



# 2026 CEO Conference

## Session 6B: Inside the Boardroom

Julie Hasiba  
EFCG Managing Partner  
Talent & Compensation

**Thursday, October 1, 2026**

© The Environmental Financial Consulting Group, LLC – All Rights Reserved – Confidential.  
For 2026 EFCG CEO Conference use only. Not for further distribution, display or reproduction.



**Network: ConveneGuest  
No Password Required**

# Today's Presenter and Moderator: Julie Hasiba



## Julie Hasiba

### Experience

Managing Partner  
Talent & Compensation Practice Lead  
EFCG, 2019-Present

Talent & Organization Strategy Consultant,  
Client Lead  
Accenture, 2014-2019

### Education

MBA  
University of Chicago Booth School of Business

BA with Honors  
Northwestern University

## EFCG Talent & Compensation Strategy Expertise

### Annual EFCG Talent Surveys

CEO Survey (with Talent data)  
Executive Compensation Survey  
Non-Executive / Professionals  
Compensation Survey  
HR Survey

### HR & Compensation Consulting

Compensation Benchmarking  
Benefits Benchmarking  
Salary Disclosure Reporting  
Board Assessments  
Business Leadership Programs  
Organizational Design Benchmarking

# The Four Common Questions

These are the questions we hear most often from CEOs beginning to reassess their board.

**What is the overall purpose of a board?**

**1**

**What should the board composition be?**

**2**

**When and where should the board be engaged?**

**3**

**How do you maintain strong board partnership?**

**4**

# 1) Board Purpose: Roles & Responsibilities

The board should be a small group of individuals who provide oversight and high-level guidance to the executive team as part of its ultimate responsibility to the firm's shareholders.

## Board

*Guide & Govern*

- Act in shareholders' best interests
- Appoint, evaluate, and support the CEO
- Approve strategy recommended by the **Executive Team** and oversee risk

## Executive Team

*Execute & Manage*

- Run daily operations
- Drive revenue, growth, innovation, and culture
- Keep the **Board** informed

## Shareholders

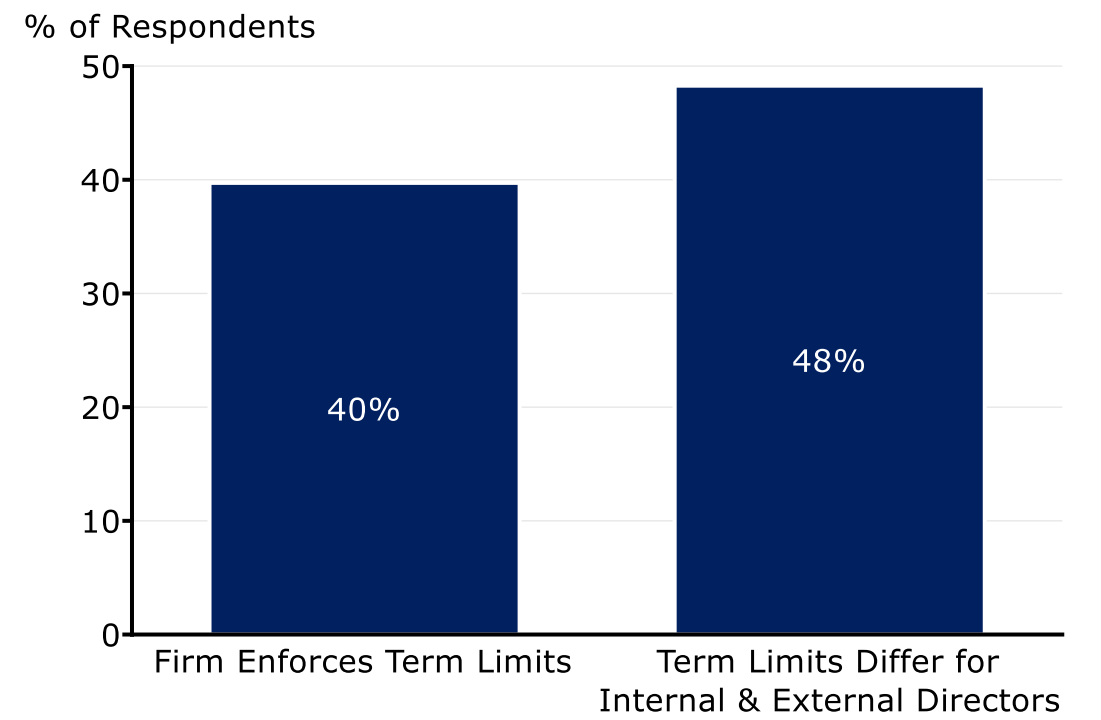
*Own & Approve*

- Elect the **Board** members
- Provide capital to the firm by buying shares
- Approve major decisions (sale, debt, structure)

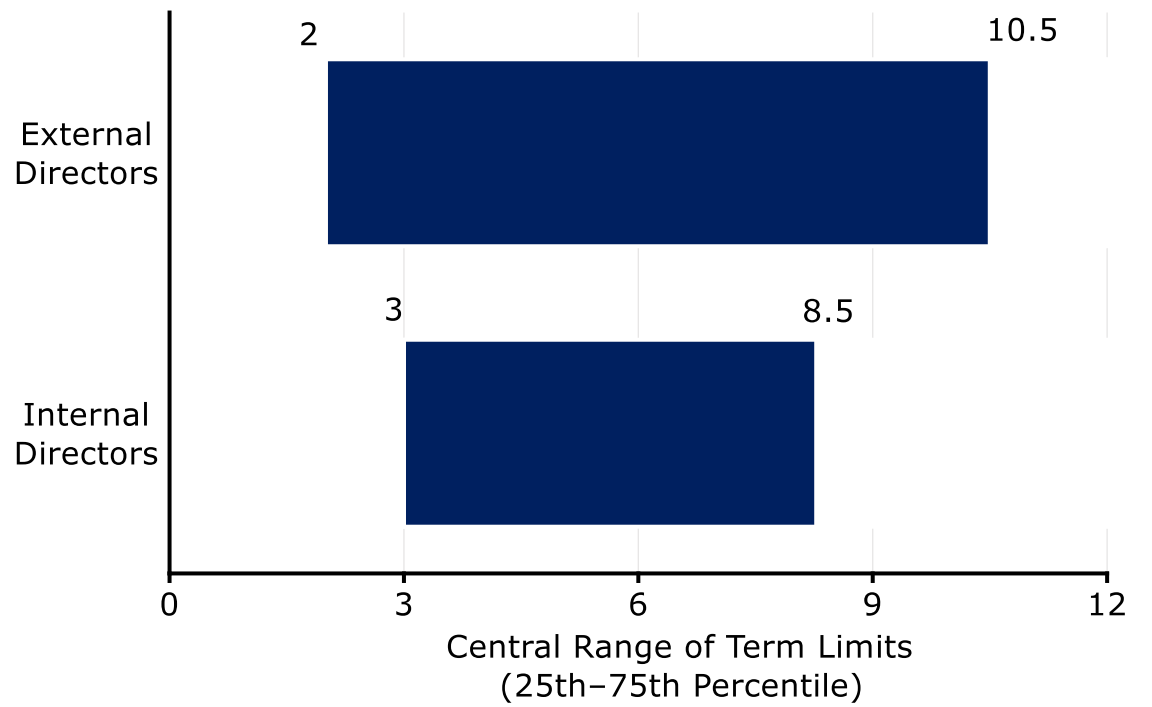
# 1) Board Purpose: Terms

Among firms with term limits, nearly half differentiate between internal and external directors, with three years as the typical standard. External members show greater variability in term length, and just over half of firms further structure continuity through staggered elections, most commonly on an annual cadence.

## Term Limit Enforcement



## Internal vs. External Members

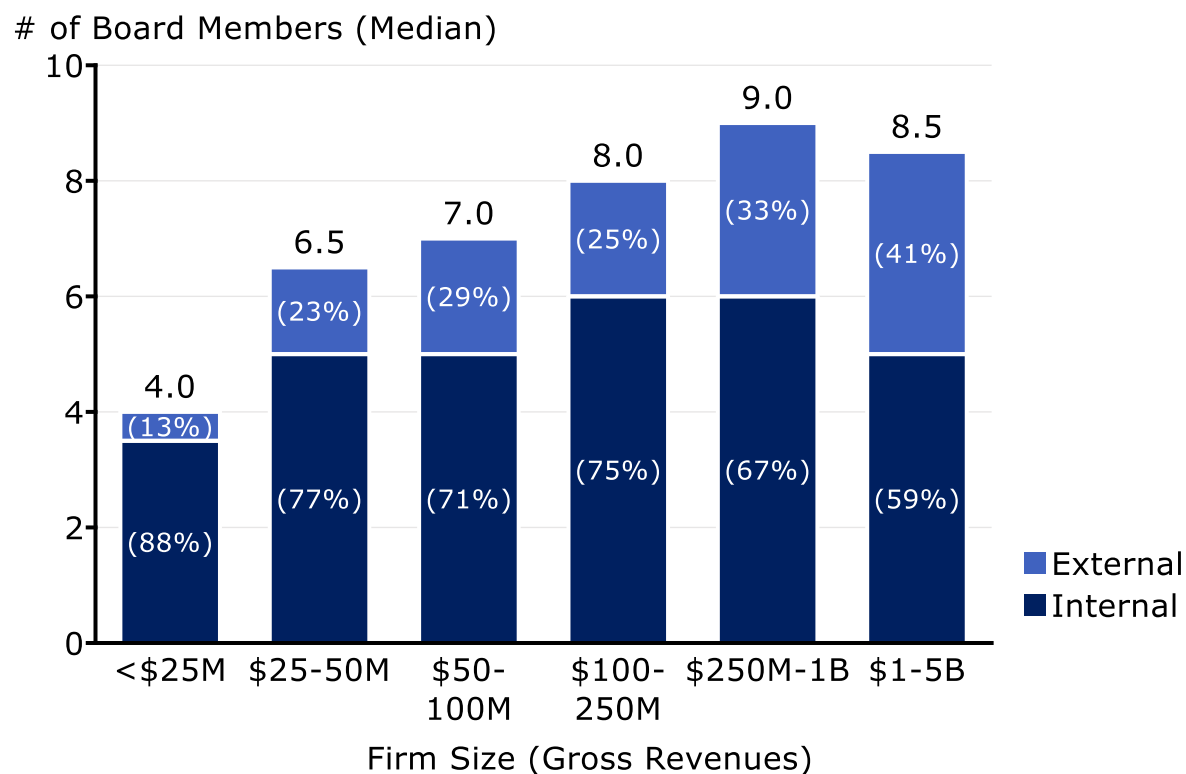


Source: 2026 EFCG Board Governance Supplemental Survey

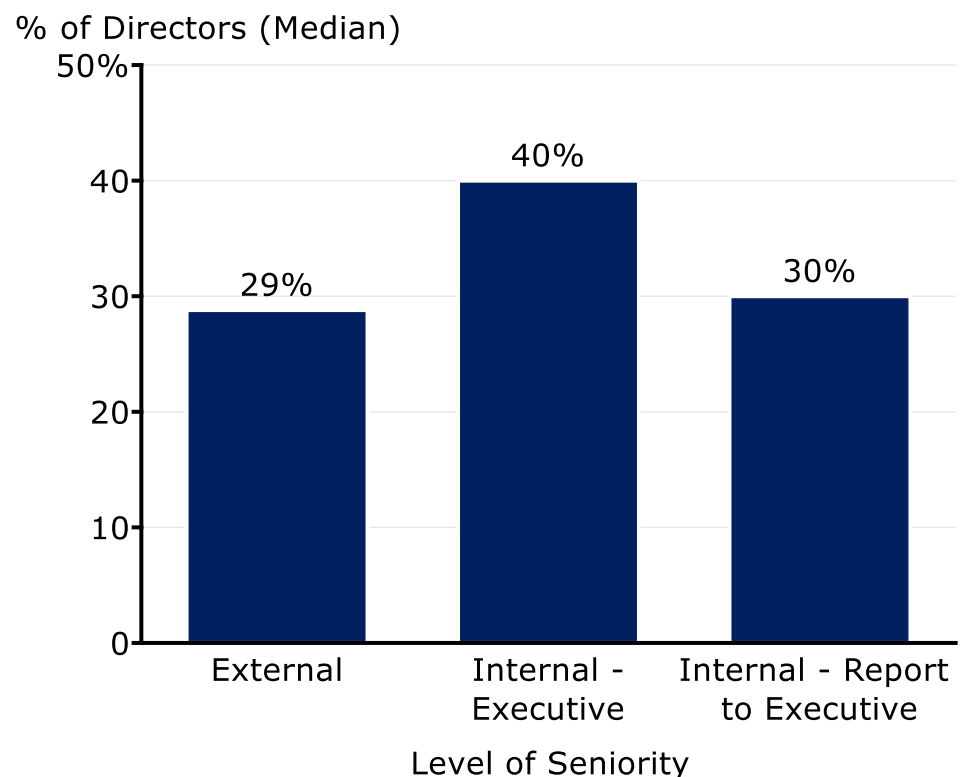
## 2) Board Composition: Internal vs. External Representation

Boards remain relatively small and internally weighted, with a median of 7 members and where internal directors typically bring ~10 years of tenure. As firms scale, boards expand and incorporate more external perspectives, signaling a shift toward greater independence and broader governance expertise.

### Board Composition Breakdown



### External vs. Internal Representation



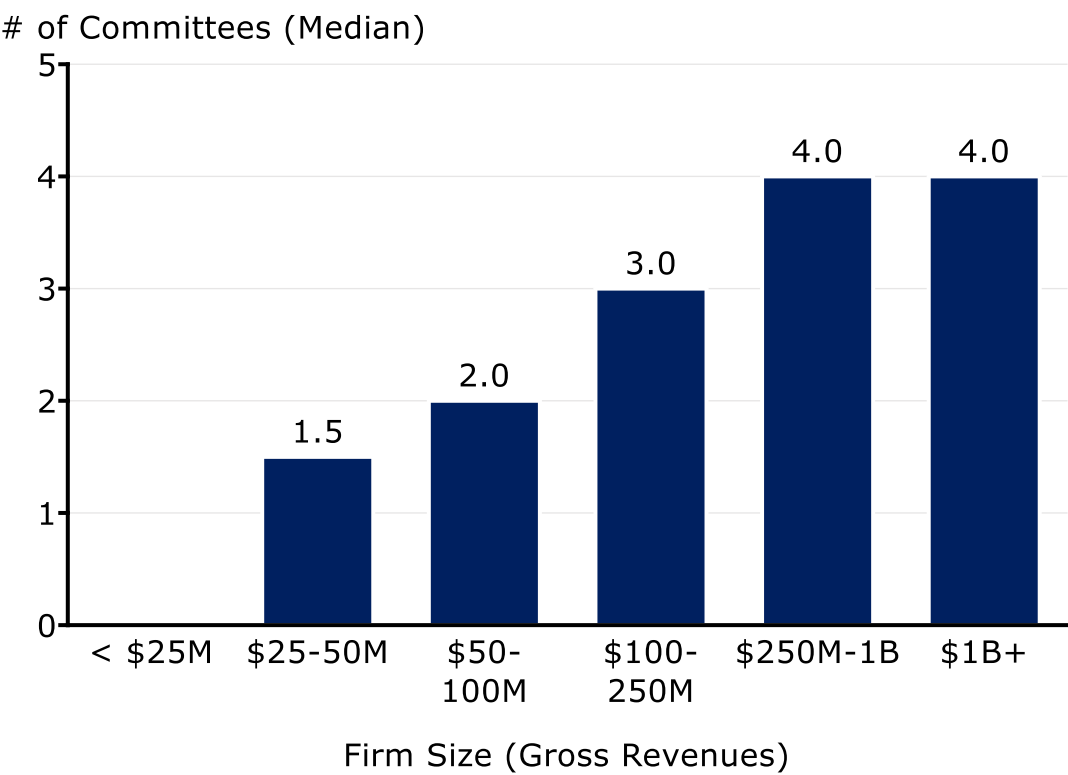
Source: 2026 EFCG Board Governance Supplemental Survey

## 2) Board Composition: Board Committee Infrastructure

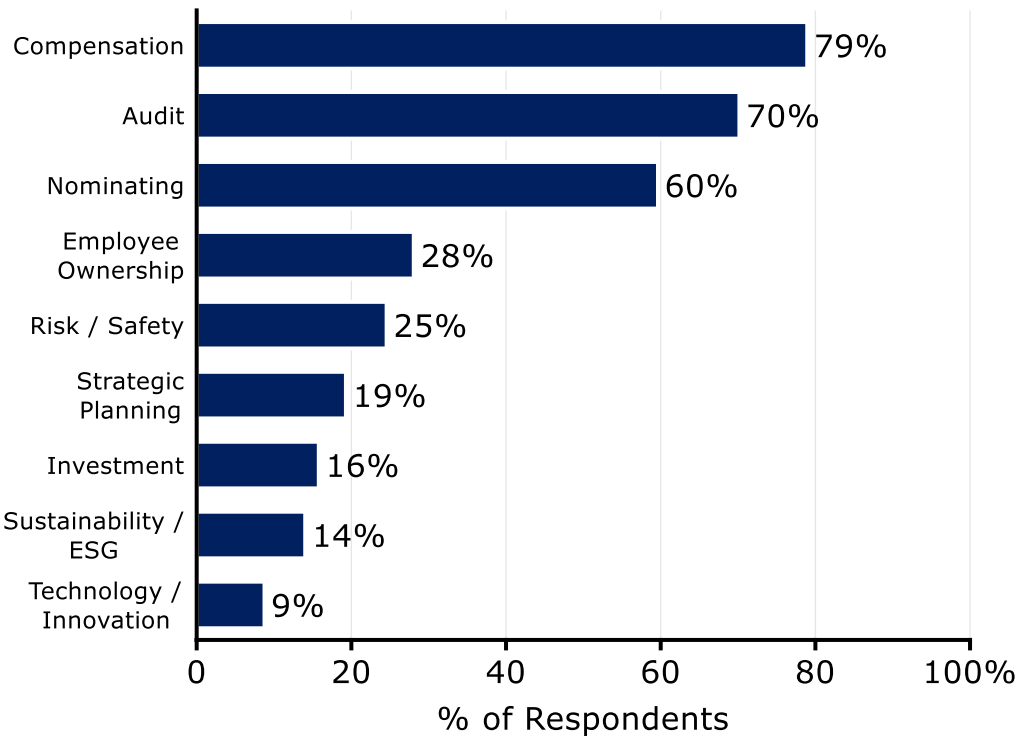


Firms typically maintain a lean committee structure reflecting a focus on core governance responsibilities. Committees dedicated to emerging priorities like technology, innovation, and ESG remain less prevalent, indicating these areas are still evolving within board oversight.

### Number of Committees

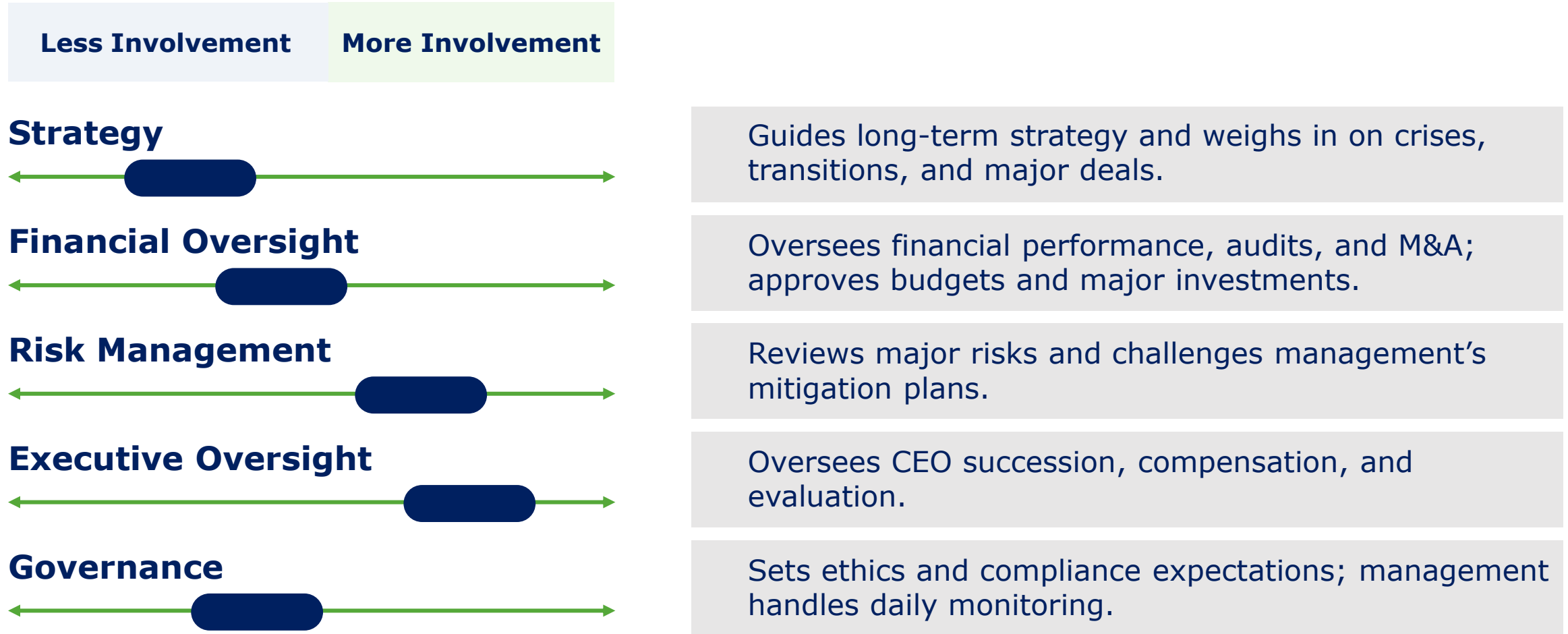


### Committee Types



Source: 2026 EFCG Board Governance Supplemental Survey

### 3) Board Engagement: EFCG Board Involvement Framework



**This EFCG framework offers a practical starting point for defining board involvement.**



# **CASE STUDY**

# **The Opportunity**

**Meaningful growth ahead.  
An energized Leadership Team.  
New Board expertise.**

---

**How can we better define our future-  
state ways of working between the Board  
and Executive Team, to elevate how our  
firm functions, and all it can achieve?**

# Case Study: Setting the Stage

## THE CONTEXT

**Employee-owned firm**

Actively **moving away from a founder-led era** toward a more structured leadership approach

Mostly **internal, long-tenured senior team members** on the Board, with only a small external presence

A natural **blurred governance lines**

Real **tension existed**, rooted in previous leadership making decisions more informally

**Newer, less-tenured members** added a healthy complexity as many principals wore "two hats" as both operators and directors

**Board's purpose, roles, & responsibilities were not formally documented**

This is what ultimately led the firm looking for the opportunity and decided to bring in EFCG for a formal board assessment.

**What is the overall purpose of a board?**

**1**

**What should the board composition be?**

**2**

**When and where should the board be engaged?**

**3**

**How do you maintain strong board partnership?**

**4**

# Case Study: What was Prioritized

## THE APPROACH



**Benchmarked** against industry and non-industry peers for composition.



**Set board candidate criteria** using a standard matrix.



Further established the core **Board roles and responsibilities versus Leadership Team**



**Separated CEO/president and chair roles**



**Established Board involvement thresholds** using the EFCG Board Involvement Framework.



**Let shareholders lead the message** to build trust in the process.

# Case Study: Where the Firm Landed

## THE RESULTS



**A partially formalized governance model:** updated bylaws and a revised shareholder agreement are in place, with a board manual and committee structure still being built out.



**A shareholder vote that passed with strong support:** and few questions, a sharp contrast to a less successful attempt at governance reform years earlier.



**Renewed confidence in how the firm is governed:** reinforced by how smoothly and transparently the whole process ran.

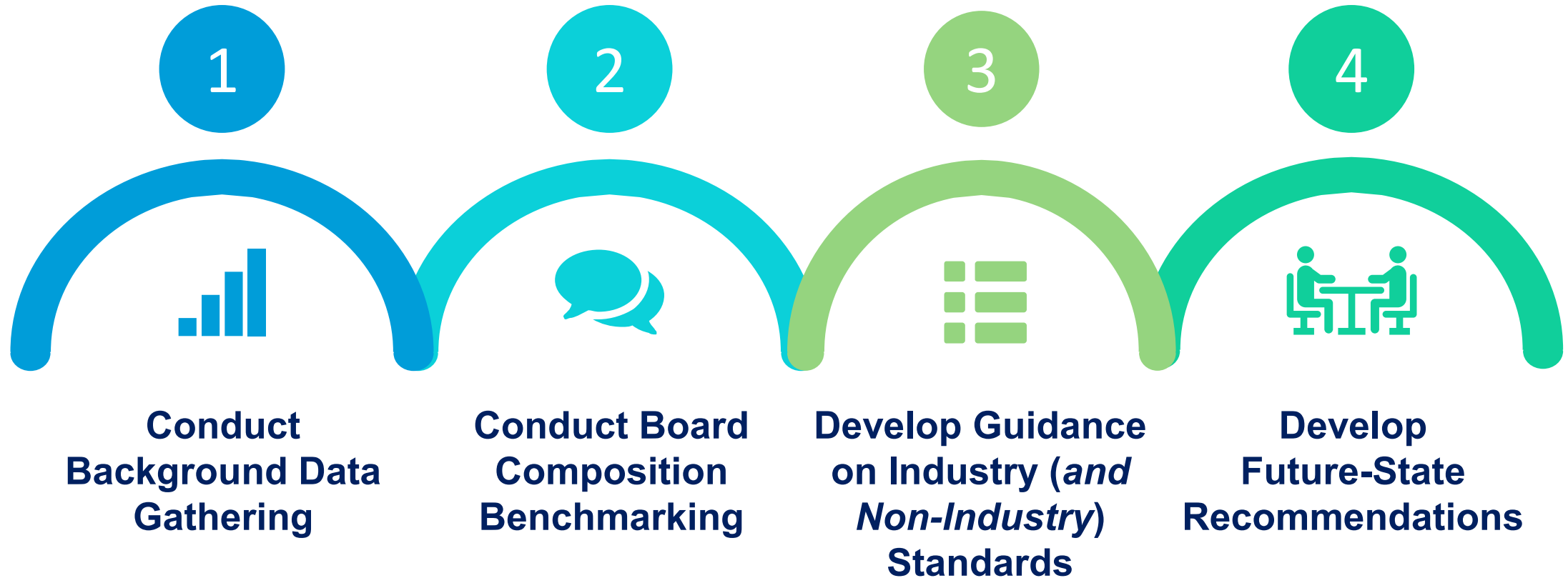


**An honest view of what is settled and what is still in progress:** rather than treating the assessment as a one-time fix.

**There is no single structure to copy. Take the time to assess where you are and land on something the firm can stand behind.**

# Board Assessment Project Approach

Define an effective Board–Leadership Team partnership by combining benchmarking, leading practices, and tailored recommendations.





## Ask Us Questions

**Julie Hasiba**

 [jhasiba@efcg.com](mailto:jhasiba@efcg.com)

 [calendly.com/jhasiba](https://calendly.com/jhasiba)

## Share Your Feedback

Please share your thoughts  
on this session in the Day  
1 Evaluation.

# Appendix



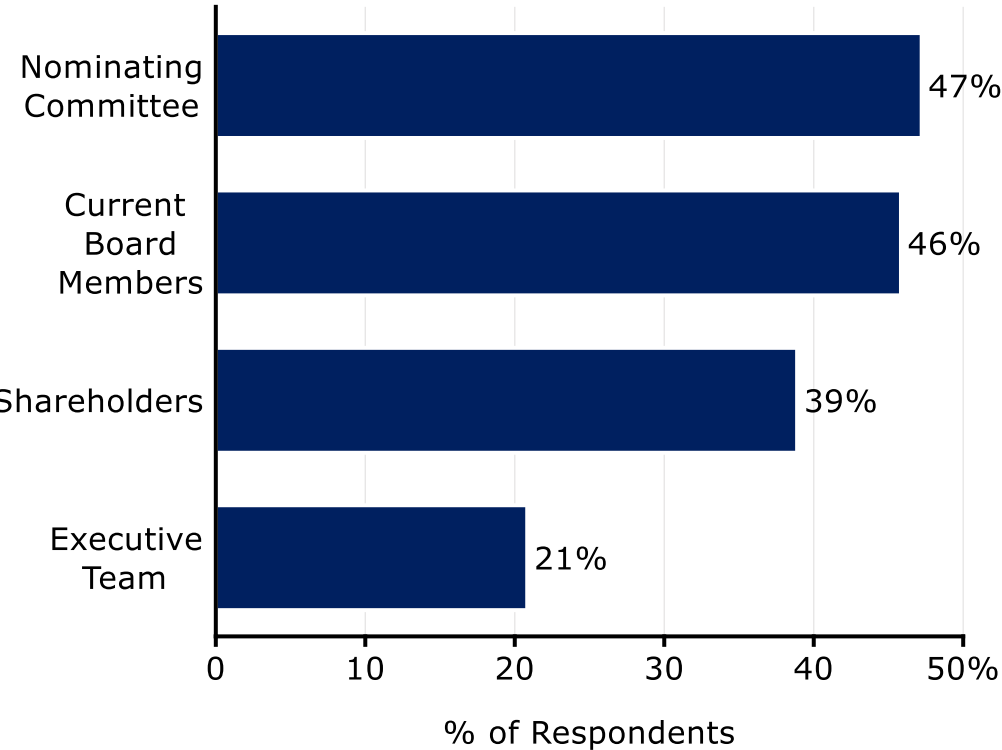
EFCG

# Balancing Nomination and Election Authority

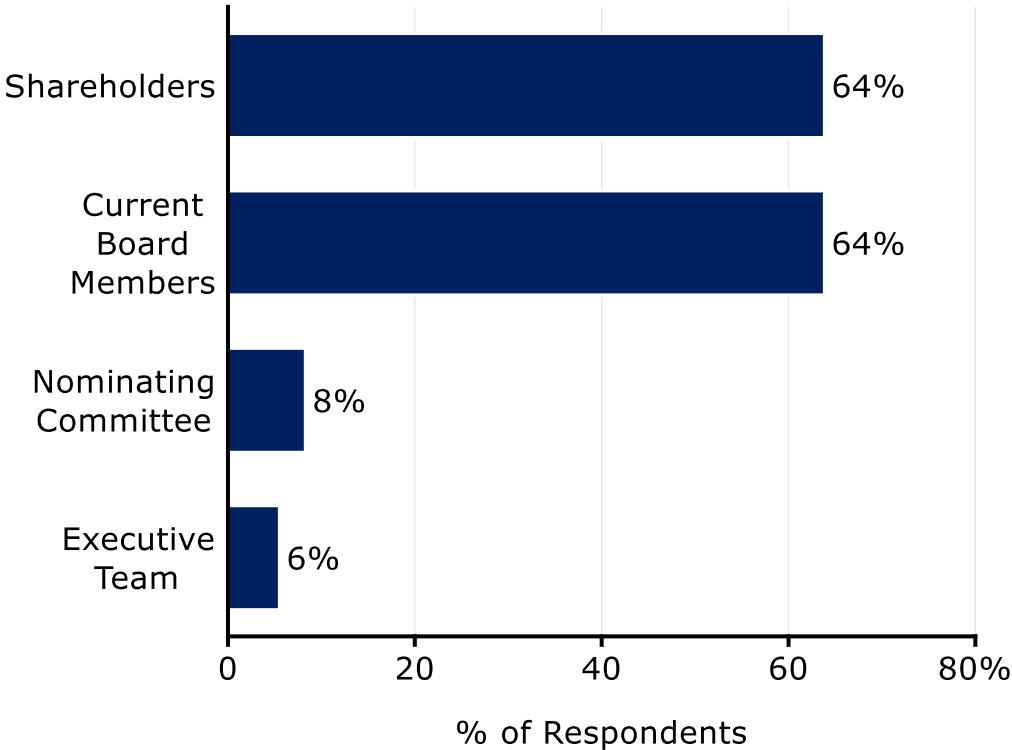


Nominating committees and current directors primarily shape the candidate nominations, while shareholders play a larger role in final selection. This separation reflects a governance model that balances informed internal vetting with broader ownership input.

## Nomination Inputs



## Election Inputs



Source: 2026 EFCG Board Governance Supplemental Survey

# Typical Chairperson Profile

Historically, the Chair of the Board has been a career-long AEC professional with a long tenure at their current firm. Now, many firms are considering outside leaders to increase diversity and decrease groupthink.

## Role of the Chair



## Chair Background and Experience



# Typical Board Relationship to the Executive Team and Shareholder Group



The board should be a small group of individuals, both internal and external to the firm, who provide oversight and high-level guidance to the executive team. However, its ultimate responsibility is to the shareholders.

## Chair (Lead, Represent)

- Lead the **Board** and ensure that it operates effectively
- Facilitate and convene **Board** meetings including setting the agenda, maintaining productive discussions, and ensuring clarity around decisions and expectations
- Act as the “face” of the **Board** and serve as the **Board’s** representative to stakeholders, clients, regulatory departments, and the public
- Perform the central leadership role in times of crisis

## Board (Guide, Govern)

- Fiduciary responsibility to act in the best interests of **Shareholders**
- Appoint and evaluate the CEO
- Advise on & approve strategic decisions recommended by the **Executive Team**
- Provide financial and strategic governance (including risk mgmt.)
- Offer high-level guidance (not day-to-day management or operations)

## Executive Team (Execute, Manage, Decide)

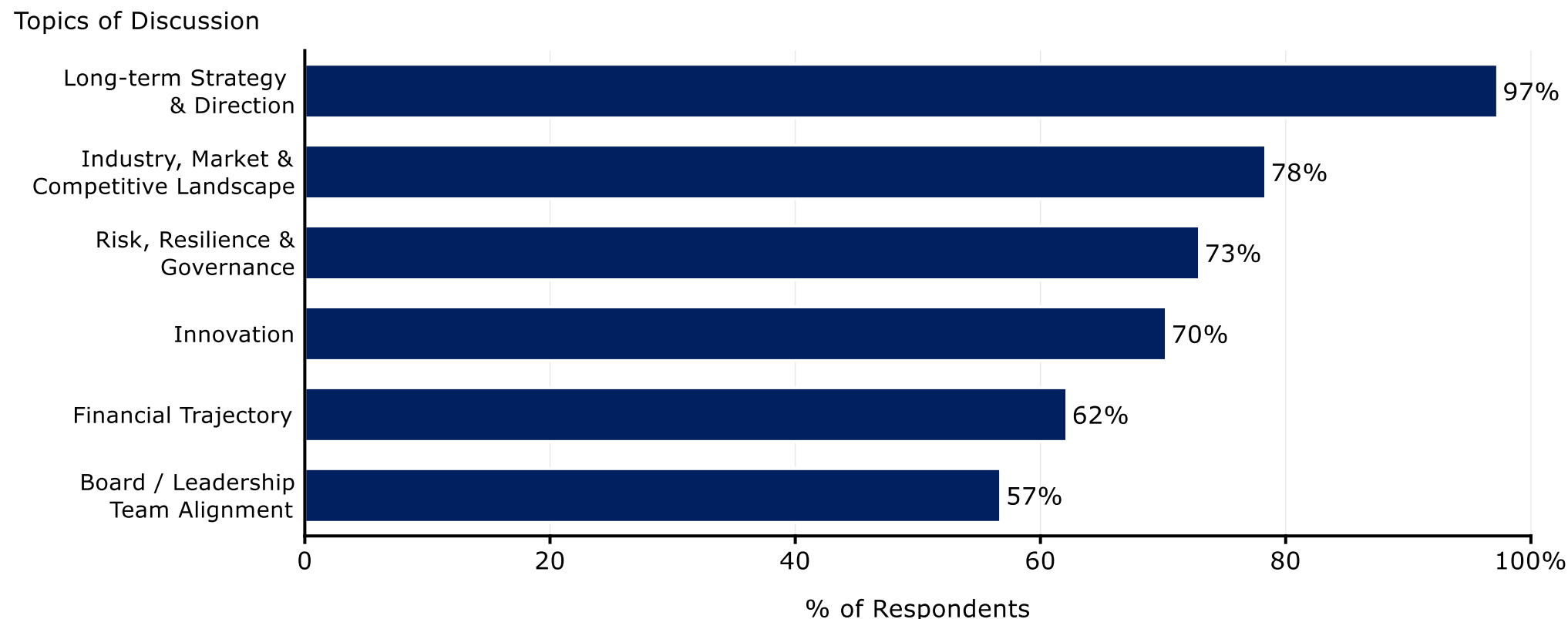
- Create and execute the firm’s strategy with guidance from the **Chair** and **Board**
- Manage daily operations and teams
- Drive revenue, growth, innovation, and culture
- Make most decisions related to the firm (esp. day-to-day decisions)
- Inform the **Chair** and **Board** of all happenings so that they can ensure decisions are made in alignment with the firm’s mission and that firm resources are properly allocated across priorities

## Shareholders (Approve)

- Often elect the **Board**
- Provide capital to the business by buying shares
- Approve major decisions (e.g. the sale of the company, issuing new shares, converting business structure, taking on debt, changes to governing documents)

# Strategic Focus Areas

Annual offsites are primarily used to step back and focus on forward-looking priorities including firm strategy, market positioning, and emerging risks. Operational topics like financial performance and internal alignment are discussed less frequently, reinforcing the offsite's role as a forum for long-term direction rather than near-term management oversight.



Source: 2026 EFCG Board Governance Supplemental Survey



Email [efcg@efcg.com](mailto:efcg@efcg.com)



Visit [www.EFCG.com](http://www.EFCG.com)



Connect with Us



**EFCG**