Insync Boards framework series

From capability to contribution

Applying the **DRIVE framework** to elevate contribution, challenge and decision-making.

STRENGTHENING DIRECTOR EFFECTIVENESS
AT BOARD LEVEL

Director effectiveness now sits at the centre of board performance.

It shapes the quality of discussion, the robustness of decisions and the board's ability to provide confident, independent oversight. Boards are not defined by structure alone.

They are defined by how directors think, challenge, contribute and work together.

The DRIVE framework provides boards with a structured approach to assessing and strengthening director effectiveness - both individually and collectively.

When boards begin to question director effectiveness

Director effectiveness reviews are rarely triggered by a single issue. More often, they begin with a sense that the board is not operating at its full potential. Meetings may be well run and papers comprehensive - yet discussions can feel surface-level or overly anchored in reporting.

The board may appear well composed, with a strong mix of skills and experience - yet it is not always clear how consistently those capabilities are being applied. Some directors contribute more actively than others.

Opportunities for constructive challenge are not always fully realised. Discussions can move quickly to consensus, limiting the testing of assumptions and exploration of alternatives.

These are not signs of under performance. They often reflect growth, complexity and rising expectations.

But they raise important questions:
Are we operating as an effective and aligned board?
Is each director contributing at the level required?
Are we fully utilising the capability around the table?

Director effectiveness is a governance discipline

Director effectiveness is not assumed - it is actively governed. Boards are not there to run the organisation day to day. Their role is to ensure decisions are well informed, properly tested and aligned to long-term value.

That depends on how directors contribute. Effective director performance is characterised by preparation, purposeful contribution and constructive challenge. Capability is applied where it matters most. Roles are clear, expectations are understood and discussions remain focused on the future. Director effectiveness is not about individual expertise in isolation.

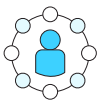
It is about how the board works together - bringing judgement, challenge and oversight to improve decision-making.

When director effectiveness is disciplined and aligned, boards benefit from:

Stronger decision-making
Decisions shaped by insight, challenge and clear trade-offs.

Greater accountability and alignment
Clear roles, consistent contribution and shared expectations.

Higher quality boardroom dynamics
Focused, constructive and forward-looking discussions.



Better use of capability
The full experience and perspective of the board is applied.

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Introducing the DRIVE Framework

A Director Effectiveness Review is built on the DRIVE framework - a structured model that defines what effective contribution looks like at board level.

The framework examines five interrelated dimensions of director effectiveness.

D

Direction (and Strategy)
Assesses how directors shape strategic direction, applying foresight and judgement to guide long-term performance, clarify priorities and maintain focus on purpose, positioning and value.

R

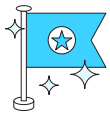
Relationships (and Influence)
Evaluates how directors build trust and influence outcomes, contributing through respectful challenge, collaboration and behaviours that strengthen board dynamics and effectiveness.

I

Insight (and Contribution)
Assesses how directors prepare, apply judgement and contribute insight, asking probing questions, synthesising information and bringing perspectives that elevate discussion and decision-making.

V

Values (and Conduct)
Evaluates how directors model integrity, professionalism and self-awareness, reinforcing governance standards and culture through consistent behaviour, sound judgement and respectful conduct.



E

Execution Oversight
Assesses how directors oversee performance and risk, balancing scrutiny with support while maintaining clear boundaries between governance responsibilities and management execution.

Together, they provide a disciplined lens for assessing whether director contribution is effective, aligned and proportionate.

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What a director effectiveness review is — and is not

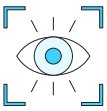
A DRIVE Director Effectiveness Review provides an independent, structured assessment of how effectively directors contribute - individually and collectively.

It evaluates whether each director:

Contributes to strategy with judgement and foresight

Demonstrates integrity, professionalism and sound judgement

Builds trust and challenges constructively



Applies disciplined oversight of risk and performance

Brings insight, preparation and independent perspective

It is not a formal appraisal of individual directors and not a compliance exercise.

It evaluates how the board operates in practice - how directors engage, challenge and work together to reach sound decisions.

Rather than producing long lists of actions, the focus is on a small number of practical recommendations that materially strengthen board effectiveness.

Key questions for directors

Boards do not need to be governance experts in theory, but they do need confidence that they are operating effectively in practice.

Directors may wish to consider:

Do all directors contribute in a meaningful and consistent way?

Are we making the most of the capability around the table?

Is challenge constructive and focused on improving decisions?

Are expectations and accountabilities clear?

Do discussions lead to well-informed decisions - or quick consensus?

If these questions prompt uncertainty or debate, a structured review can help clarify whether oversight arrangements remain fit for purpose.

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How we work

Our approach is structured and proportionate. It includes a confidential board assessment, supported where appropriate by interviews, followed by independent analysis that delivers clear, practical insight into director contribution.

We work closely with Chairs, directors and Company Secretaries, bringing the experience and judgement to operate at board level and handle sensitive matters with discretion. A key strength of our approach is synthesising diverse perspectives into a focused set of recommendations that strengthen how directors prepare, contribute and challenge.

Reviews may be conducted at full board level or focused on specific groups of directors, either as a standalone engagement or as part of a broader governance review.

Part of the Insync Boards governance architecture

Director effectiveness does not sit in isolation. It is strengthened when expectations, behaviours and oversight are aligned across the board, its committees, the CEO and the executive team.

Insync Boards supports this through a structured governance architecture, underpinned by proprietary, evidence-based frameworks.

These include:

WhatWhoHowDo - Board effectiveness
DRIVE - Director effectiveness
SCOPE - CEO performance
SOLID - Executive effectiveness (individual contribution)
ALIGN - Executive forum effectiveness
THRIVE - Risk governance maturity
SECURE - Board cyber governance
CLEAR - Clinical governance committee effectiveness

Together, these frameworks provide a connected and disciplined view of governance, ensuring director effectiveness is reinforced at every level.

Strengthening director effectiveness

High-performing boards do not leave effectiveness to assumption. They periodically assess whether contribution, challenge and alignment remain fit for purpose. A structured review provides clarity on how the board is operating and where targeted improvement will have the greatest impact.

If your board would value a disciplined, independent perspective on director effectiveness, we would welcome a confidential discussion.

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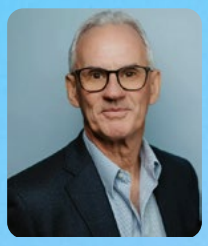
Independent governance reviews and advisory.



Nicholas Barnett
Executive Chair
0407 175 551
nbarnett@insyncboards.com

Susan Staples
Principal Consultant
0411 871 219
sstaples@insyncboards.com

insyncboards.com
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