

## **Why So Few Women on Boards?**

by Elizabeth Ghaffari, President/CEPO of Technology Place Inc.  
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Rather than continually examining the low percentage of women on corporate boards, perhaps it is time, in the upcoming March – June proxy season, for shareholders (women OR men) to pose the following question to their companies:

Why did your board NOT add any (or more) women directors during the past proxy season? Rate each of the following answers (1 = not a significant explanation, to 5 = a significant explanation):

1. our shareholders do not consider adding a woman director to be a priority
2. our nominating/governance committee did not know where to find any qualified women candidates
3. our executive search consultants did not present any qualified women candidates
4. we were unable to identify women candidates with experience in the skills areas our board identified for new director candidates
5. we hesitated to bring just one woman director on board
6. no member of our board knew or could recommend any qualified women candidates
7. our board is waiting to see what shareholder nominations might be under the new SEC ‘proxy access’ rulings

For those instances where a company DID consider one or more women candidates, but they were NOT nominated, companies should select one or more of the following reasons:

She/They

8. declined our invitation to serve
9. were barred by their companies from serving on outside boards
10. had insufficient corporate governance knowledge or experience
11. were over-committed to nonprofit boards where they served
12. were over-boarded on other public company boards
13. were too young or too old
14. did not have a collaborative communication style
15. were involved in a lawsuit or judgment during the past 10 years
16. had zero company board experience during the past 5 years

And, of course, there could also be Question 17. Other: (please amplify and clarify at length, as required. Use separate pages if necessary to explain the reasons why your board chose NOT to add any or more women directors during the past proxy season.)

If we could get answers along the above lines, it might be possible to actually address some of the fundamental underlying issues rather than simply blame everything on bias and discrimination.

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