



VIVIANE NEITER

**CEO, Board Member
Neiter Consulting**

Fun fact:

I bought a pair of colorful cowboy boots and they are highly successful. 2 years ago I was wearing them during a party organized by members of my Rotary Club. All attendees wanted their picture taken with the cowboy boots & me. Thus, they generously donated money to support one of our community causes, KID' Calm, intended for children suffering from cancer and receiving radiotherapy.

Why have you joined GPC?

Ten years ago, I already served as a board member in a couple of French international companies and I felt the lack of cultural aspects in the process of decision-making. So, I decided to make an International Comparison of Corporate Governance about guidelines and codes of Best Practice in Developed Markets. It was useful to improve my behaviour and increase my understanding of CEOs of foreign subsidiaries on French boards where I was appointed a board member. As honorary chairwoman of APAI, a French association of individual shareholders, I was also a member of the consultative individual shareholders of ANSA, the french association of joint-stock companies. His former Chairman and COO of ANSA said he had exchanged a very interesting correspondence with David Masse, the former chair of CSCS/GPC and had introduced me to David. David invited me to attend the Annual Corporate Governance Conference in Vancouver. I was so delighted and grateful to have met foreign colleagues and discover other approaches of corporate governance that I joined GPC, formerly CSCS. Every year, I renew my membership.

Why do you think GPC is an important organization for any governance professional to belong to in Canada?

Over the years GPC has adapted to the needs of professionals (corporate secretaries, CEOs, Chair, board members, consultants). It regularly proposes many events (short and half-day webinars, annual conference, annual awards ceremony, etc) and it has offered initial training and advanced vocational training to its members for a couple of years. GPC strives to continuously promote best practices that serve as a source of inspiration to governance community. Moreover, it has a couple of loyal well-known sponsors. Such support is a good sign of GPC's seriousness and of a significant commitment thus improving the association's reputation. The more adherents GPC has, the more GPC will play an important role in hard law and in soft law. GPC will become a force capable of making a difference in governance on the national and international stage.

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How did you get into governance and your current role?

Two years following the Enron scandal in 2001, I created my own consultancy firm to help both large and small companies (non-family and family business firms) in their relations with shareholders. At the same time, I also became a board member in a French listed company, which continues to be exciting and interesting. I had finally discovered my mission down here on Earth! Today, I'm a slasher in corporate governance: I advise listed and non listed companies, I teach corporate governance in several business schools and train future board members, and I'm the only French person who serves as a judge in an international competition of family business firms at UVM, Burlington, VT, USA. Last but not least, I serve as a board member in four French listed companies and I am Chair of the French subsidiary of a Irish company.

What does governance mean to you?

Governance is a topic more important than ever. It is the right balance between three powers (sovereign, executive and control) and it includes the importance of listening to stakeholders expectations in order to avoid conflicts of interests and improve the profitability of companies. It is also the foundation for economic sustainable growth and financial stability. It builds trust in our companies and in our civil society, builds social cohesion too and reduces risks. For that, it is based on the two pillars of hard and soft law. Good governance improves the process of decision making and includes duties from the board of directors.

What is the most fulfilling part about your role in governance?

What do you love most about your job?

As a board member, playing an active role in defining the strategy and remaining close to the core business is what I love about my job. I measure the confidence of shareholders who elected me. As a part-time teacher, passing on my knowledge in corporate governance is stimulating from a professional viewpoint. The chance to enable students and new generations also allows me to establish closer ties with my students and to guess their aspirations. As an advisor, helping my clients to improve their corporate governance is also very exciting.

What do you believe is a key topic right now in the governance industry?

Transparency, trustbuilding mechanisms (and feedback is one of them) and purpose governance are key topics in the governance industry. That's why training is crucial to sensitize & provide relevant KPI. So you create an atmosphere of trust between the sovereign power (shareholders), the executive power (top management team), the power of control or monitoring (boards) and stakeholders to share and distribute added value much more fairly than is the case.

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Where do you see, or would like to see the role of governance in the next few years?

The role of governance will increase in the next few years because of new needs and issues. In August 2019, Business Roundtable redefined the purpose of a corporation to promote 'an economy that serves all Americans and many countries have followed their examples'.

For example, the same year, Pacte Law was enacted in France and provides a new step in France's economic transformation. Its aim is clear: liberated companies are better funded, more innovative and more fair. Shareholders viewpoints are changing and they are more exigent.

Moreover, stakeholders are becoming more powerful and want to be actors in the process of decision making. Employees as internal stakeholders wish to integrate boards and bring their skills. Clients, suppliers, NGOs and civil society are more and more sophisticated, and often seek out innovative and sustainable products and services. There are more new players with a stake in raw resources and we are facing new and very complex issues. As a result, boards members have to challenge executives' approaches to meet these challenges. We need consultative stakeholders committees and I hope they will have constructive relations with boards.

What is the best career advice you have received?

Jean-Marie Descarpentries, a famous former CEO of big companies gave me these two key pieces of advice:

1. It's much better to make consistent steady progress than to instantly go for the big home run.
2. It's much better to move onward in any disordered event than to trample in a rigid path.

With this advice, I always try to find the right answers to challenges and determine solutions to reversing negative trends. Board members are accountable and we must dare to live up to our responsibilities in order to serve the overall interest of companies.