

How Corporate Secretaries Can Become Trusted Board Partners

Investing in high-impact areas and key capabilities can further position corporate secretaries as strategic partners to the board.



As boards today face mounting pressure to deliver long-term value and respond to fast-moving risks, they are relying more heavily on trusted advisers inside the governance function. For corporate secretaries, this environment creates an opportunity to move beyond process and compliance and become catalysts for more effective, forward-looking dialogue in the boardroom. But how?

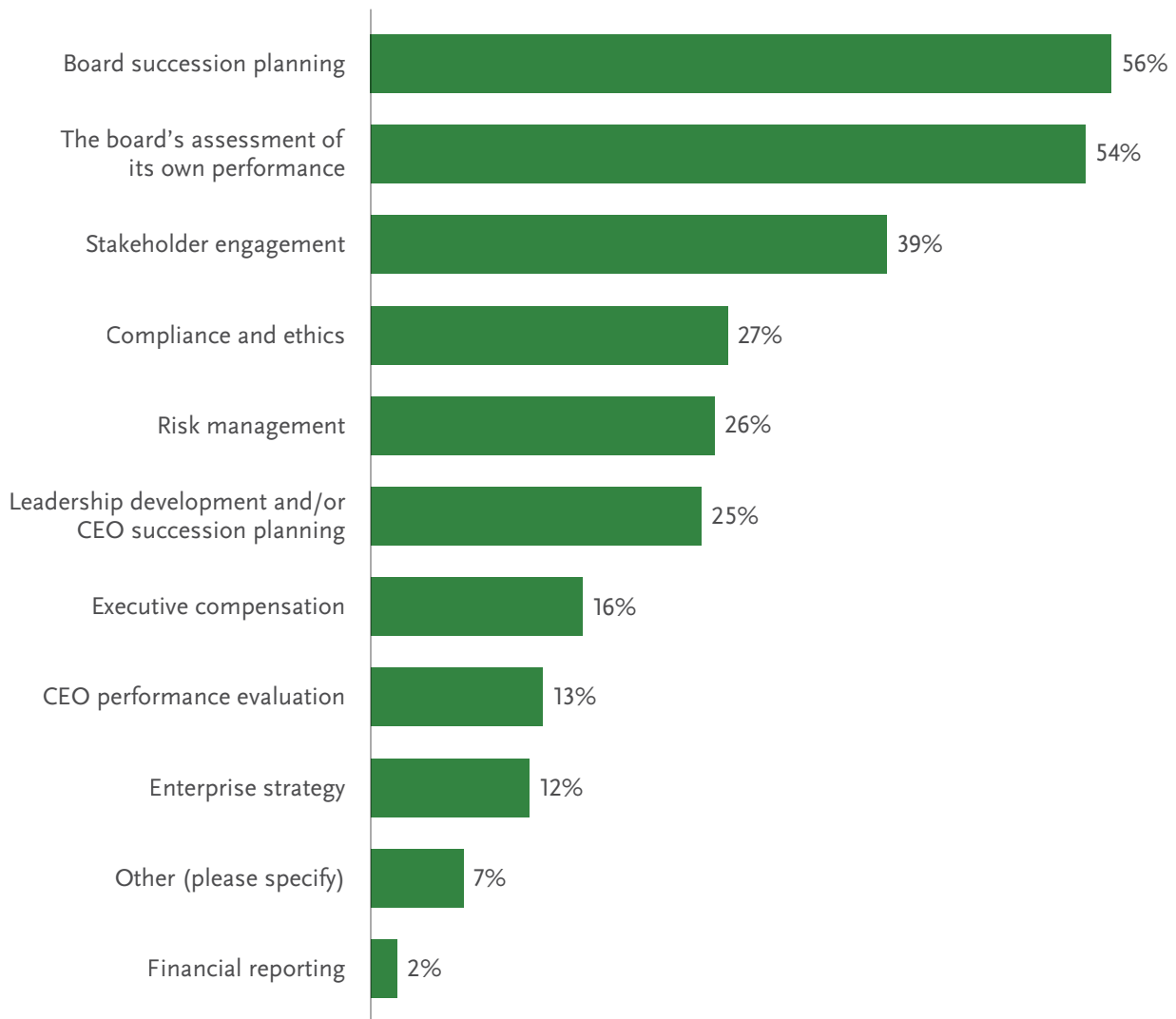
Based on insights from a survey of nearly 200 members of the [Society for Corporate Governance](#) and a virtual roundtable hosted by the Society in collaboration with Spencer Stuart, we examined where governance leaders see the greatest opportunity to strengthen board support. The results point to a clear gap between where corporate secretaries can add the most value and where they are currently most involved.

Note: The survey results in this article exclude responses from Society members representing nonprofit and not-for-profit organizations due to the limited respondent population.

More than half of respondents (56%) identified board succession planning as the area of board oversight that would benefit most from their additional support. Yet only 14% report playing a *partnership role* in this area — the highest level of involvement measured in the survey. A partnership role goes beyond administration or coordination to include proactively identifying capability gaps, recommending structural improvements and shaping how succession planning is approached.

Other areas where respondents saw meaningful opportunities for greater involvement from corporate secretaries and/or their teams include board performance assessment (54%), stakeholder engagement (39%), compliance and ethics (27%), risk management (26%) and leadership development and/or CEO succession planning (25%).

BOARD SUCCESSION PLANNING AND BOARD PERFORMANCE ASSESSMENT WOULD BENEFIT MOST FROM ADDITIONAL SUPPORT



Drawing on these insights and our experience working with boards, we highlight two high-impact areas — board succession planning and board performance assessments — where corporate secretaries can meaningfully expand their influence, along with the capabilities required to become trusted partners to their boards.

How corporate secretaries can strengthen board succession planning

Board succession planning [remains a strategic priority](#). While the formality of, and resources behind, board succession planning vary across organizations, many boards wrestle with how to move beyond episodic approaches — often relying on a “one in, one out” method that risks placing the burden of multiple requirements on a single vacancy.

Regardless of company size, corporate secretaries can enable boards to take a more dynamic view of board composition that anticipates future needs, aligns with strategy and supports ongoing refreshment.

Corporate secretaries can take the following actions:

- » **Anchor refreshment discussions in strategy and future needs.** Help boards take a multiyear view of succession by mapping anticipated departures and maintaining a skills matrix that reflects current capabilities and future needs based on the company’s priorities and strategy. Used thoughtfully, these tools help boards distribute sought-after attributes — such as global perspective, industry expertise and technical skills — across multiple appointments, prioritize candidate qualifications and adapt as the business evolves. Overlapping tenures of outgoing and incoming directors can also support smoother onboarding and mentorship.
- » **Embed board composition discussions in [annual governance reviews](#).** Incorporate data-driven tools and [external benchmarking](#) into board performance assessments to ensure the board’s composition aligns with its long-term strategy and investor expectations. This also helps boards better understand how internal talent compares to industry best-in-class.
- » **Establish clear tenure and retirement frameworks.** [Formal tenure or retirement policies](#) can help boards anticipate turnover, take a strategic, multiyear approach to board succession planning and create a more transparent framework for refreshment and onboarding.

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How corporate secretaries can make board performance assessments more effective

Individual director assessments are increasingly common among public companies and, when delivered thoughtfully, can strengthen board effectiveness by improving performance and accountability. According to the [2025 U.S. Spencer Stuart Board Index](#), nearly half (48%) of S&P 500 companies now conduct some form of individual director evaluations, up from 33% in 2015, signaling growing recognition that board performance depends on individual contributions and collective dynamics.

As assessment practices mature, corporate secretaries are increasingly positioned to play a strategic role in this process. In our survey, 40% of respondents report acting as partners in the board's annual or other periodic self-assessment process — helping identify areas for improvement and recommending enhancements to assessment structure, scope or follow-through.

To expand their influence and ensure assessments translate insight into meaningful outcomes, corporate secretaries can focus on the following:

- » **Facilitate discussions about the current process.** Corporate secretaries can help boards periodically step back and evaluate whether existing assessment tools and approaches deliver useful insight. Framing these conversations around effectiveness — rather than performance — can encourage openness and help identify areas for improvement.
- » **Deliver clear, focused reporting.** Effective reporting balances discretion with clarity. Assessment summaries should highlight themes, patterns and priority areas for improvement while tailoring detail appropriately for the full board, board leadership and committees.
- » **Translate findings into actionable tasks.** Corporate secretaries can synthesize assessment results, helping board leaders and committees identify areas where change will have the greatest impact, align on ownership and sequence actions over time.
- » **Create safe spaces for dialogue and reflection.** Corporate secretaries can support confidential, one-on-one discussions around individual director feedback, giving directors space to reflect on constructive peer suggestions and understand how they contribute to the board's effectiveness. This approach preserves trust and confidentiality while reinforcing accountability.

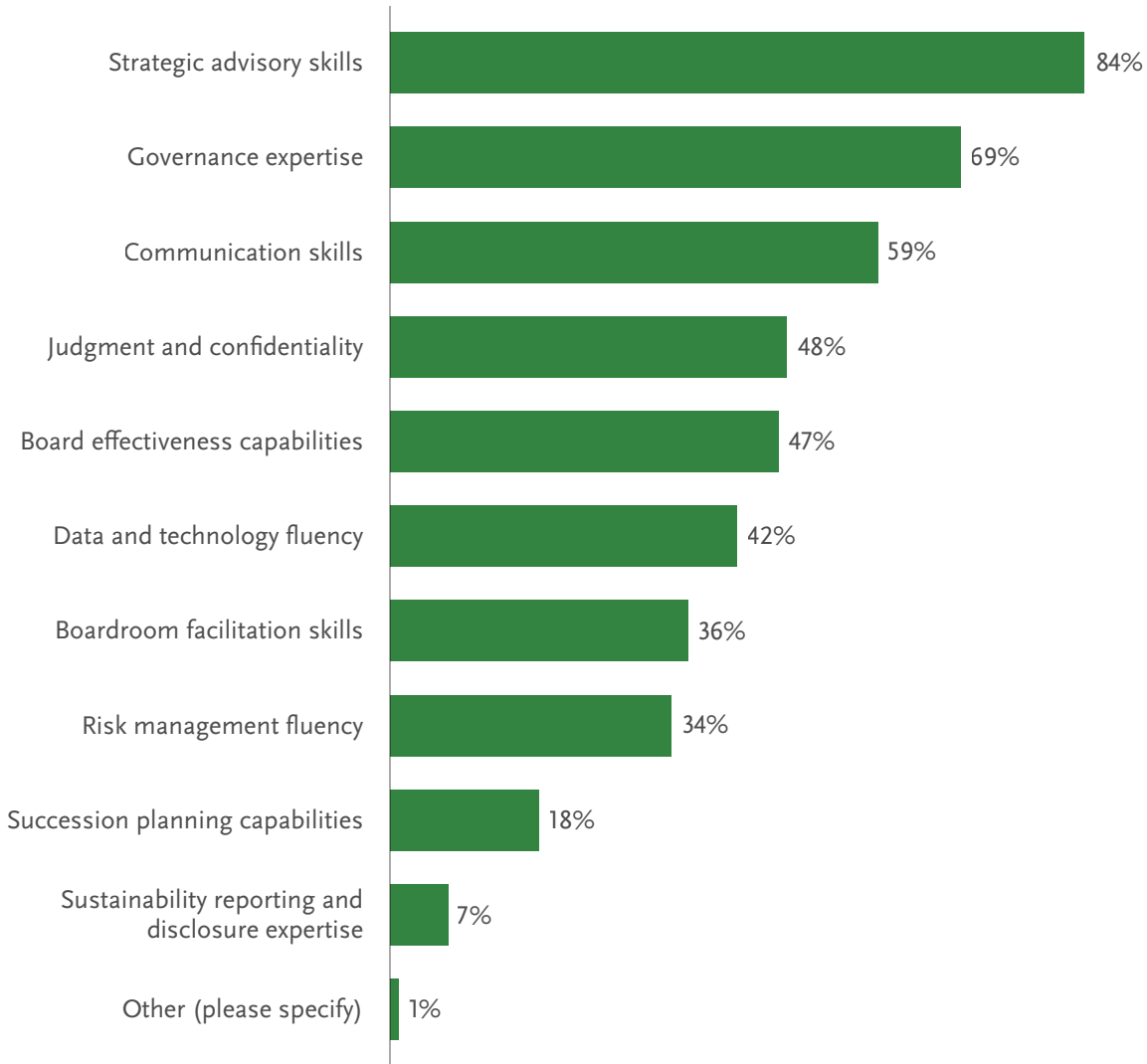
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The capabilities of a trusted board partner

Looking ahead, corporate secretaries (84%) cite strategic advisory skills as the most important capability for strengthening their partnership with the board over the next three years, followed by governance expertise (69%) and communication skills (59%).

STRATEGIC ADVISORY SKILLS ARE VIEWED AS THE MOST CRITICAL CAPABILITY FOR CORPORATE SECRETARIES



Building these capabilities requires strong interpersonal skills, relationship-building and influencing skills — including effective communication, credibility-building and the ability to navigate relationships with a wide range of stakeholders, including directors and management. Sound judgment and the confidence to provide candid, sometimes difficult, advice are also essential. Below are examples of how some of these capabilities can enhance governance quality and bolster strategic value creation.

Here are ways corporate secretaries can elevate their impact in the boardroom and strengthen their partnership with the board:

- » **Build trusted relationships with directors early.** Establishing relationships when a new director joins the board can create a channel for open dialogue — even on sensitive issues directors may not raise in the boardroom. Early engagement also reinforces the corporate secretary’s role as a central point of contact and subject matter expert who can anticipate directors’ needs, clarify expectations and provide timely guidance.
- » **Provide proactive, tailored support.** Listening closely during board meetings and following up with targeted materials signals attentiveness and commitment to directors’ needs. Coordinating with the CEO, committee chairs or business leaders to deliver targeted information for individual directors or the full board encourages dialogue and positions the corporate secretary as a responsive partner in board deliberations.
- » **Drive alignment through consistent, structured communications.** Regular touchpoints with the board chair, lead independent director or committee chairs help maintain ongoing clarity and alignment. A defined communication schedule or rubric can also delineate responsibilities among the corporate secretary, the chair or the CEO, while regular communications help anticipate board priorities and reinforce the role as a governance partner.
- » **Establish credibility and trust through operational excellence and business acumen.** Flawless execution of logistics and governance processes creates space for higher-impact initiatives. When paired with a strong understanding of the business context, organization priorities and financial implications, corporate secretaries are better positioned to guide board discussion, anticipate challenges and align governance processes with broader company objectives.
- » **Anticipate and address governance risks and vulnerabilities.** Depending on the company’s context, this may include strengthening defenses against shareholder activism, responding to proxy adviser feedback and bolstering governance processes — from refining succession planning, onboarding and board performance assessments to advancing the use of technology and engaging with forward-looking topics such as AI.
- » **Enhance stakeholder engagement.** By partnering closely with investor relations and other relevant functions, corporate secretaries can help directors understand the perspectives of shareholders and other key stakeholders, reinforcing alignment between governance practices and shareholder expectations.



Trusted board partners distinguish themselves by how they build credibility, shape dialogue and influence outcomes over time. By focusing on high-impact areas such as succession planning and board performance assessments — and by cultivating strategic, relational and business capabilities — corporate secretaries can not only strengthen board effectiveness but contribute to long-term value creation.



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About the Society for Corporate Governance

Founded in 1946, the Society is a professional membership association of more than 3,700 corporate and assistant secretaries, in-house counsel, outside counsel, and other governance professionals who serve more than 1,600 entities, including 1,000 public companies and private companies and non-for-profit organizations of almost every size and industry. Society members are responsible for supporting their boards of directors and executive management in matters such as board practices, compliance, regulation and legal matters, shareholder relations, subsidiary management and sustainability. Visit societycorp.gov for more information.

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