**BOARD QUESTIONNAIRES
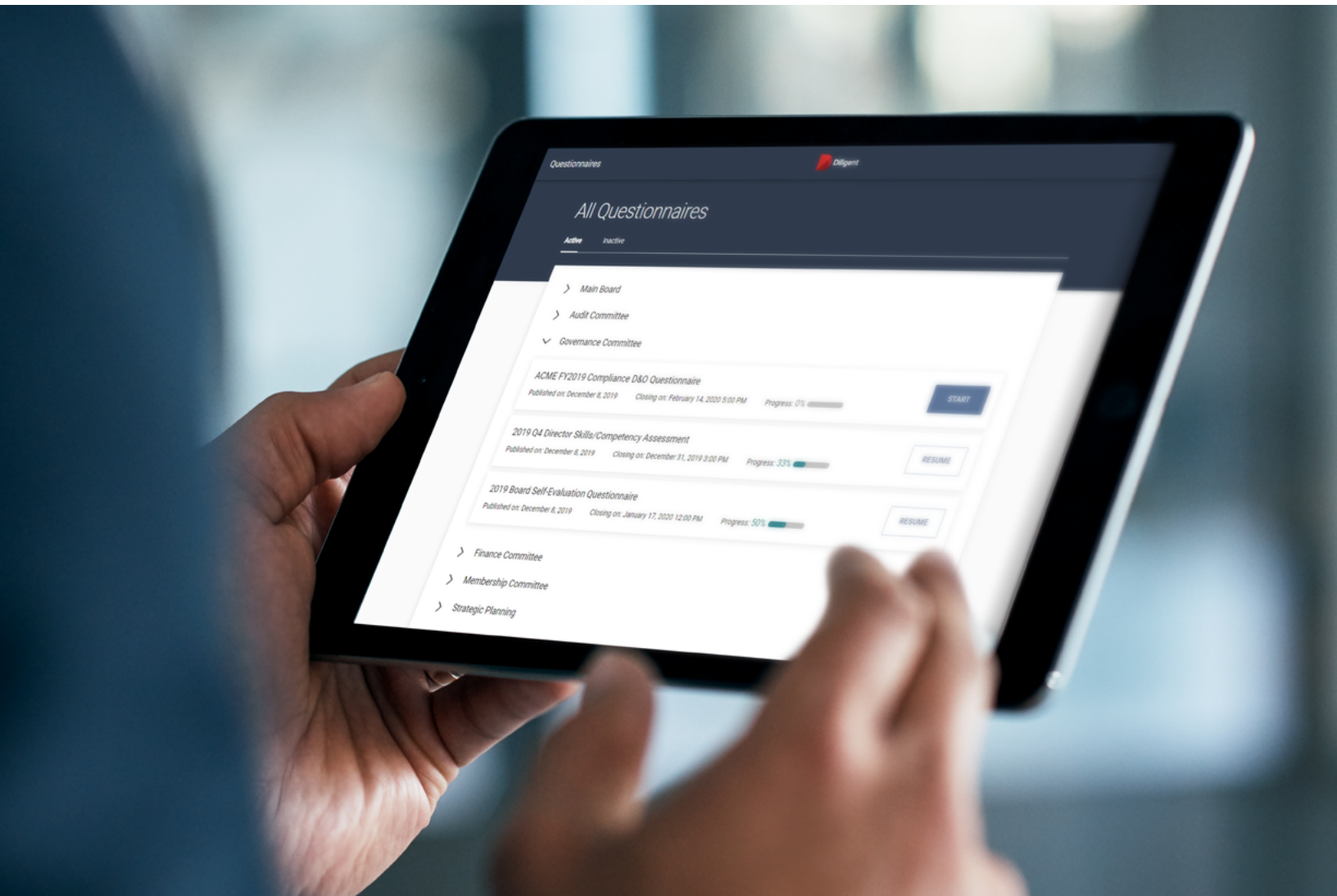BUYER'S GUIDE**

HOW TO CHOOSE A MODERN DATA COLLECTION SOLUTION FOR DIRECTORS, EXECUTIVES AND BOARD COMMITTEES

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WHY DIGITIZE THE QUESTIONNAIRE PROCESS?

Many organizations have been using the same questionnaire and evaluation processes for years; in some cases, the process has not changed meaningfully since the last millennium. As governance operations continue to be digitized, transitioning to a modern digital solution for D&O questionnaires (also known as conflict-of-interest questionnaires) and evaluations delivers numerous benefits for the admin team, the directors and officers, and the legal team.

Many of the pain points in a traditional questionnaire or survey process are procedural or administrative. In some cases, businesses can't quickly find last year's physical questionnaires, delaying the process even further. Chasing down responses from board members yet to respond can also be time-consuming, as can finding the account access details for a survey service set up by an employee who is no longer with the business.

Moving from a manual process that is dependent on an ad hoc paper trail to a fully digital process improves speed, security, accuracy and efficiency. Furthermore, as legal demands and corporate oversight have become increasingly pressing – and increasingly complex – issues for companies of all sizes, businesses must put digital solutions in place that allow them to act promptly and securely at all times. The manual creation of documents and use of legacy evaluation systems lead to unwanted delays in getting timely legal sign-off and completing D&O and evaluation processes quickly and efficiently.

Finally, embracing an automated, digitized solution will put an end to the inconsistencies that scuttle many a manual administrative process. Efficiency is a key component in driving high-performance for any digital business, and an automated questionnaire process will offer forward-thinking boards an opportunity for greater growth and cohesion.

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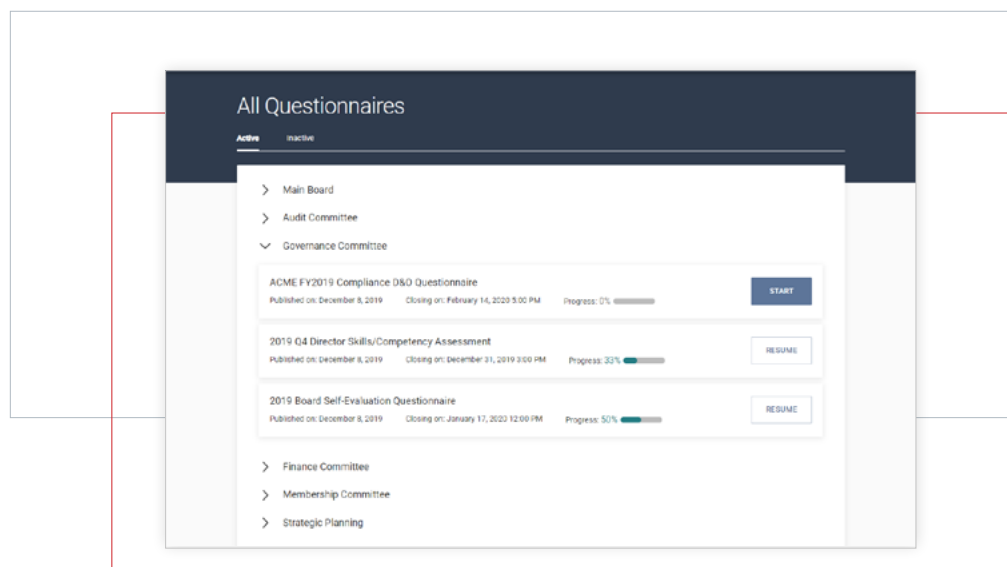
A CHECKLIST FOR IDENTIFYING THE OPTIMAL QUESTIONNAIRES SOLUTION

As organizations embrace the benefits of transitioning to modern governance, they're deploying efficient and simplified digital processes for questionnaires and evaluations. Choosing the right questionnaire platform requires the consideration of these criteria:

☐ **Time Savings**

A truly useful solution will save time wherever possible. Whether that's for the employee building out the questionnaire and compiling and analyzing data, or for the respondent making use of flexible answer formats, including pre-fill from previous surveys, efficiency is key. The ability to engage with the survey or questionnaire across a multitude of devices and through numerous separate interactions will also help to save time in our increasingly digitized, ever more mobile world.

☐ **Usability**

The best solution should be designed and conceived with the unique needs of corporate secretaries, directors, executives and the board in mind. It must have demonstrable features that are clearly better than the status quo. The tool should also have a very clear roadmap to evolve with the needs and requirements of global boards. The general survey solutions available on the market, whether free or paid, don't meet the needs of these individuals. The right tool is built specifically for boards and should support easy integration into your existing board portal solution, saving time for everyone involved.

☐ **Security**

Corporate secretaries, directors, executives and board members should seek to work with a vendor who has already earned their trust. Questionnaire, survey and evaluation processes will often contain candid and sensitive information that needs to be tightly controlled; governance professionals must make sure this information stays protected, even in a digital process. When using digital tools to complete questionnaires, surveys and evaluations, the platform should adhere to top-level security requirements (including minimum 256-bit encryption, clean annual SOC-2/SSAE 18 audits and ISO 27001 certifications for security).

☐ **Service and Support**

Directors and senior staff expect a flawless experience when they need support or service. Few vendors focus closely on this market and, therefore, they are likely to lack a service or support organization that meets their unique needs. Directors should look for a solution that can provide them with around-the-clock support and in-person training. The right vendor will be available 24/7, every day throughout the year, to ensure there are no gaps or issues when trying to execute or aggregate surveys or results.

Cutting corners on any of these may open your board up to unnecessary risk. Ultimately, your organization must select a product from a vendor who has been, or will become, a true partner — one who meets all the needs above.

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TIME SAVINGS:
AUTOMATE MANUAL
PROCESSES

Inefficient processes that waste resources and elongate timelines are inherently detrimental. As corporate governance requirements increase, ensuring that all director and board activities meet compliance and governance directives is essential. Here are some key governance and efficiency questions to ask when evaluating questionnaire platforms:

Questions to Ask	Answers to Expect
Does the solution deliver demonstrable time savings?	Many legacy processes include numerous manual steps that elongate the questionnaire and evaluation process. Furthermore, this manual activity is difficult to oversee from a compliance perspective. If a problem arises, finding the cause may be difficult. The digital solution should reduce the time needed to find previous years' questionnaires or build questionnaires that are specific to an individual. Additionally, it should save time for respondents with flexible answer formats (including pre-fill from previous surveys) and by enabling the easy collection and analysis of survey data.
Does the solution eliminate manual and paper processes?	Paper and manual processes tend to waste valuable time that could be better spent elsewhere. The digital questionnaires solution should allow the user to ensure continuity and efficiency while also eliminating errors.
Does it generate consistent and comparable data to easily identify improvements or changes to key metrics?	The data from one specific questionnaire is always useful, but the ability to review data across various questionnaires performed at different points in time provides far greater and more actionable insights. Directors should look for a solution that provides accurate data on the changes in key parameters over time. This provides important directional insight that can inform directors and executives about the effectiveness of actions taken previously.
Will it eliminate errors and inconsistencies?	Legacy processes often change without documentation, include different staff members each year and contain limited information. The digital platform should store previous questionnaires, both blank and completed, so that mistakes are eliminated and consistency is improved. The digital solution should also reduce tabulation errors and prevent survey mistakes by allowing easy reference to past versions. Finally, a digital system should ensure timely submission and have the ability to send reminders in cases where responses are tardy.

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USABILITY:
MEET USER DEMANDS WITHOUT SACRIFICING CONVENIENCE

When it is hard to complete a questionnaire or evaluation, delays and omissions are much more likely to occur. Likewise, if a platform's processes are too difficult to design, initiate or complete – and if it requires the corporate secretary, director or executive to learn new tools – it will not deliver as intended. Key questions to ask about user experience include:

Questions to Ask	Answers to Expect
Does the solution allow easy data exporting for future analysis, reporting and automated report generation?	Analysis and reporting will form a key part in the later stages of survey and questionnaire processes. Therefore, strive to seek out solutions that make it easy to export data into Microsoft Excel or Word. Doing so will allow simple presentation of any information gathered.
Can the questionnaire align with existing questionnaires or new formats?	Directors should look for a solution that will allow them to create questionnaires for a variety of procedural purposes that can align with both existing questionnaires and new formats. Furthermore, in many circumstances, the flow of questions may change based on the answer provided to a previous question (known as "branching"). Find a questionnaire service that makes it simple to build branching questionnaires and provide the data within different branches. This capability will optimize the information that can be gathered from the process.
Does the solution support questionnaire completion during multiple interactions?	A lost connection or link forcing a respondent to start over can be one of the most frustrating elements from a user perspective, especially if the respondent is already relatively far into the process. The potential loss of data also complicates things for anyone who doesn't finish the survey before being called away. Find a solution that will save all answers as soon as they are entered.
Does the solution make it easier to deliver timely responses?	Nobody wants to become a roadblock to the efficient completion of the questionnaire process because they're unable to complete tasks on time. The questionnaire solution will be able to ensure timely responses and will offer multiple capabilities: fast and accurate survey creation that gets it to the respondent faster, digital survey completion that supports multiple engagements, and inclusion in a consistently used digital portal that directors and officers already know how to use.

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USABILITY:
MEET USER DEMANDS WITHOUT SACRIFICING CONVENIENCE
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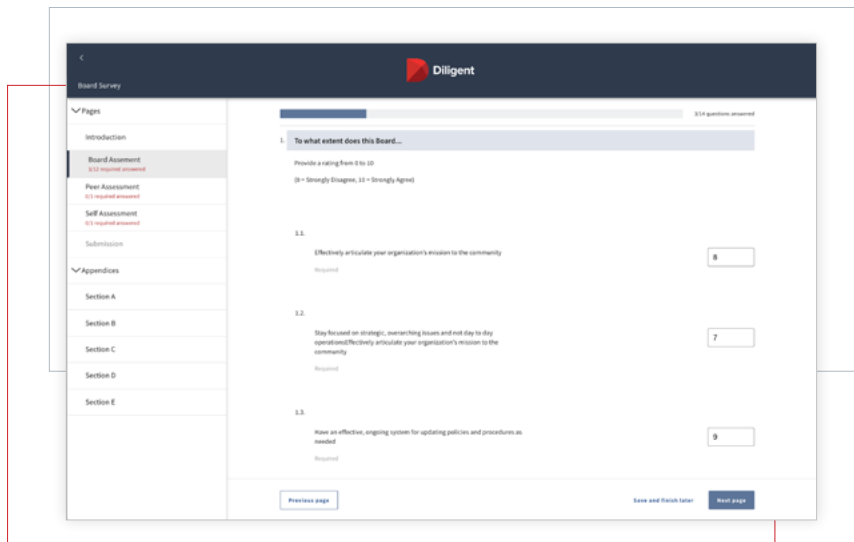| Questions to Ask	Answers to Expect
Can you view last year's answers and questions?	A digital questionnaires solution should make it simple to gain access to last year's questions and answers. When the legacy system for any questionnaire is done as a single stand-alone activity, finding the work from a previous year can be difficult. Directors should look for a single integrated platform that centralizes all past questionnaires and answers, making them easy to find.
Does the solution deliver simplified questionnaire development?	The creation of a questionnaire, evaluation or survey can often be a long, laborious and frustrating activity. As well as saving time, the optimal questionnaire solution should incorporate proven survey design tools that will produce better data. Simplification should also include the ability to clone prior questionnaires – or sections of them – to ensure consistent results between questionnaires conducted at different times or prepared by different staff members.

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SECURITY:
PROTECT SENSITIVE INFORMATION

Effective data security cannot be an afterthought. The information contained in board-level questionnaires and evaluations can be highly sensitive, and its disclosure could have serious financial or reputational repercussions. Having all key board activities – from declarations and virtual meeting preparation to evaluations and board member onboarding surveys – reside within a single portal or platform reduces the potential for error or data loss. Here are the security questions to ask:

Questions to Ask	Answers to Expect
Is data stored in a publicly accessible service?	Completing a survey in a secure environment provides greater protection. With a public survey service, the potential for a breach is always there. Thus, the private questionnaire service must be completely protected from public access. In addition, a service that has no public access may be required by some compliance or regulatory organizations.
Will access to any data be controlled by one employee's username and password?	In many instances, when using basic survey sites for questionnaires or evaluations, only the creator of that account will have full control of and access to the survey data. If an employee in charge of survey data leaves the organization, there's a strong chance that the credentials for accessing and controlling that service will be forgotten. There is also the risk that the survey tool credentials could be stolen, increasing the likelihood that sensitive information in director and executive evaluations finds its way into the public domain. A gold standard digital solution should ensure that all data and credentials are stored and managed within a private portal.
Are there tools to control who receives the results of the questionnaires?	Directors should look for a questionnaire solution that offers the ability to strictly control the dissemination of survey and questionnaire results. Further, they should look for a solution that is designed at the outset to control the reports, graphs and results that are the products of evaluation activity, as well as offering the ability to control what recipients can do with these results. This protects the data from further unauthorized dissemination.
Is executive and director personal data secured?	It is common for personal information about high-level individuals to be contained in the results of surveys, evaluations and questionnaires. Thus, having a solution in place to make sure that personal data is totally secure is paramount. This is another reason why best-in-class questionnaires solutions provide strong cyber-protection for all the data contained in any surveys.

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SERVICE AND SUPPORT:
IDENTIFY A PREMIUM EXPERIENCE

Very few digital questionnaire platforms are fully integrated governance management solutions offering concierge-level support 24/7/365, as well as unlimited training for all. High-level, hands-on support allows board members, executives and governance professionals to get everything in running order quickly – all the more important in critical moments that require a rapid response. Here are some key points to consider:

Questions to Ask	Answers to Expect
Is there a dedicated service and support team?	Senior staff expect a flawless experience when they need support or service. Few vendors focus closely on this market and, therefore, they are likely to lack a service/support organization that meets their needs. Directors should look for a solution that can provide around-the-clock support and in-person training. The right vendor will be available 24/7 throughout the year to make sure that there are no issues. Due to the nature of boards, questions will often arise at off-hours – this should not be an obstacle to getting them answered. Provider support should be immediate, without callbacks or lengthy hold times.
Does the company have sufficient experience in the governance technology space?	A questionnaires software provider should have at least 10 years of tenure in the governance space. Providers with this tenure typically understand and can address the pain points of both directors and governance professionals and will have the expertise and knowledge that can only come with time. In addition to being an industry leader, the provider should have extensive experience innovating software solutions that address and satisfy board and governance needs.
Does the company belong to professional bodies and organizations?	The software provider should be actively engaged in the corporate governance space and involved in professional organizations like the Society for Corporate Governance, the National Association of Corporate Directors (NACD), the National Investor Relations Institute and other member organizations in the space. Users should seek out a provider that can enhance the board's experience internally through its partnerships and thought leadership. The best companies will be truly engaged in the betterment and evolution of their areas of expertise.
Has the company won awards and recognition for its customer service, application usability or innovation?	A premium customer experience is paramount, and awards serve as a welcome indicator of dedication to the cause as well as independent benchmarks for performance. Take the time to seek out a provider that has been recognized for delivering the same best-in-class service they would provide their own board.

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WHY CHOOSE DILIGENT PREMIUM QUESTIONNAIRES?

Diligent Premium Questionnaires enables you to easily collect and analyze survey and questionnaire data – from D&O filings to board evaluations – all within the security and familiar ease of the Diligent Boards portal. Compared to manual and online-survey-based questionnaire alternatives, Premium Questionnaires substantially enhances security. With a controlled environment that is not open to the broader internet, there is greater protection against cyberattacks. Data collected from questionnaires is also protected in a secure database that is owned by the organization, not by any one employee. This prevents embarrassing or costly data leakage.

Premium Questionnaires is designed to make the process far simpler for corporate security, directors, senior executives and other staff. A high degree of automation, coupled with simplified questionnaire design, reduces the time needed to launch a survey and the time needed to tabulate and produce the results. And because it automates many existing manual tasks, Premium Questionnaires makes it possible to complete survey processes much more quickly.
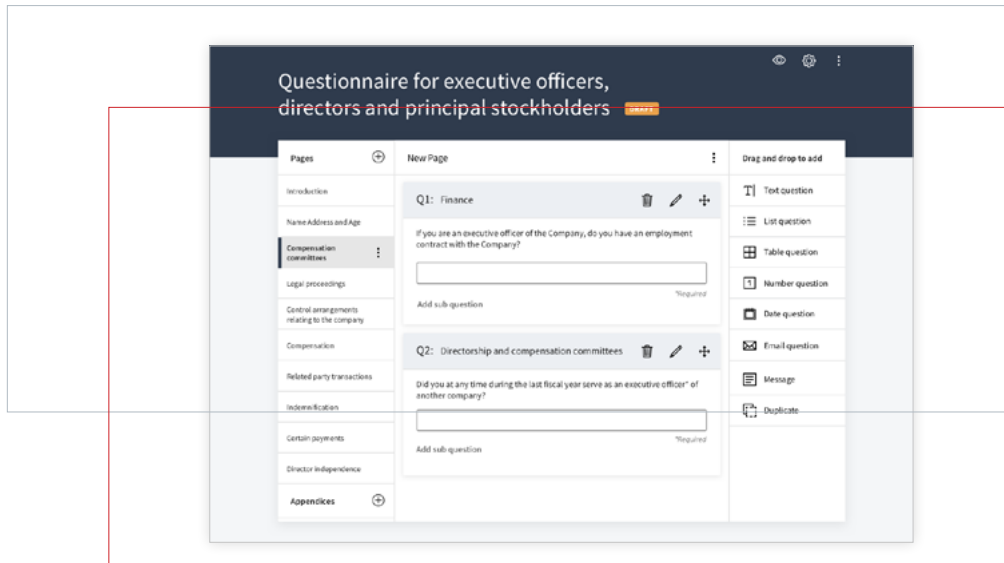
"The benefits are great. It's easy to navigate, and easy to throw in additional disclosure requirements. Whether it's our annual ethical training [or] signing the code of ethics [...] we can make addendums to the D&O questionnaires. It's easy to use, easy to update and easy to roll forward from year to year."

Rosemary Payton
Senior Corporate Paralegal, BlackLine

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The Key Benefits of Diligent Premium Questionnaires

- **Increased efficiency:** Premium Questionnaires puts an end to the manual, piecemeal approach to questionnaires and surveys. From having all historical data in one place for easy comparison to offering flexible answer formats, boards can keep their focus on the more important tasks ahead.

- **Keeping up with governance demands:** Corporate governance requirements, especially in these virtual times, are increasing. Ensuring that all director and board activities meet compliance and governance directives is essential. Diligent's Premium Questionnaires solution means that is now easier than ever.

- **Industry-leading security:** The data recorded in questionnaires, surveys and evaluations is often highly confidential in nature. Leaks could prove disastrous. That's why Premium Questionnaires offers best-in-class data security.

- **Integration = simplification:** There are manifold benefits to having all essential board activities reside within a single platform. Not only does the familiarity with the portal lead to fewer errors, but having everything reside in a single place – from virtual meeting preparation and feedback to executive and board evaluations – also improves productivity.

- **A smooth user experience:** Gone are the days of lost data caused by failed connections. Premium Questionnaires saves all answers as soon as they're entered. Delays and omissions will become a thing of the past.

- **Meeting high demands:** From designing questionnaires to exporting data for analysis, Premium Questionnaires makes the whole process as simple as possible. Diligent incorporates proven survey design tools to make what was once laborious, frustrating work much simpler. And if you still need a hand, we offer market-leading support for questionnaire development.

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Diligent Premium Questionnaires & Modern Governance

Governance practices are changing. New technologies and processes are being implemented more rapidly than ever before. Mature modern governance practices entail the secure digitization and automation of manual, previously time-consuming processes.

Premium Questionnaires is a comprehensive platform that meets the governance, security and usability requirements that are necessary in a next-generation solution while mitigating the need for costly consultants to run survey and questionnaire processes.

Every feature of Premium Questionnaires is informed by Diligent's experience working with the boards of corporations, nonprofits and financial/banking institutions worldwide, and Premium Questionnaires is designed to slot seamlessly into the larger governance ecosystem.

Many questionnaire, survey and evaluation processes have evolved beyond being little more than simple check-the-box exercises. They are now tools that can help to deliver insights that can improve performance, measure progress and drive decision-making. Good governance will help a company to thrive in today's highly volatile landscape. In a time of enhanced risk and increasing disruption, having the tools at your disposal to drive better governance practices will provide a distinct strategic advantage.

With myriad features and functionality ranging from multi-device access and visual graph reporting to digital signatures and instant appendices, Premium Questionnaires makes the D&O and evaluation process smoother and less time-consuming for all involved. Easy to use, easy to update and easy to roll forward from year to year, Diligent Premium Questionnaires will put your manual processes firmly in the past.

Ready to see Diligent in action? Request a demo.

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a
MODERN
GOVERNANCE
company

About Diligent

Diligent is the pioneer in modern governance. Our trusted, cloud-based applications streamline the day-to-day work of board management and committees, support secure collaboration, manage subsidiary and entity data, and deliver insights that empower company leaders to make better decisions in today's complex landscape. With the largest global network of corporate directors and executives, Diligent is relied on by more than 19,000 organizations and nearly 700,000 leaders in over 90 countries. With award-winning customer service across the globe, Diligent serves more than 50% of the Fortune 1000, 70% of the FTSE 100, and 65% of the ASX.

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