Heidrick & Struggles

CEO & Board Practice

Board Monitor
UK 2022

In 2021, boards of companies in the FTSE 350 saw a record number of appointments, the largest share of seats ever going to women, and great improvements in ethnic diversity.

About Board Monitor

This report is part of Heidrick & Struggles' long-standing study of trends in board composition in countries around the world. Produced by our CEO & Board Practice, these reports track and analyze trends in non-executive director appointments to the boards of the largest companies in Australia (ASX 200), Belgium (BEL 20), Brazil (BOVESPA), Canada (TSX 60), Denmark (OMX Copenhagen 20), Finland (OMX Helsinki 25), France (CAC 40), Germany (DAX and MDAX), Hong Kong (Hang Seng), Ireland (ISEQ), Italy (FTSE MIB), Kenya (Nairobi Securities Exchange Top 60), Mexico (BMV IPC), the Netherlands (AEX), New Zealand (NZX 10), Norway (OBX), Portugal (PSI 20), Saudi Arabia (Tadawul), Singapore (STI 30), South Africa (JSE Top 40), Spain (IBEX 35), Sweden (OMX 30), Switzerland (SMI Expanded), the United Arab Emirates (ADX and DFM), the United Kingdom (FTSE 350), and the United States (Fortune 500). Information about executives is gathered from publicly available sources, BoardEx, and a Heidrick & Struggles proprietary database.

Thanks to the following Heidrick & Struggles colleagues for their contributions to this report:

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Welcome to Board Monitor UK 2022

Introduction

Despite the uncertainty that has stemmed from the impact of the COVID-19 pandemic, racial and social justice movements, Russia's invasion of Ukraine, and general economic volatility, there are two certainties for corporate leaders today: one, that there is a greater focus than ever before on purpose, and, two, that the sum of all these events has changed the very nature of corporations' license to operate. There are greater expectations that companies will and should do more to positively impact social and political issues. The war in Ukraine is a clear example: companies have been pressured by a range of stakeholders to forgo profit for the greater good. We also expect corporations to be a large part of the solution to the climate change emergency, to come to the table with clear, science-based targets and prove that they are delivering on them.

These changing expectations have brought new risks and have had an impact on FTSE 350 boards' composition. Last year was a year of many changes: 2021 saw a record number of appointments, the largest share of seats ever going to women, and great improvements in ethnic diversity.

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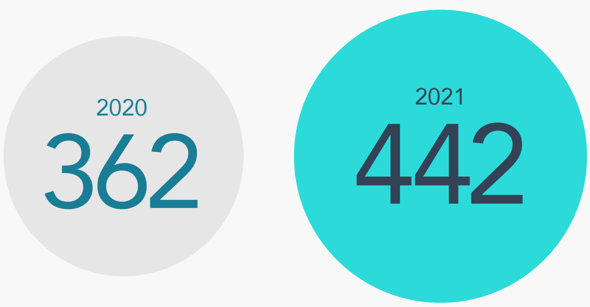
The progress is encouraging, and yet there is much more to achieve. On gender balance, for example, the Financial Conduct Authority (FCA) recently concluded that mandating a specific share of women on boards is no longer enough and instead set a more progressive goal for FTSE 350 companies to appoint at least one woman in one of these four roles: chair, senior independent director, CEO, or CFO. Our analysis shows a wide gap for FTSE 350 companies: as of May 2022, only 54% of companies had met this new requirement. The FCA is also asking that boards appoint at least one person of non-white ethnicity. Companies are expected to publish their progress in the next annual reporting cycle.

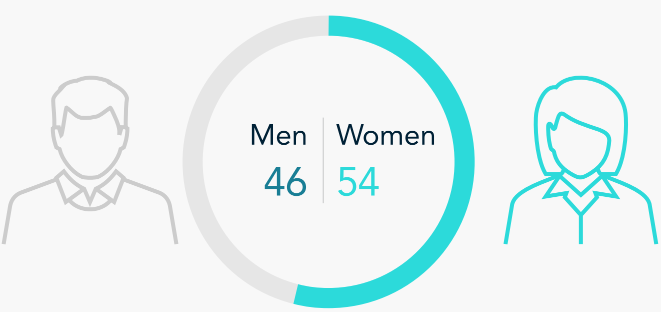
And while progress in broadening the spectrum of experience around boardroom tables in FTSE 350 companies is important, each company must also ensure it has a board that is not only prepared for today's challenges and expectations but able to anticipate what additional diversity of expertise and background they will need to maintain future-proof organizations.

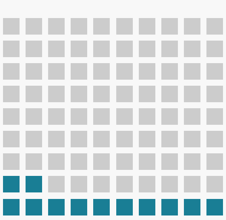
Key findings

There was a record number of appointments in 2021: 442, compared to 362 in 2020.



More than half of seats (54%) were filled by women, the highest share since we began tracking in the United Kingdom.

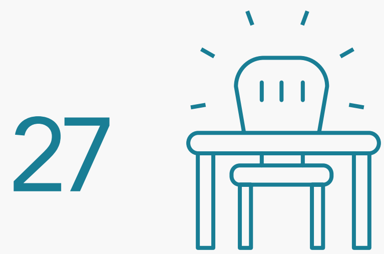




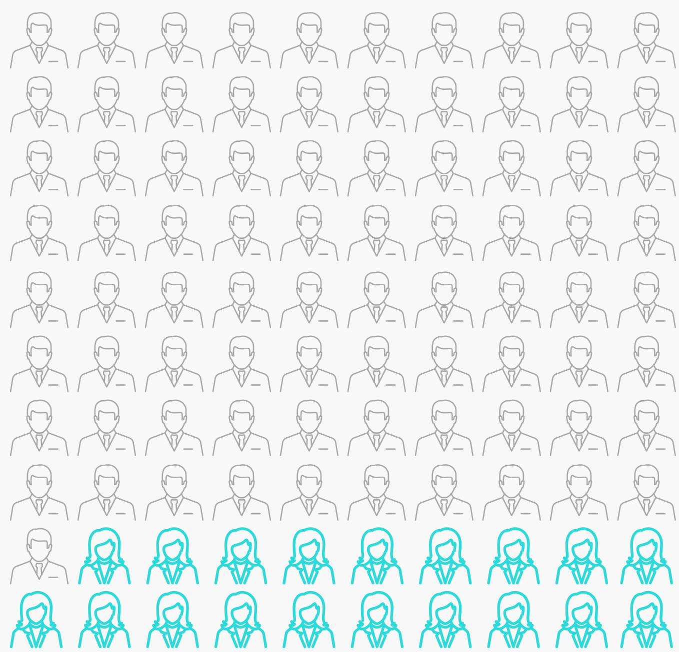
22%

of seats went to those of Asian descent or Black or African descent.

New chair appointments



19% **of those seats were taken by women.**



Snapshot of 2021 findings

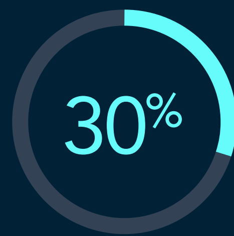
New seats filled

442

Average age

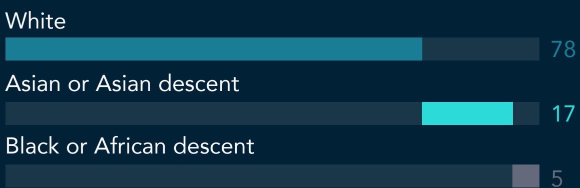
56.7

Current or former CEO experience

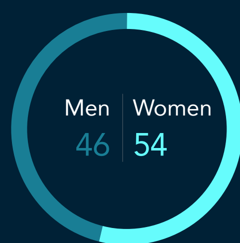


Current or former CFO experience

Ethnicity (%)



Gender balance (%)



Active vs. retired executives (%)

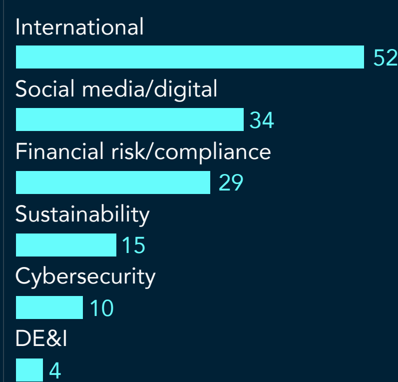
Experience (%)

First-time public board experience: 36

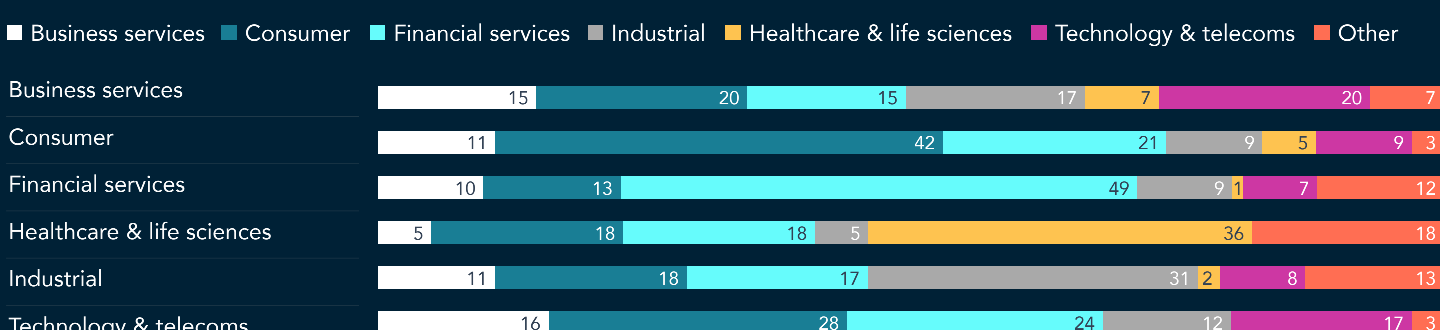
Previous public board experience: 64

C-level previous experience (%)

Other previous experience (%)



Distribution of previous industry experience, by industry (%)



Note: Numbers may not sum to 100%, because of rounding.

The terms of engagement between companies and the community at large have changed

Nice-to-haves are becoming mission critical for corporate governance and leadership

As society's expectation that companies should act in socially responsible ways continues to spread, a new conception of the corporation and what it must do to operate in society is developing in real time. Sustainability; diversity, equity, and inclusion (DE&I); organizational purpose—such considerations used to be peripheral and in time became nice-to-haves for companies to create a competitive advantage. Today, they are table stakes.

Sustainability in terms of climate in particular is becoming increasingly regulated across the globe and central to corporate strategy. The United Kingdom's Environment Act, which the government considers to be world-leading legislation, was passed into law at the end of 2021 and aims to improve air and water quality, tackle waste, increase recycling, halt the decline of species, and improve the natural environment.[1] Companies across sectors are expected to identify specific, climate-related targets and obligations and to operate within the new environmental framework provided by their local governments, as well as report on progress across the key areas outlined in the law.

Corporate DE&I is on a similar journey. The new requirements from the Financial Conduct Authority (FCA) set targets for the gender balance and ethnic representation for FTSE 350 board composition: 40% of board seats should be taken by women (including people who identify as women), and at least one of the four roles considered to carry more influence (chair, CEO, CFO, or senior independent director) should be held by a woman. The FCA also states that each board should have at least one director of non-white ethnic background, in an acknowledgment of the need to boost racial and ethnic representation. In addition, in the United Kingdom, a long-standing debate on addressing disparities caused by socioeconomic status, class, and eroding social mobility is making its way into boardrooms. Boards are also gaining a nascent understanding of the importance of an intersectional approach to DE&I, meaning that a comprehensive understanding of oppression or discrimination should factor in how various social identities such as race, gender, sexuality, and class overlap and contribute to an individual's experience[2]—an understanding that is vital to inclusion.

1 "World-leading Environment Act becomes law," GOV.UK, press release, November 10, 2021, gov.uk.

2 Kimberlé Crenshaw, "Demarginalizing the intersection of race and sex: A black feminist critique of antidiscrimination doctrine, feminist theory, and antiracist politics," *University of Chicago Legal Forum*, Volume 1989, Issue 1, Article 8.

Across all of these goals, leaders must find ways to attract and retain diverse employees at all levels and build inclusive cultures to ensure those people can have impact. If leaders don't do this, they will, at the very least, violate regulations, and will likely falter in innovation and reputation. Meeting DE&I goals starts with the board.

Thus the quest for equity and equality is putting pressure on hiring, career development, executive compensation, employee rights, and community relations. Inclusion and employee wellness and mental health are becoming important considerations for how companies act and fundamental to their ability to retain their employees and attract new talent. Boards' accountability in this area has been strengthened by the UK Corporate Governance Code requirement to either have an employee representative on the board or have assigned a non-executive director with a responsibility to engage with the workforce.

And there are broader expectations too: the *2022 Edelman Trust Barometer*, for example, puts business as the most trusted institution around the world, at 61%—ahead of non-governmental organizations (NGOs), at 59%; government, at 52%; and media, at only 50%.[3] Respondents had a clear expectation that businesses will step up their efforts on issues such as climate change, economic inequality, workforce reskilling, access to healthcare, trustworthy information, and systemic injustices.

Leaders must find ways to attract and retain diverse employees at all levels and build inclusive cultures to ensure those people can have impact. Meeting DE&I goals starts with the board.

3 *Edelman Trust Barometer 2022*, Edelman, January 2022, edelman.com.

New expectations come with new risks and higher stakes

All this means increased accountability for leaders—and increased risk if their actions don't meet expectations. Some countries have put regulations in place that stipulate the liability of senior leaders (including boards). We also see more CEOs and other leaders being let go for non-performance-related reasons, including the ethics of their behavior in particular.[4] And then there are risks related to the company as a whole—in its approach to talent, adoption of new technologies, direct and indirect sustainability impact, and relationship to communities, among others.

For example, the more recent emergence of new ways of working has become a tension between leaders and workforces. There are increasingly large and obvious discrepancies between what leadership teams want and what many employees are looking for, such as remote working, increased flexibility, and more equitable parental leave. The current outcome of this tension is the "great resignation," with many people choosing to look for jobs that give them more of what they want. This underlines a change in the relationship between leaders and employees; as employees gain a stronger voice, they are putting pressure on leaders to "walk the talk" on issues that matter to them and their companies.[5]

DE&I is a shape-shifting risk, as the definition of diversity, in particular, continues to evolve. For companies as global as those in the FTSE 350, geography adds complexity: while the current focus in North America, Europe, and Australia is on racial and ethnic diversity as much as it is on gender, for example, companies in most other regions are still almost exclusively trying to address their gender balance. We have also seen attention vary from region to region on diversity in terms of sexual orientation, gender identity, socioeconomic background, and neurodiversity.

Companies are also running regulatory and reputational risks when they don't act sustainably, and yet we know that most boards around the world don't think they know enough about climate change, for example.[6] And digital tools have become ever more important to how people work and how companies interact with customers, but many boards are still building their reservoir of basic digital knowledge, let alone expertise in data analytics, robotics, AI, or the metaverse. All these technologies raise the stakes for cyberattacks, which are becoming increasingly sophisticated and difficult to deal with—again, risking corporate operations and reputations.

4 Francine McKenna, Jason D. Schloetzer, and Matteo Tonello, *CEO Succession Practices in the Russell 3000 and S&P 500: 2021 Edition*, The Conference Board, June 21, 2021, conference-board.org.

5 In our work over four decades, we have understood the power of what we call "the shadow of the leader," when, over time, organizational culture comes to reflect how leaders behave. For more, see Alice Breeden and Rose Gailey, "Activating organizational purpose," Heidrick & Struggles, heidrick.com.

6 *Changing the Climate in the Boardroom*, Heidrick & Struggles and the INSEAD Corporate Governance Centre, heidrick.com.

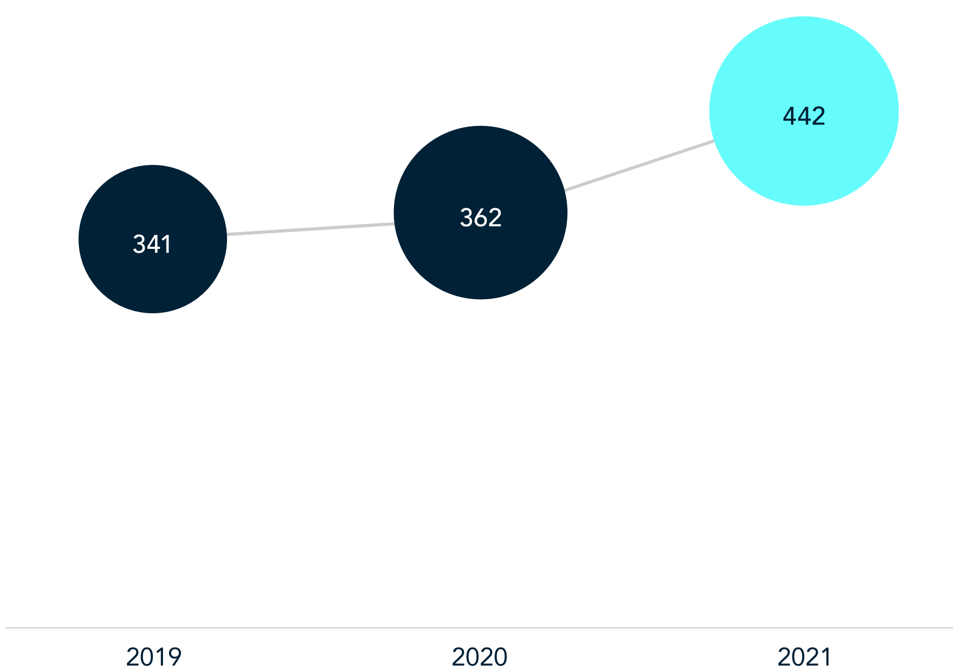
How are boards stepping up to meet the moment and prepare for the future?

They are infusing new perspectives

There was a significant uptick in the number of new appointments in 2021: 442 is a new record and a 22% increase from 2020. There are a few factors that likely contributed to this high level of board refreshment, including a strong drive for diverse representation, novel skill sets required in boardrooms, and the nine-year rule, the latter of which is probably the main reason for the relatively large number of new chairs (27) appointed to FTSE 350 boards in 2021. As a point of comparison, there were only two new chairs appointed to Fortune 500 companies in the same period.

A significant increase in the number of directors in 2021

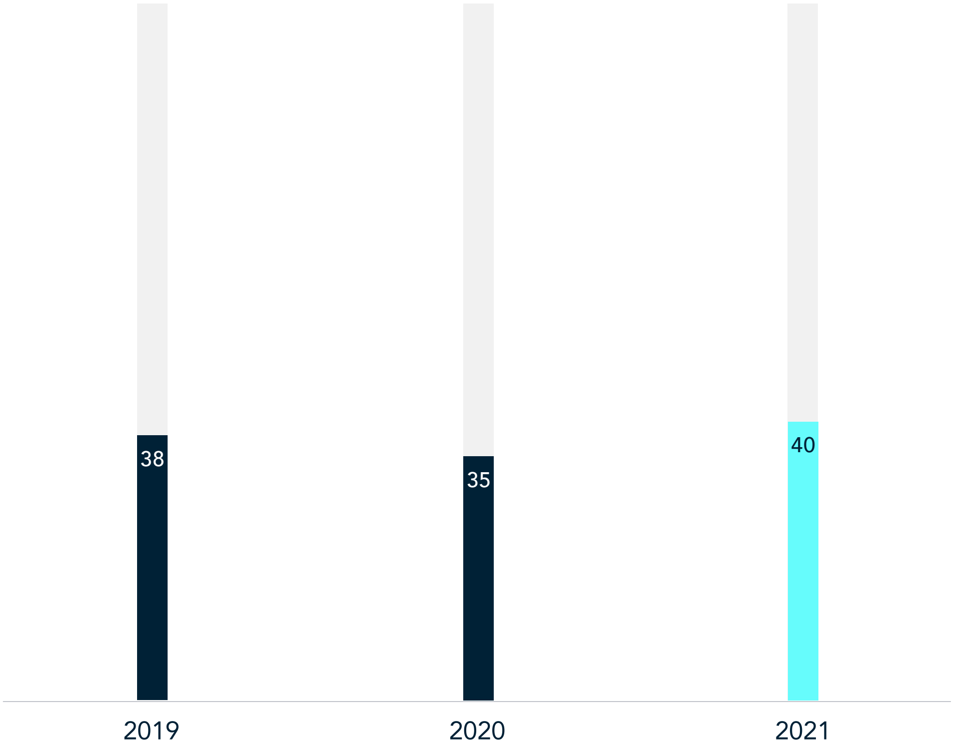
Number of board seats filled, 2019–2021



Compared with previous years, there was also an increase in the number of seats going to people who are current executives, rather than retired, as companies seem to be seeking senior executives with experience to deal with the challenges of the past few years.

An increased share of directors who are active rather than retired

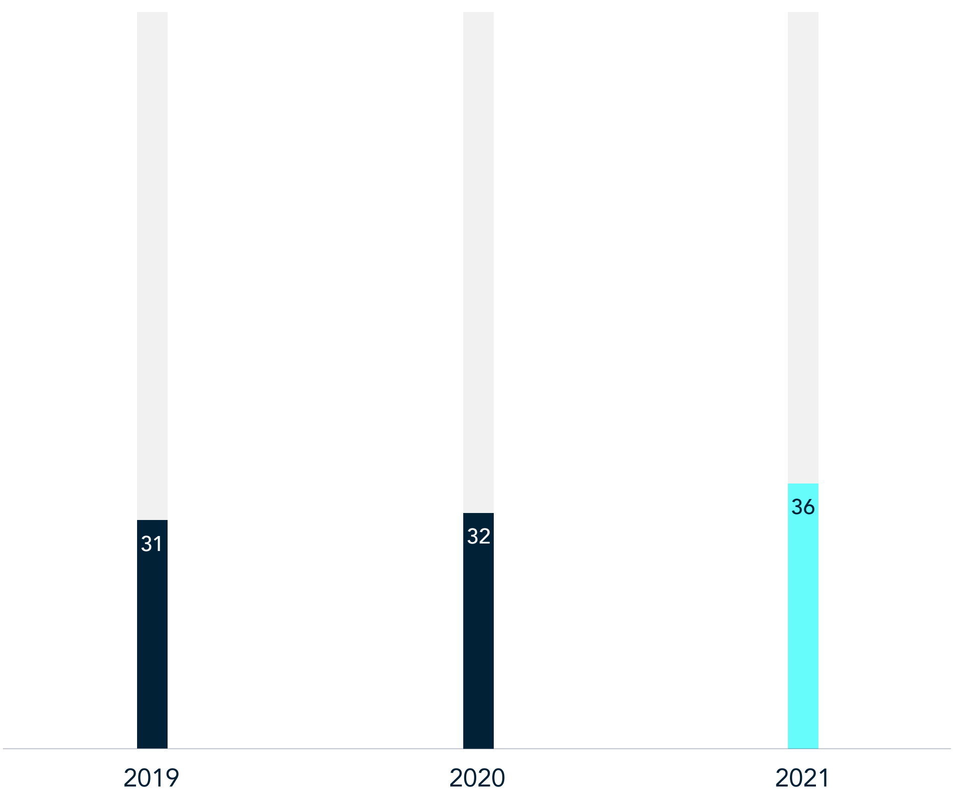
Active executives, 2019–2021 (%)



In 2021, FTSE 350 companies also gave a larger share of seats to first-time directors than they did in the previous two years.

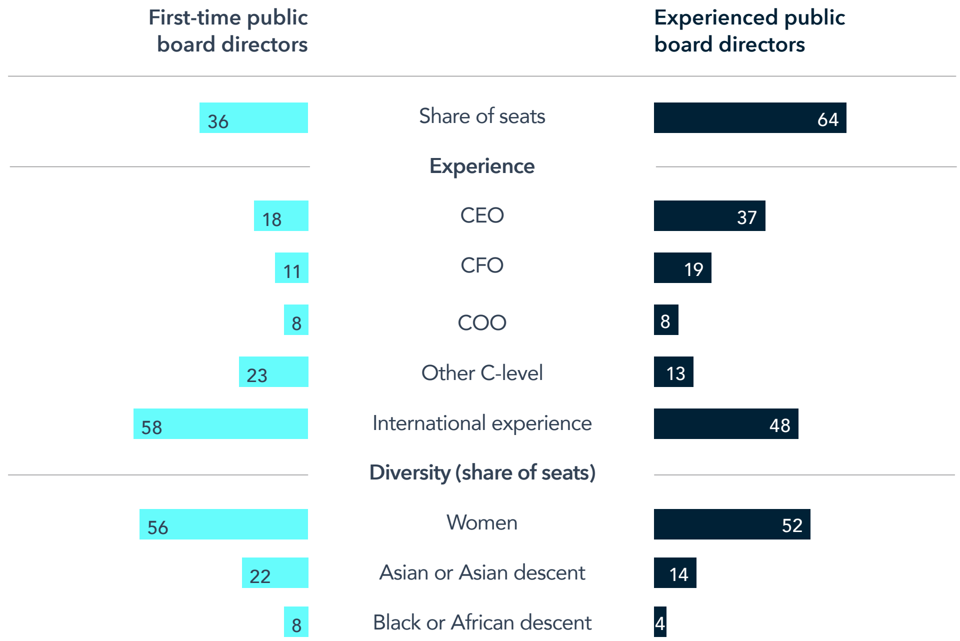
A higher share of first-time directors

Share of first-time public board directors, 2019–2021 (%)



These first-time directors are more likely to have C-suite experience in roles other than CEO and CFO when compared to their more experienced colleagues, as well as more international experience. They also bring more diversity, as larger shares of these seats were filled by women and people who are Asian or of Asian descent or Black or of African descent.

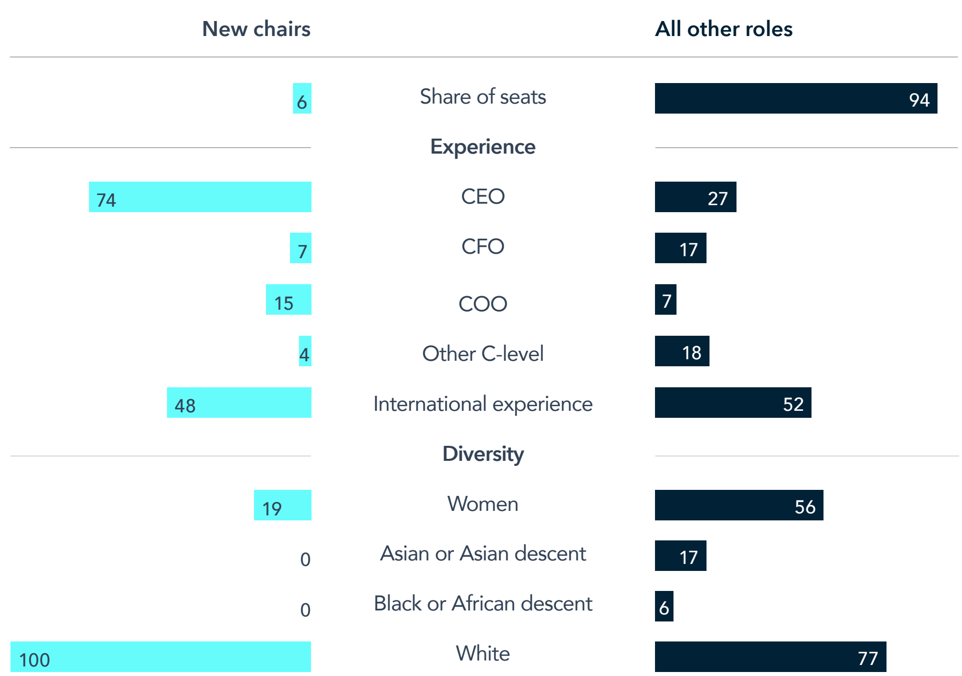
How first-time directors' backgrounds compare with the backgrounds of their more experienced peers (%)



A new cohort of chairs

There was a relatively high share of executives (6%) appointed directly into the chair role, without previous experience on the boards of those companies. Nineteen percent of the new chairs appointed in 2021 were women, which is almost double the overall FTSE 350 share of women chairs, 12%. Looking at all 64 chairs appointed in 2021, including those who had already been sitting on the board they now chair, we note that 58% were external appointments—meaning that they were appointed to the chair within a year of being appointed to the board for the first time—while, of the 10 chair seats that went to women, 70% were external. However, this is where the impact on diversity ends; none of the chairs appointed in 2021 were of non-white ethnicity. In addition, FTSE 350 companies seem to still consider CEO experience very much central to the ability to become chair: 74% of new chairs have a CEO background, compared to the 27% of new directors appointed in other roles.

How chairs' backgrounds compare with the backgrounds of other board members (%)

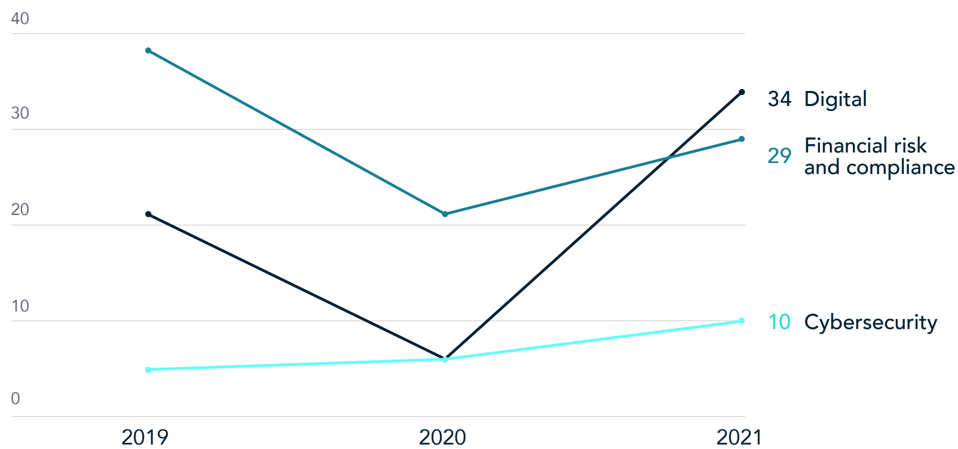


Professional experience

It's encouraging to see a larger share of seats going to new directors with digital, financial risk and compliance, or cybersecurity experience. Many of the directors with these types of experience also have CEO or CFO experience. This shows that while boards are still seeking the traditional CEO background, they are looking for directors with additional expertise as well—a more holistic profile.

How areas of expertise evolved in new director appointments, 2019–2021

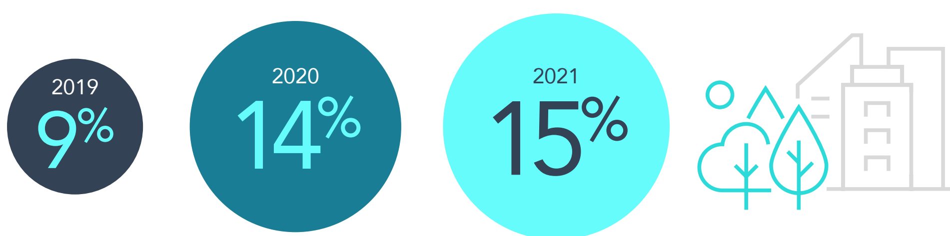
Digital, financial risk and compliance, and cybersecurity (%)



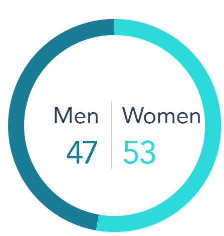
The share of seats going to new directors with sustainability experience has remained flat, notable in a context in which there is more demand and urgency than ever to make progress on sustainability goals, environmental ones in particular. However, it is also notable that 58% of directors with sustainability experience come from industrial sectors, probably in large part due to the fact that some of these industries have been operating under stakeholders' pressure on environmental, social, and governance (ESG) issues for longer than other sectors.

Progress on sustainability experience in FTSE 350 boardrooms

The share of directors with sustainability skills has seen an incremental increase compared to 2020.



Gender balance (%)

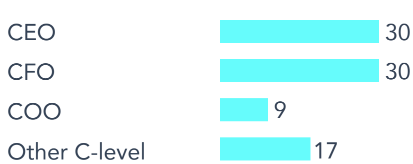


Active vs. retired executives (%)

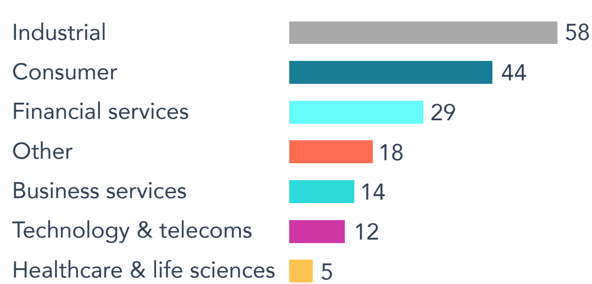
Experience (%)

Directors with sustainability experience also have...

Executive experience (%)

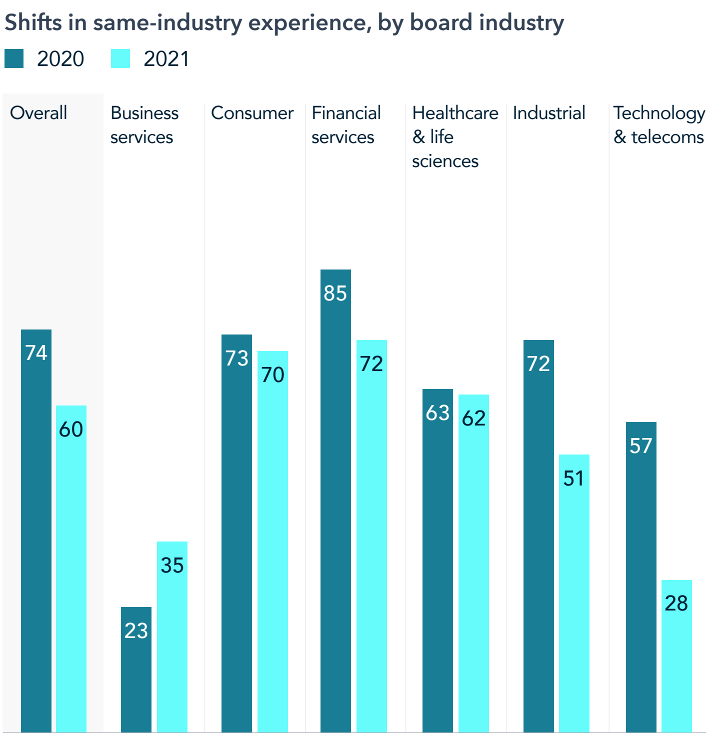


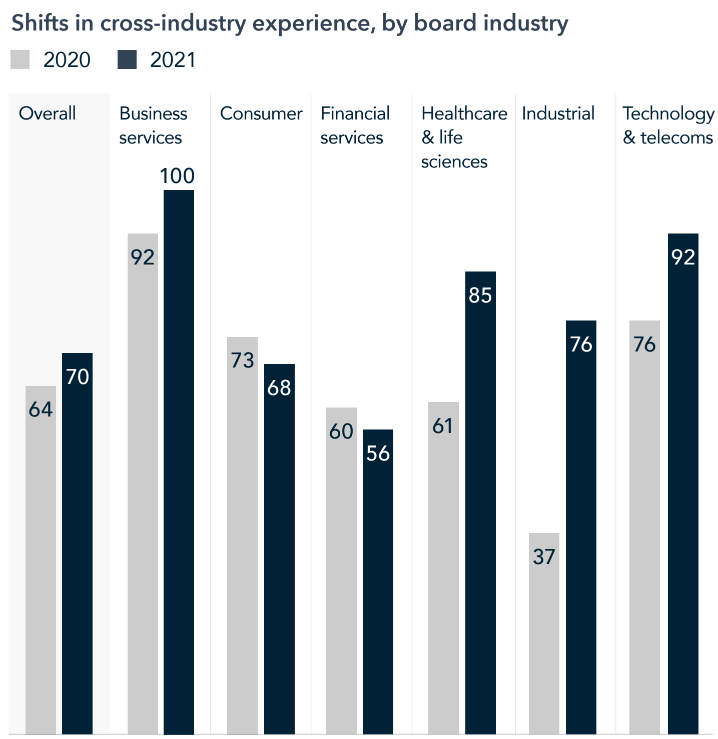
Sector experience (%)



Another notable shift concerns the industry experience of all new directors: compared to the prior year, the share of seats going to directors with experience in the same industry has decreased significantly, from 74% to 60%, while the share of seats going to directors with multiple-sector experience has increased slightly, from 64% to 70%.

Shifts in industry experience, 2020 vs. 2021 (%)



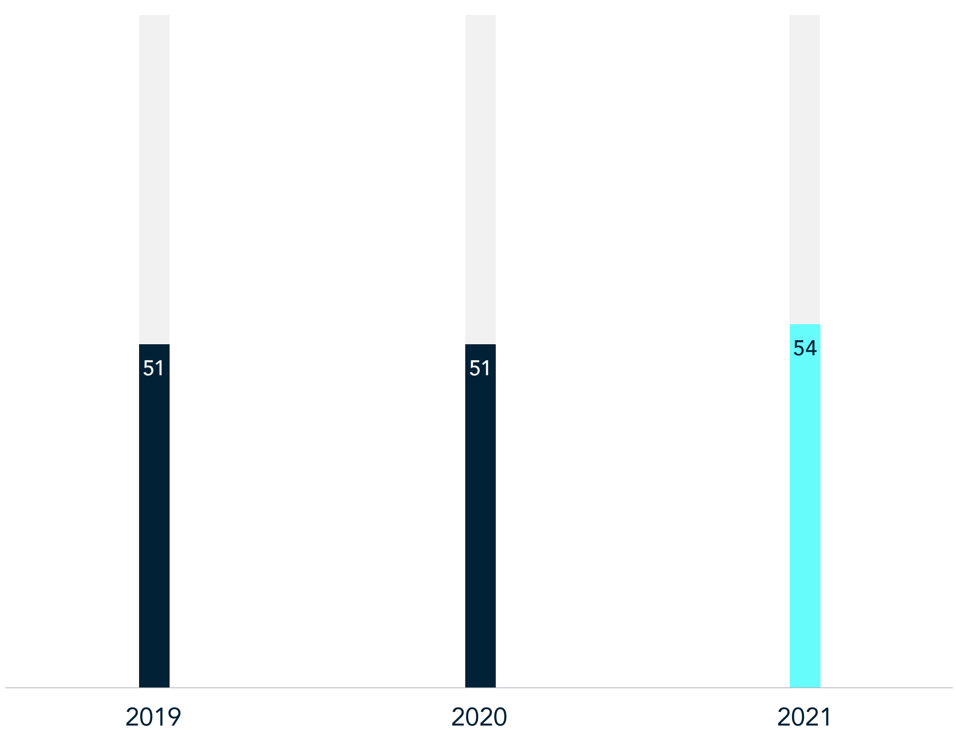


Big strides on diversity

Increased gender representation

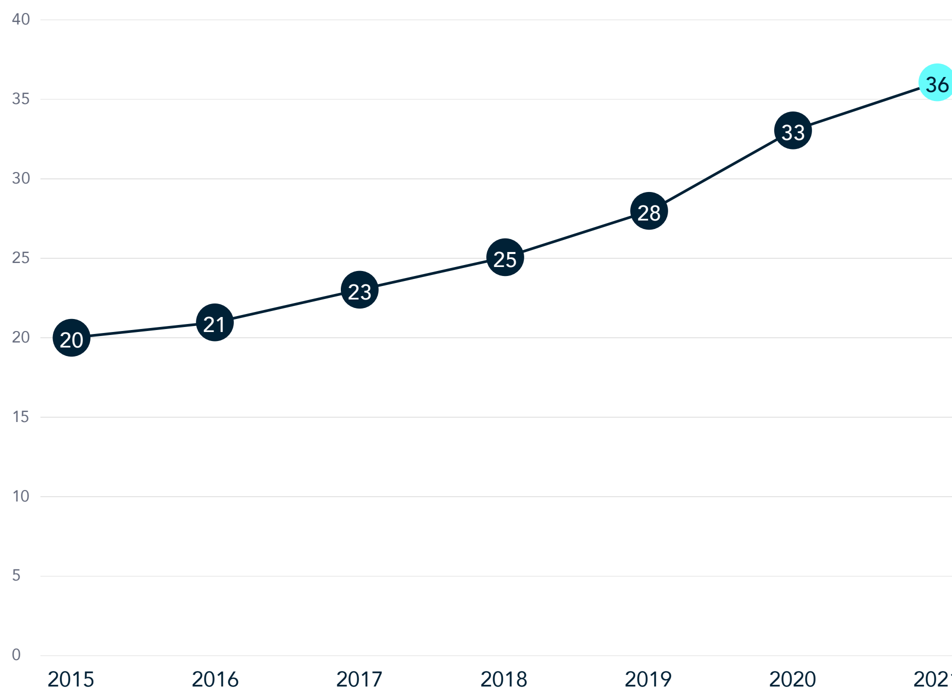
Last year saw the highest share of seats going to women since we began tracking the data. While the progress can be seen as incremental when compared to the previous two years, with a three-percentage-point increase, it's important to note that these increases have had an impact on the overall gender balance on boards, which is now at 36% (still shy of the prosed 40% target of new FCA requirements).

The evolving gender balance in new director appointments (% women)



Last year saw the highest share of seats going to women since we began tracking the data.

Gender balance trends in overall board composition, 2015–2021 (% women)

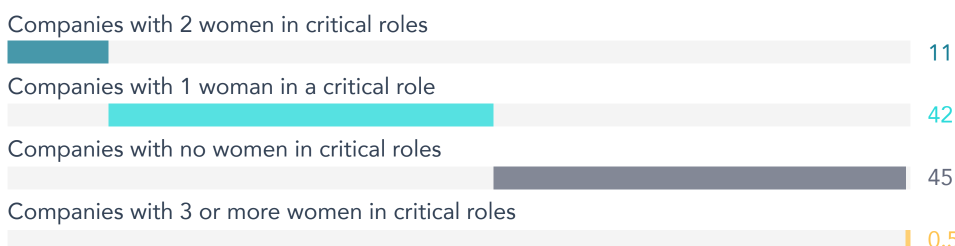


Source: Heidrick & Struggles analysis of BoardEx data on the full board composition of FTSE 350 companies.

And, as we have noted, while many companies are compliant with the new FCA rule that requires FTSE 350 companies to approach gender balance through a lens of influence, 45% are yet to appoint a woman in one of the four specified critical leadership roles: chair, senior independent director, CEO, or CFO.

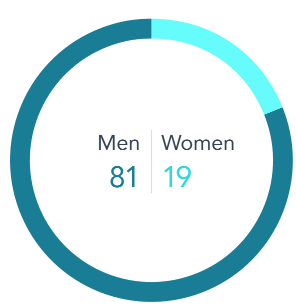
Critical leadership roles

FTSE 350 companies with women in critical leadership roles (%)



Note: Numbers may not sum to 100%, because of rounding.

Gender balance in critical leadership roles (%)

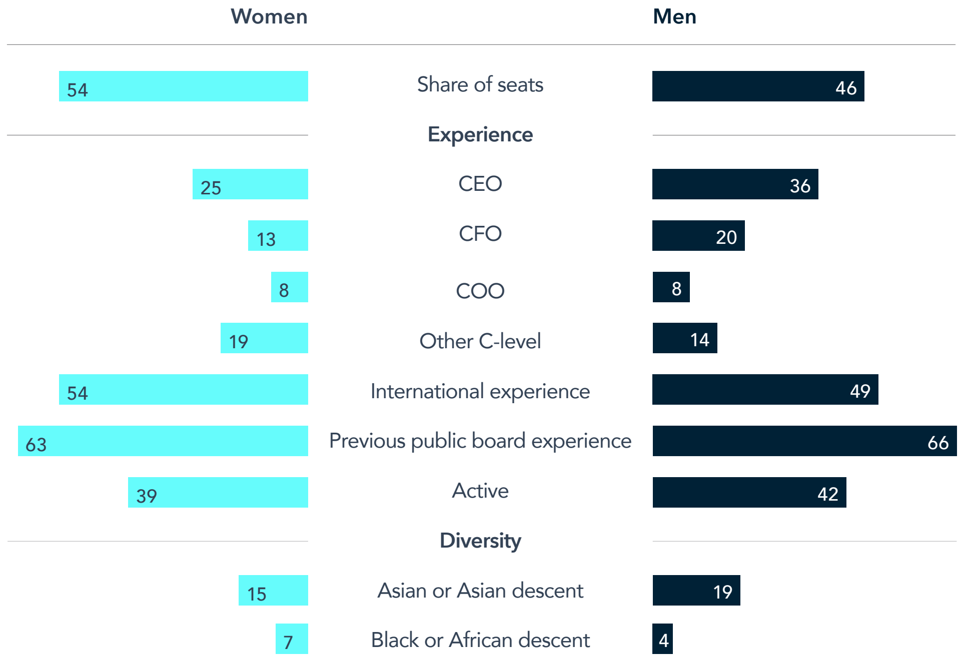


Source: Heidrick & Struggles analysis of BoardEx data on the full board composition of FTSE 350 companies.

The newly appointed women directors less often have CEO and CFO experience than their male peers, but over the past three years we have seen a larger share of women with CEO experience joining boards, while the share of men with this background has decreased.

Snapshot: Gender balance

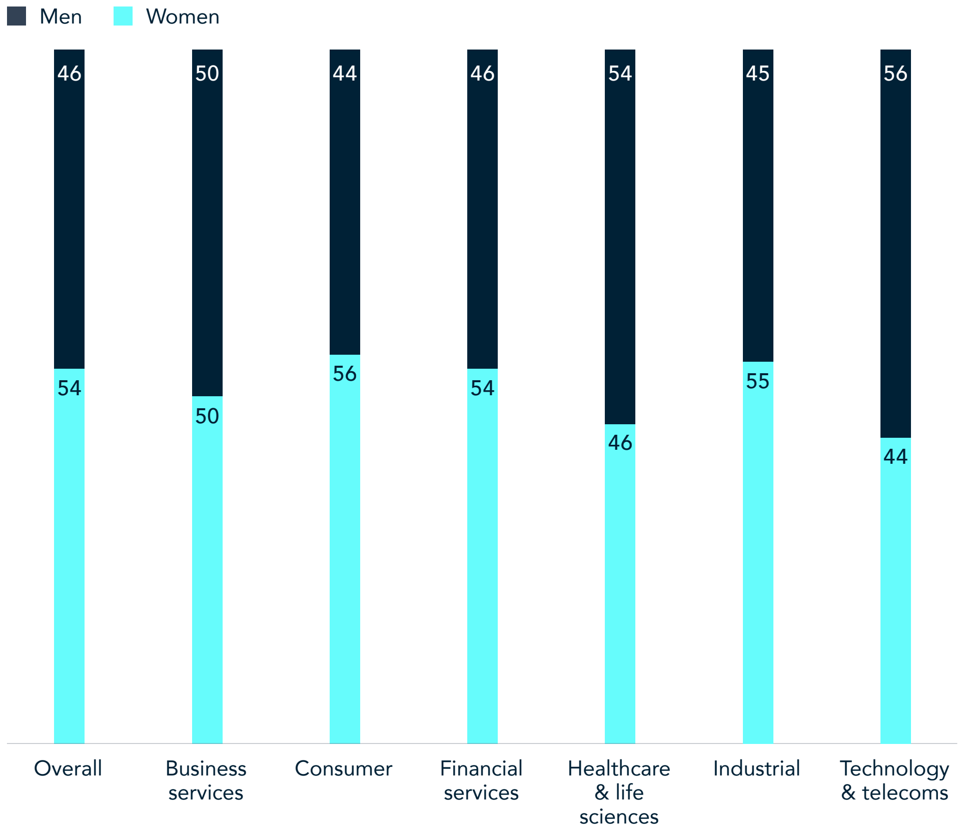
How the profiles of men and women compare



Gender balance: CEO and CFO experience trends, 2019–2021 (%)

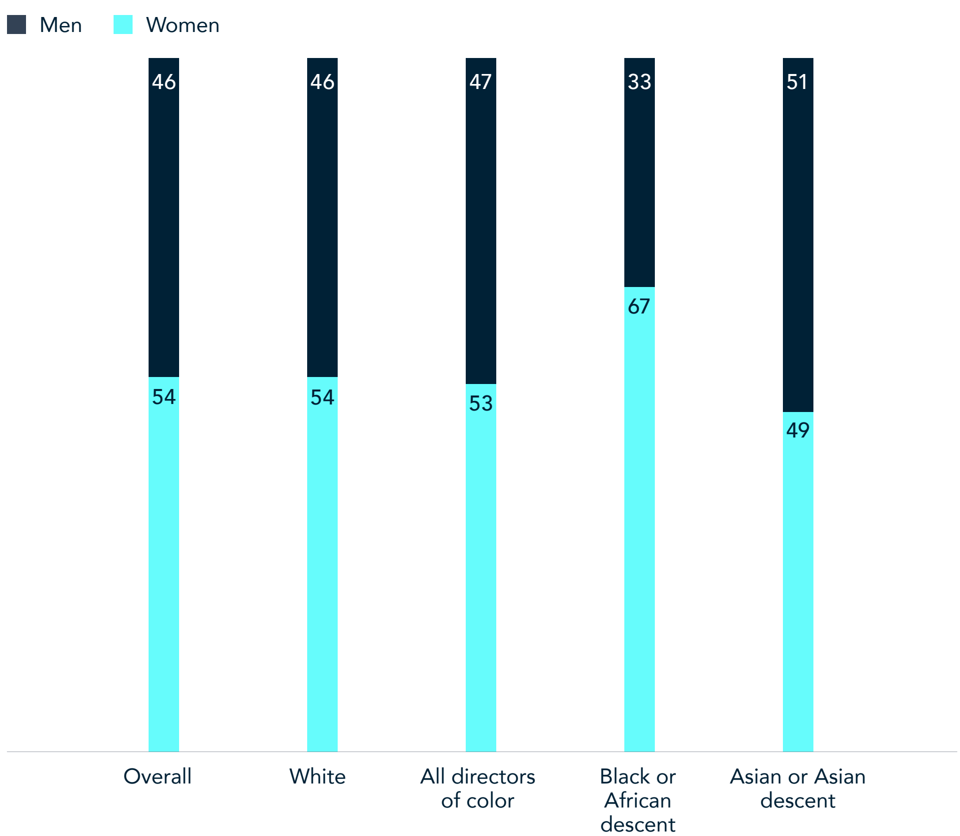
The consumer, industrial, and financial services sectors appointed women to a larger share of seats, while healthcare and life sciences and technology and telecoms lag behind.

Gender balance: Industry comparison (%)



However, the gender balance varies significantly by race and ethnicity. The share of seats going to women directors who are Black or of African descent was 67%, while the share of seats going to women who are Asian or of Asian descent was 49%, the lowest among all ethnicities.

Gender balance of new appointments, by ethnicity, 2021 (%)



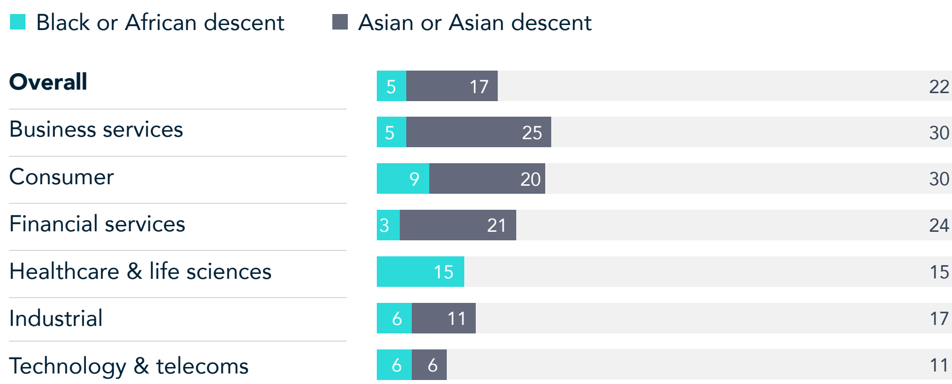
Increased shares of ethnically diverse directors

Ethnic representation has been singled out recently as an area of focus for diversity and inclusion efforts,[7] and the new FCA proposal suggests that each board should have at least one director who is of an ethnicity other than white. At first sight, the share of seats filled by ethnically diverse directors looks good, at 22%, and other research shows significant progress in the number of FTSE 350 boards that have appointed a director who is Black or of African descent, Asian or of Asian descent, or another ethnic minority—from 59 non-white directors to 123 in just one year. But 55% of FTSE 350 companies are still falling short of the FCA's target, with no non-white directors on their board. And some sectors did more catching up this year than others, our analysis shows.

7 Kalyeena Makortoff, "Nearly half of FTSE 350 firms now have BAME directors," *The Guardian*, December 19, 2021, theguardian.com.

Ethnic diversity among new directors, 2021 (%)

Ethnic diversity across sectors, 2021 (%)



Note: Numbers may not sum to percentage of diverse directors overall, because of rounding.

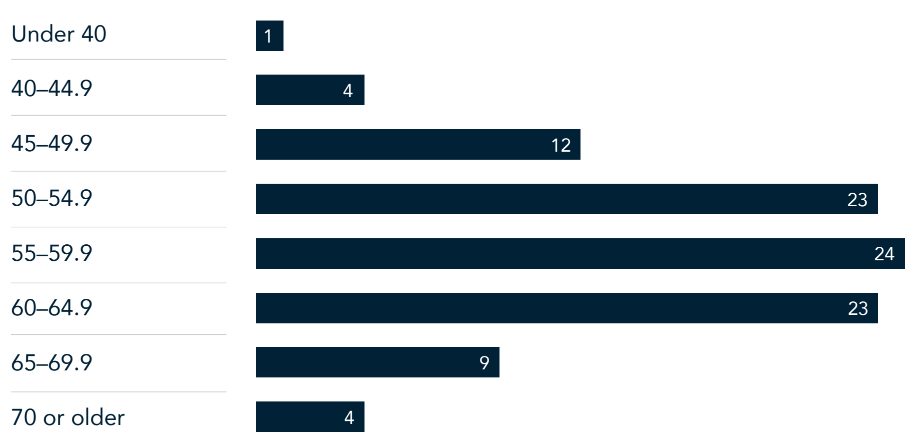
Lack of age diversity

The average age of new directors on boards has hovered around 57 for the past five years. In 2021, 60% of seats went to directors 55 and older, and only 5% went to those under 45. This trend has helped to steadily push up the average age of boards on aggregate in the past seven years, but this could change as an increased share of seats go to demographic groups who are, on average, younger: the average age for newly appointed women is 55, and 53 for first-time public board directors.

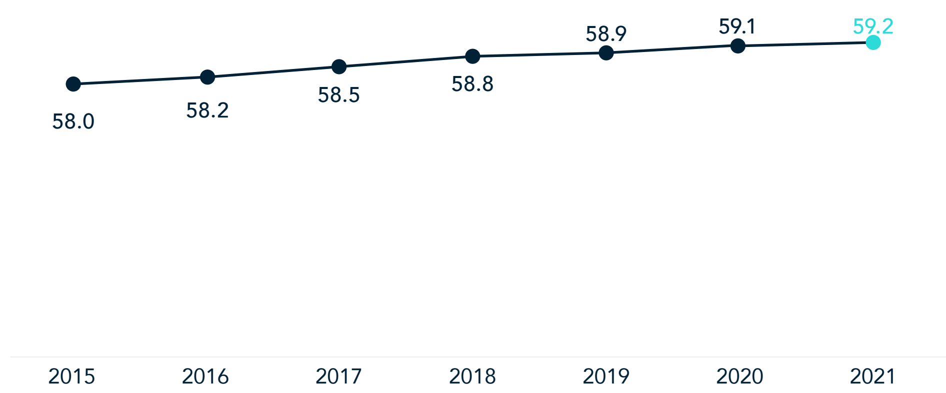
Snapshot: Age trends, 2019–2021, and age breakdown, 2021

Average age of new directors, 2019–2021

Age distribution of new appointments, 2021 (%)



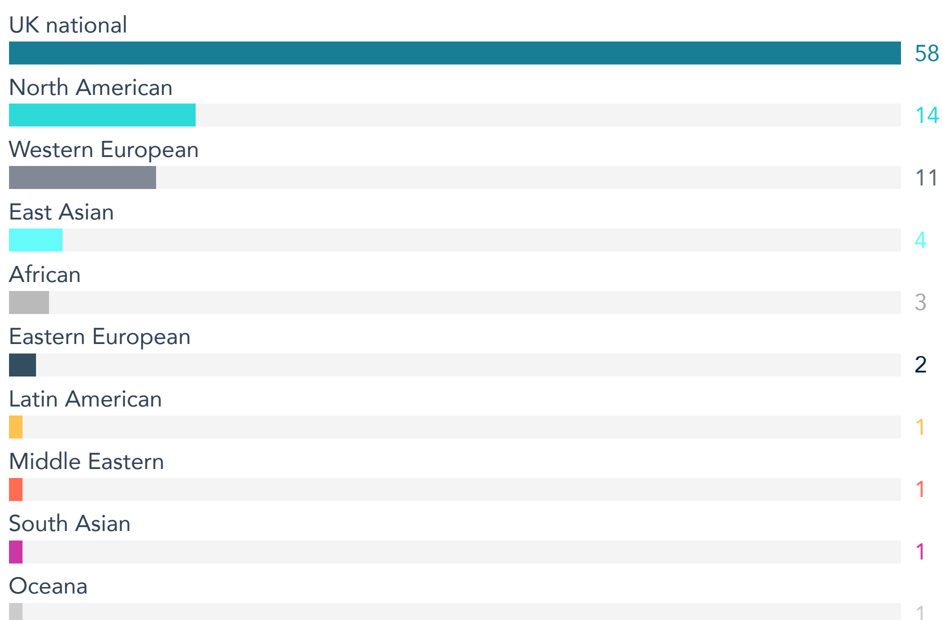
Average age of all directors on FTSE 350 boards, 2015–2021



Nationality

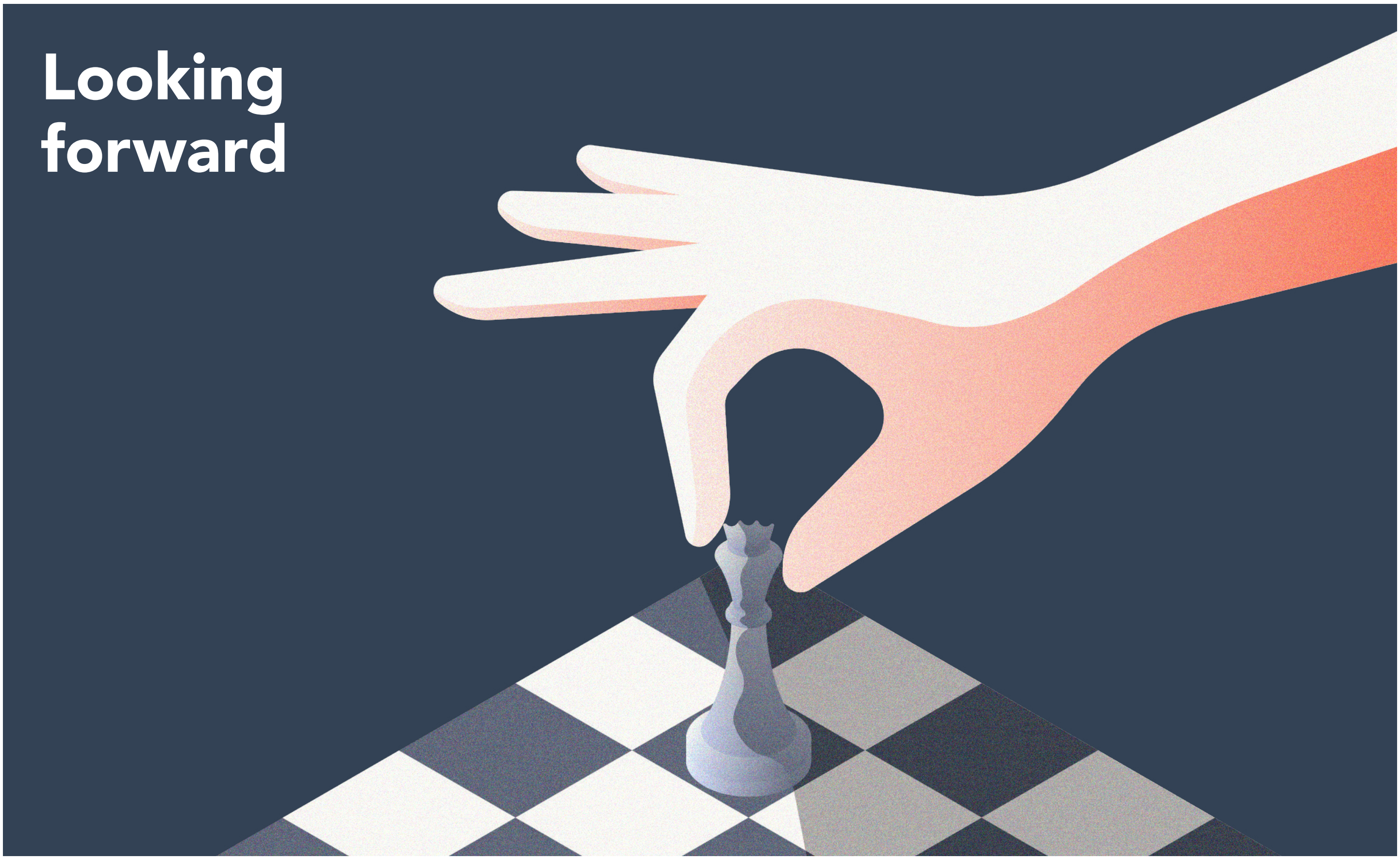
Around 40% of seats went to directors who are non-nationals, which means that they are not citizens of the country or market where their company is listed. A large share of the remaining seats is split between citizens of North America and of Western Europe (mostly Irish, French, and German). Only 13% of seats went to directors from markets further afield.

Diversity: Nationality of new directors, 2021 (%)



Note: Numbers may not sum to 100%, because of rounding.

Looking forward

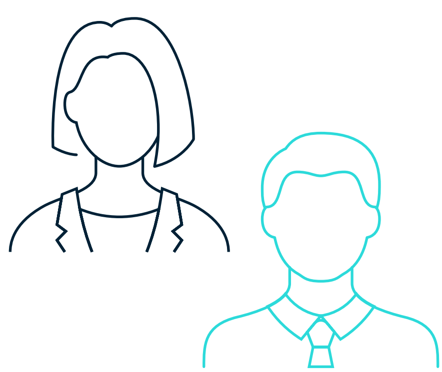


As the contract between companies and society is changing, it is necessary for boards to be fit for purpose today and be able to manage future unexpected yet inevitable crises. Companies require a newer, bolder type of leadership that is focused on organizational purpose, factors in the new demands from their workforce, and has "doing good while doing well" as a mantra.

Boards need to build agility to both deal with unexpected events and achieve a certain level of foresight, and to integrate fresh perspectives into their leadership that will complement the experience of more seasoned business leaders who have seen different economic cycles and crises unfolding. In addition, leadership capabilities such as purpose, empathy, and inclusion are taking equal importance to any areas of hard expertise.

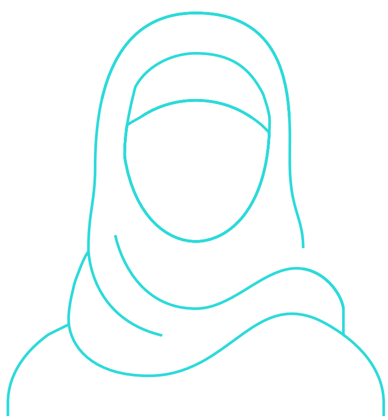
So, what are best-in-class boards doing?

Actively seeking new directors whose backgrounds combine a mix of traditional expertise (such as CEO or CFO) with knowledge that is newer on boards' skills matrix, such as digital, sustainability, or cybersecurity, or experience in different industries.



Bringing younger directors onto boards. The median age of directors appointed over the past few years has been remarkably stable, and the average age of directors overall has increased slightly. Best-in-class boards understand the advantages of perspectives brought in by executives who are in earlier stages of their careers and who are, in many cases, closer to the intricacies and consequences of some of the newer issues boards need to address, such as climate change.

Bolstering their sustainability acumen. The lack of progress in bringing more sustainability experience to boards is particularly concerning in a context where there is an increasing sense of urgency in addressing sustainability in general and climate change in particular, and where there is a clear need to increase the level of fluency boards have on the topic: a survey Heidrick & Struggles conducted in collaboration with INSEAD found that 85% of respondents believe that the level of overall climate knowledge on their boards needs to increase.[8] Yet current board succession processes don't call for progress on this front, the survey shows: 69% of board members said that climate change knowledge is not included in their board's competency matrix. The share of new seats in FTSE 350 companies going to people with expertise in this area suggests the same. Updating the competency matrix would be a good first step in ensuring boards have the sustainability acumen they will need to address the climate crisis.

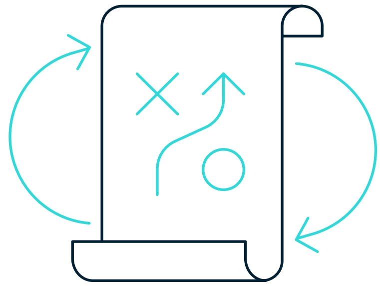


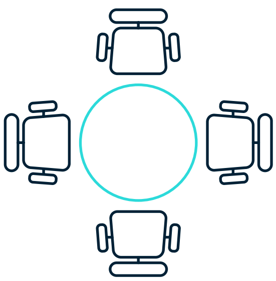
Staying tightly focused on diversity beyond gender. Best-in-class boards are building their networks and improving their outreach to potential directors from diverse ethnic backgrounds; while we have seen notable improvements in recent years, 55% of FTSE 350 companies still don't have one single person of color on their board. And when it comes to gender balance, the focus is shifting to the four roles the FCA highlighted as particularly influential. Because only a small share of CEOs and CFOs are women, the faster route to meet this new mandate could be through the two board roles: chair or senior independent director. Another growing trend in the United Kingdom is the focus on socioeconomic background and class, because, more than in other countries, these two are considered to be strong factors when it comes to a person's access to top jobs. The Chartered Management Institute is calling to introduce socioeconomic background into the mandatory reporting on diversity alongside gender and ethnicity.[9] And representation is only a part, albeit a crucial one, of the DE&I journey: it is only truly effective when nurtured by an open, inclusive board culture.

Seeking new members who have the ability to take on a leadership role, either that of a chair, senior independent director, or committee leader. The chair is central to determining what skills, backgrounds, and expertise are needed on a board, as well as to shaping a board culture that ensures all directors, old and new, can contribute effectively. With 58% of chair appointments in 2021 going to external candidates, it is clear that much more must be done to ensure that the particular mix of skills board chairs need is a key consideration in the selection process for every intake of new directors. And, for all board leadership roles, nontraditional leadership capabilities come to the fore: boards should seek people who are good listeners and relationship builders, people who can lead through influence and connect with the organizational purpose.[10] This matters more than ever because it's crucial, especially now, for chairs and directors to be able to collaborate across cultural or political differences as well as differences in expertise and background—not by ignoring those differences but by using them as assets to solve problems.

8 *Changing the Climate in the Boardroom*, Heidrick & Struggles and the INSEAD Corporate Governance Centre, heidrick.com.
9 Daniel Thomas, "UK social background remains a barrier to reaching top jobs," *Financial Times*, February 6, 2022, ft.com.
10 Alice Breeden and Bonnie W. Gwin, "The chair imperative: A new mandate for leading in a new world," Heidrick & Struggles, heidrick.com.

Thinking of succession planning as an ongoing exercise rather than an exercise undertaken in reaction to an annual deadline. A significant part of succession planning is proactively cultivating potential board members who can meet anticipated needs across different time horizons and strategic scenarios. This reduces risk and builds confidence that the organization will be led well, no matter what happens. Another important element is regularly assessing the performance of boards and board members to make sure that the company has the most effective team around the table.





Creating a space for temporary seats at the table or bringing in voices from outside as a sounding board when voices beyond those in the boardroom need to be heard. These range from ad hoc committees to observers, advisors, or shadow boards.

That said, there is no single prescription for board composition. Each company is in a different stage of maturity, in different industries and locations, and pursuing unique strategies, and while some have weathered the past couple of years successfully, others have more to rebuild. Each board should ensure its refreshment strategy reflects the organizational purpose and goals for the long term and prioritize efforts to add fresh perspectives where they will make the most difference.

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