structure.”



Pippa Begg
CEO, Board Intelligence

⁴Institute of Directors, NEDs Reimagined: Report of the Commission on the Future of Non-Executive Directors, January 2026.



Why the performance gap *persists*

Dissatisfaction with board performance isn't for want of investment in governance. Indeed, running a board has never been so expensive.

The board reporting process alone costs the average organisation £2.8m a year – equivalent to 2,117 working days.⁵ For organisations with between £100m and £500m in revenue, that figure is proportionally significant: £1.7m and 1,171 working days per year.

Overall, these costs have grown by 177% since 2019, driven partly by longer board packs (the average is now 220 pages, up 27% from 2019) and more board and committee meetings (31 per year on average in 2025, up from 23 in 2019).

Writing accounts for 85% of the total annual spend on board reporting, but the administrative burden extends to every stage of the board meeting cycle. For example, data from Board Intelligence's minute-writing cost calculator, based on submissions from 234 companies since mid-2024, suggests the average annual cost of creating minutes alone is £282,000 (£119,000 for companies with revenues between £10m and £100m, and £430,000 for those with revenues above £500m).

The substantial investment in governance is not yielding equivalent value. In fact, despite the considerable time, money, and effort spent on preparing board packs, 65% of governance professionals doubt their packs are fully read and absorbed before meetings. This lack of confidence is perhaps unsurprising, considering that only 48% of board directors report consistently receiving papers five working days in advance. When packs are delivered late, directors lack sufficient time for review, which negatively impacts the meeting's effectiveness.

So, if underinvestment isn't to blame for the persistent board performance gap, then what is?

The fact that directors so often receive board packs late suggests the underlying problem is not a lack of funds, but a shortage of time.

The governance professional who aspires to be a strategic advisor to the board is often the same person coordinating board papers, chasing submissions and managing the distribution cycle.

65%

of governance professionals and board directors are not confident that their board pack has been fully read and digested before the meeting

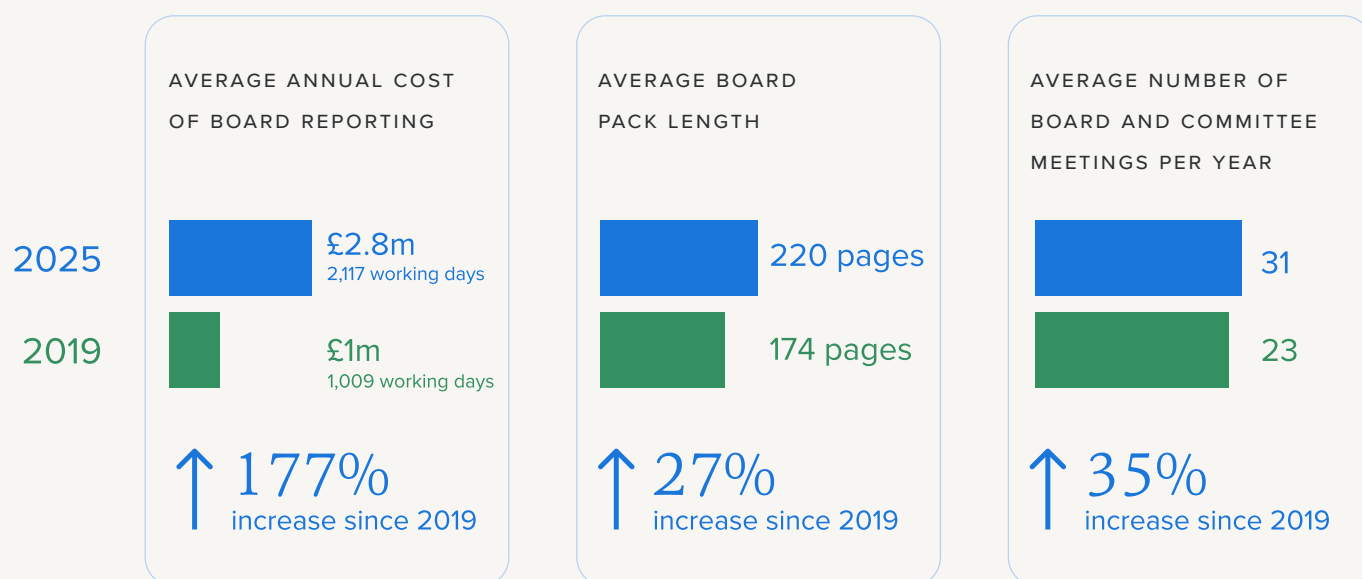
⁵Board Intelligence, The hidden cost of board reporting, 2026.

This administrative burden consumes time that could be better spent on improving the board's effectiveness. Consequently, the disparity between optimal board performance and the reality for most boards and governance teams is fundamentally a bandwidth problem.

"Governance teams are not failing through lack of effort or skill. The system is structured in a way that makes it very hard to do the valuable work. The company secretary who wants to shape the board's agenda is the same person buried in the administrative engine room. That is the trap."



Pippa Begg
CEO, Board Intelligence



What high-performing governance teams do *differently*

The data clearly demonstrates the existence of a bandwidth problem.

For instance, providing structured support for report writers significantly improves the quality of board materials. Organisations that offer training rate their board packs as ‘good’ or ‘excellent’ at nearly double the rate of those that do not (60% versus 33%). Even more dramatic results are seen among those that give report writers a structured brief: 64% rate their packs positively, compared with only 12% of those that provide no brief at all.

Despite this, only 26% of organisations offer report writing training to management, only 43% provide structured feedback on papers and only 56% give management a clear brief before they start writing their reports.

This won’t shock anyone in the governance profession. We do not believe organisations are neglecting to follow best practice because they simply aren’t aware of it. The CGI’s comprehensive guidance on effective board reporting, which was co-authored by Board Intelligence, was first published back in 2018.⁶ The difference between high- and low-performing governance teams is not knowledge or talent, but process and discipline.

Here’s what that process and discipline look like in practice.

1. Shape what the board does, not just how it meets

The FTSE 100 board evaluation data shows that 69% of companies flag meeting agendas as a development area. Directors want to spend less time on operational and governance matters and more time on strategic issues and decisions.

High-performing governance teams deliberately shape the board’s agenda, working closely with the chair and CEO to align board and committee time with the conversations that matter and then ruthlessly maintaining that focus. Board Intelligence’s Six Conversations model provides a practical framework for doing this. It divides the board’s focus into six conversations across strategy, performance and governance, reflecting the board’s two core duties: to steer and to supervise.

The framework helps governance teams identify the conversations that drive organisational performance and ensure they can be protected on the agenda, rather than crowded out by routine items.⁷

“The governance professionals who make this shift have one thing in common: they’ve decided that shaping the board’s effectiveness is their job, not an add-on. That’s a choice about identity as much as process.”



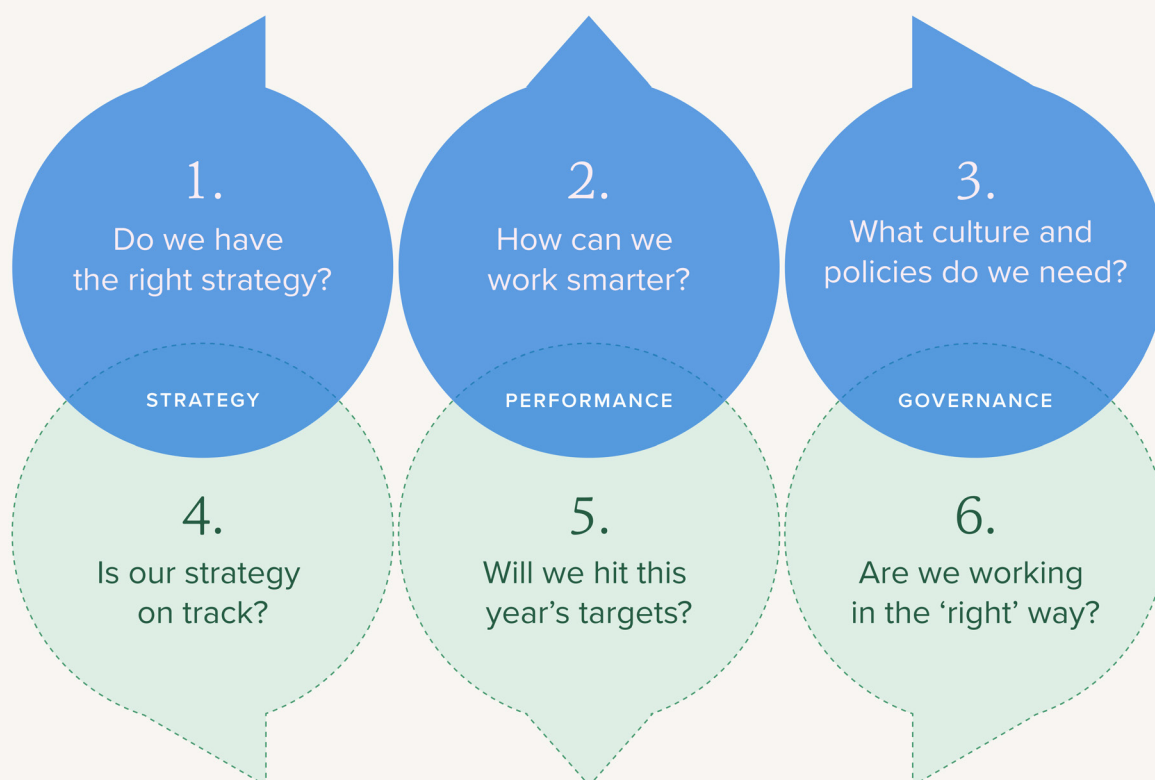
Pippa Begg
CEO, Board Intelligence

⁶ Chartered Governance Institute UK & Ireland guidance note, ‘Effective Board Reporting: Transform decision making in the boardroom’, developed in partnership with Board Intelligence and published in 2018. cgi.org.uk/knowledge/effective-board-reporting.

⁷ For more detailed guidance see: Board Intelligence, How to master the board agenda. boardintelligence.com/blog/how-to-master-the-board-agenda.

THE SIX CONVERSATIONS MODEL

STEERING



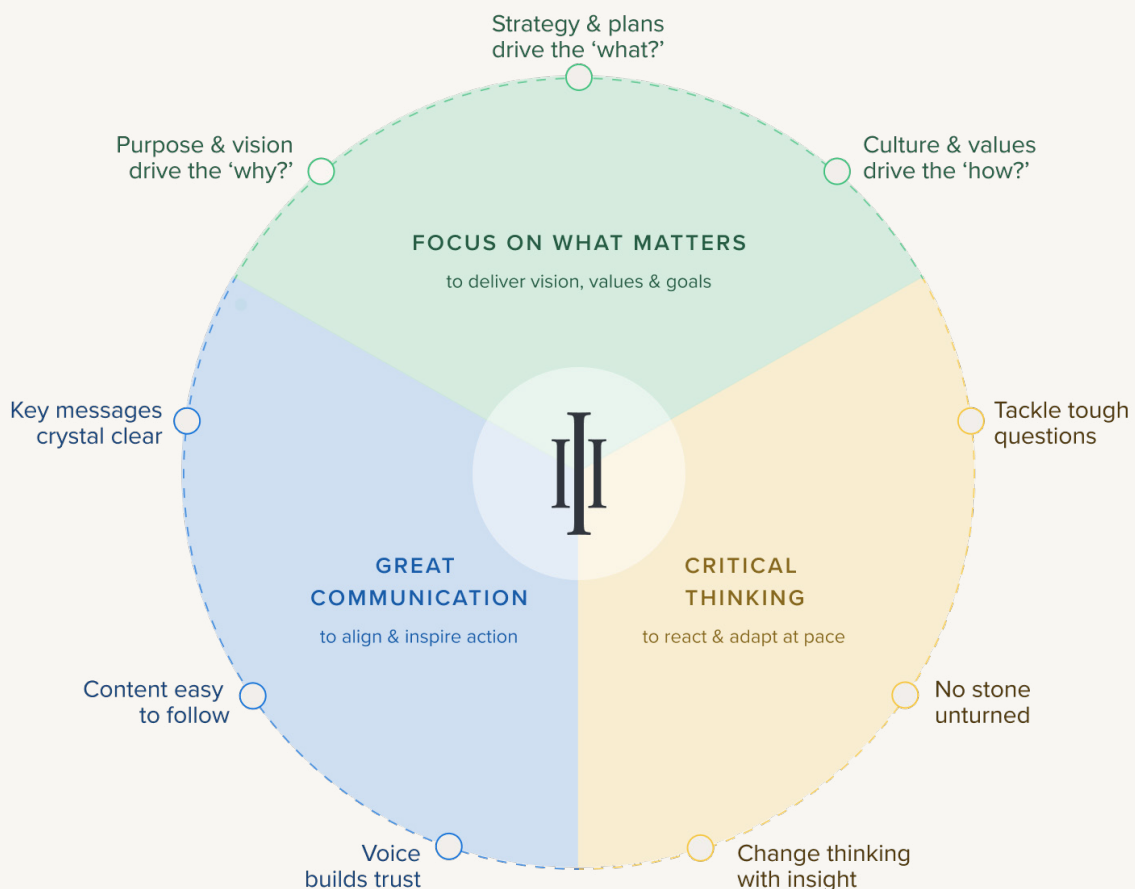
SUPERVISING

2. Raise the quality of information, not the quantity

As we have seen, the average board pack is 220 pages and continues to grow. Yet, precious few directors want more pre-read material. What they want is better material: 64% of respondents say their board packs don't cover what matters or present data poorly, 57% say key messages are buried too deep to find, and 54% say packs are too focused on the past.

Board Intelligence's Question-Driven Insight (QDI) Principle offers a methodology for addressing this. It asks report writers to structure information around a logical framework of questions that surface the "So what?" and put the conclusion upfront so busy readers know what they're looking at and why it matters. The governance teams leading on information quality set the standard, brief the writers and push back on papers that don't pass the "So what?" test.⁸

THE QUESTION-DRIVEN INSIGHT PRINCIPLE



⁸ For more detailed guidance, see: Board Intelligence, How the QDI Principle can help you write better board packs. boardintelligence.com/blog/how-to-write-better-board-packs-with-qdi-principle.

3. Protect the board's strategic time and focus

Our board evaluation research shows that 'mandate and focus' is the second most common area for board development. Boards frequently struggle to maintain clarity and focus on their own roles and contributions. The governance professional who successfully defines and enforces the boundaries of board-level business is performing some of the most valuable work in the organisation.

This boundary-setting requires confidence and a strong point of view. It forces the governance professional to make a deliberate choice about their role: will they be an administrator or a strategic leader? The data suggests most are capable of the latter, provided the surrounding system supports it.

How *AI changes* the game

It's easy to describe what high-performing governance teams achieve, but the reality for most is whether they have the capacity to reach that level.

Many do not, because the constant demands of their role consume their time, often along with any additional resources they have secured to help them do their job.

AI fundamentally changes this situation. With the right AI tools – those purpose-built for board and governance use, and crucially, trustworthy with confidential board data – governance professionals can redefine their role at various points in the governance cycle, from drafting reports and preparing board packs to writing minutes.

Let's start with writing board papers. As we've discussed, this accounts for nearly 85% of the cost and a substantial share of the effort in board reporting. AI-assisted drafting won't eliminate this work, nor should it. However, it can significantly compress the earliest stages, freeing considerable time for management and governance teams. If an AI tool is properly trained and prompted to support board reporting (an important prerequisite), it can help report writers move from a blank page to a

high-quality, structured first draft in a fraction of the time by pulling together notes and source data into a coherent, concise narrative.

The same principle applies to minute writing. AI-tools purpose-built for the task are estimated to cut the time it takes governance teams to produce a set of meeting minutes by 40%.⁹

There's no doubt that, used well, AI tools can free up time for governance teams. But the governance professional who uses AI to halve the time spent on reviewing and editing report drafts or creating meeting minutes has not simply saved hours or days of their time. They have created headspace – and an opportunity to add value in new ways.

"The governance professionals who are doing this well share something: they treat AI as a tool that gives them time back for the work that matters, not as a replacement for their judgment. They're not automating governance. They're freeing themselves to do it better."



Pippa Begg
CEO, Board Intelligence

⁹ Board Intelligence customer estimate of the time saving achieved using Minute Writer. boardintelligence.com/minutes

What to do *next*?

The effectiveness gap documented in this report is not inevitable.

It persists because it is structural – built into the board cycle and the ingrained habits around it. Structural problems cannot be solved through intent alone; they require deliberate choices about where governance professionals spend their time, what they ask the board to do differently, and the tools they use. The goal is not to ‘AI-wash’ the board management process, but to create valuable time and headspace.

The boards best positioned to close this gap are those that view evaluation, information and agenda design as performance levers – and the company secretary is uniquely placed to pull them.

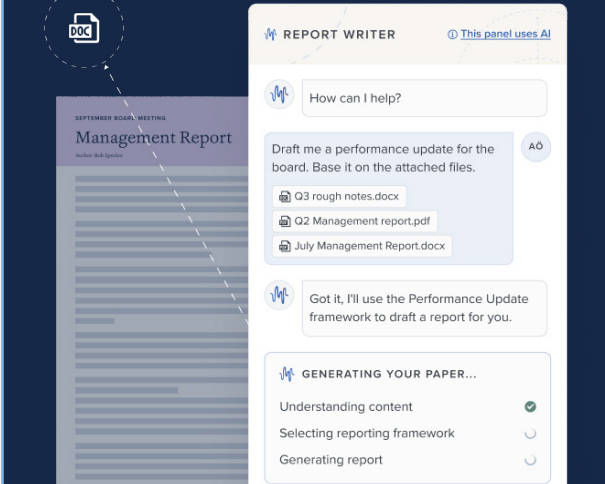
“The boards that close the effectiveness gap will be the ones with a governance professional who decided that closing it was their job.”

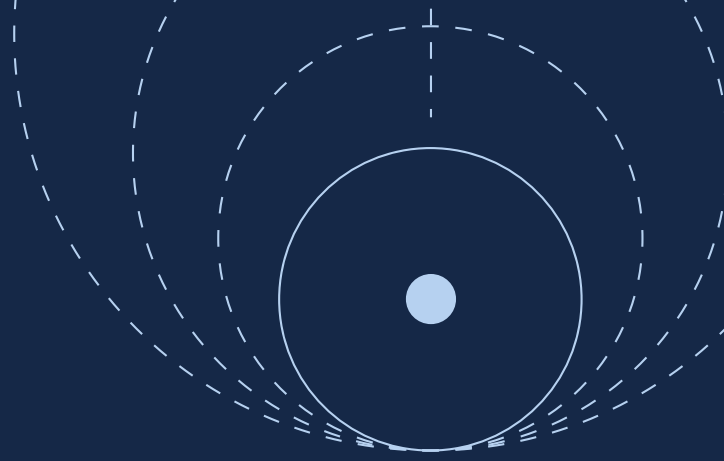


Pippa Begg
CEO, Board Intelligence

WANT TO LEARN MORE?

Visit boardintelligence.com/ai to find out more about Board Intelligence's AI-powered board software.





Supercharge your board

We use our deep expertise in the *{science}* of board effectiveness to help boards unleash their potential.

Through AI-powered software and services, we improve the efficiency and effectiveness of boards — enhancing the board's impact on organisational performance and giving governance teams time back.

“

The impact of working with Board Intelligence on this project has been huge throughout the organisation.”

Group Head of Strategy, Beazley

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