Getting the Board Onboard: Gaining Board Support for Your Awareness Program

kevin@magee.ca
@kevinamagee
www.kevinmagee.com
A Quick Disclaimer

I am a member of the Brant Community Healthcare System Board, happily married and gainfully employed and very much wish to remain so on all accounts.

Therefore, the content and opinions expressed during this presentation are mine alone and do not in anyway represent those of the BCHS Board, BCHS organization, my wife, past, current or future employers.
Three questions to set the stage for this discussion....
#1 Who feels that having support of the board and senior leadership is key for a successful security awareness program?
#2 Who feels that they have full support of the board and senior leadership for their security awareness program?
#3 Who would rather get a root canal than present a budget request to the board for a security awareness program?
Level Setting Perceptions
My Agenda...
If you want to get the Board onboard...

Start by creating a board awareness program.
I am a Board Member

Enter my world...
What’s it like to be a member of the board?
Monthly Board Meeting
Annual Retreat
And then there’s all sorts of Committees too...

- Executive Committee
- Finance Committee
- Audit Committee
- Nominating and Governance Committee
- Compensation Committee
- Compliance and Ethics Oversight Committee
- Risk Oversight Committee
- Ad Hoc Committees/Working Groups/Task Forces
<table>
<thead>
<tr>
<th>Committee</th>
<th>2017</th>
<th>2018</th>
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<tr>
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<td>7th 2nd 6th 4th 1st 6th</td>
<td>3rd 7th 7th 4th 2nd 6th</td>
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<td>8th</td>
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<td>26th 24th 28th 23rd 27th 27th 24th 22nd</td>
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<td>19th 14th 20th</td>
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<td><strong>GOVERNANCE</strong></td>
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<td><strong>MEDICAL ADVISORY</strong></td>
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<td>1600 Hours; H1 Conference Room (3rd TUES)</td>
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<td><strong>JOINT CONFERENCE</strong></td>
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<td>0730 Hours; Boardroom (2nd THURS, QUARTERLY)</td>
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<td><strong>AUDIT COMMITTEE</strong></td>
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<td>0800 Hours; Boardroom (March, May &amp; October)</td>
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“Canadian corporate directors say they are working an average of 304 hours a year.”

I have averaged \textbf{240} hours each of the past 2 years as a volunteer member of the Brant Community Healthcare System Board of Directors.

And 50 – 100 hours each year on Advisory and Startup boards.
But what do board members actually do?
The role of director is one of stewardship. Directors are responsible for managing, or supervising the management of, the corporation.

Fiduciary Duty
Directors are fiduciaries of the corporation they serve. This long-standing common law principle governs all aspects of the directors’ relationship to the corporation and is codified in the corporate statutes by the requirement that directors act “honestly and in good faith with a view to the best interests of the corporation” in exercising their powers and discharging their duties.

Source: Directors’ Responsibilities in Canada: October 2014 Sixth Edition - Institute of Corporate Directors
https://www.icd.ca/getmedia/581897ca-d69d-4d4f-a2a2-ca6b06ef223b/5467_Osler_Directors_Responsibilities_-Canada-FINAL.pdf.aspx
Duty of Care
In discharging their duties, directors must “exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.” This standard of care can be achieved by any director who devotes reasonable time and attention to the affairs of the corporation.

Source: Directors’ Responsibilities in Canada: October 2014 Sixth Edition - Institute of Corporate Directors
https://www.icd.ca/getmedia/581897ca-d69d-4d4f-a2a2-ca6b06ef223b/5467_Osler_Directors_Responsibilities_-_Canada-FINAL.pdf.aspx
Business Judgment
American courts have developed a presumption that directors have acted properly in making a business decision if they acted with due care, good faith and in the best interests of shareholders, and their decision can be attributed to a rational business purpose.

Source: Directors’ Responsibilities in Canada: October 2014 Sixth Edition - Institute of Corporate Directors
https://www.icd.ca/getmedia/581897ca-d69d-4d4f-a2a2-ca6b06ef223b/5467_Osler_Directors_Responsibilities-_Canada-FINAL.pdf.aspx
Noses In, Fingers Out is a long-standard rule of thumb for boards of directors and the organizations they govern.

Fingers out means that board members should not disempower management from running the business by running it for them.

It means don't interfere.

What does the board really care about?

The health, welfare and future of the organization.
So who’s on a board anyway?

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<thead>
<tr>
<th>Section</th>
<th>Competency</th>
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<td>Self-Assessment</td>
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<td>Director A</td>
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<td>Tenure</td>
<td>5</td>
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<tr>
<td>Technical Skills and Experience</td>
<td>Accounting</td>
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Want a board-level cybersecurity expert? They're hard to find

Members of the board must be ready to defend their fiduciary decisions, corporate policies, compliance actions and, soon, cybersecurity preparedness.
Mr. Dolan - Chief Executive Officer of Bacardi Limited

Mr. Edwards - President, NIKE Brands of NIKE Inc.

Dr. Fergusson - President Emeritus of Vassar College.

Ms. Lewnes - Executive Vice President and Chief Marketing Officer of Adobe Systems Incorporated

Mr. Ng - Chairman of the Board and Chief Executive Officer of East West Bancorp, Inc.

Mr. Prabhu - Chief Financial Officer of Visa, Inc

Mr. Scarborough - Executive Chairman of the Board of Avery Dennison Corporation.

Mr. Sinclair - CEO and Executive Chairman of the Board of Mattel, Inc.
Roxanne S. Austin  
President, Austin Investment Advisors  
Roxanne S. Austin is President of Austin Investment Advisors, a private investment and consulting firm.

Douglas M. Baker, Jr.  
Chairman and Chief Executive Officer, Ecolab Inc.  
Douglas M. Baker, Jr., is Chairman and Chief Executive Officer of Ecolab Inc., a provider of water and hygiene services and technologies for the food, hospitality, industrial and energy markets.

Brian C. Cornell  
Chairman of the Board and Chief Executive Officer, Target Corporation  
Brian C. Cornell has served as Chairman of the Board and Chief Executive Officer of Target Corporation.

Calvin Darden  
Chairman, Darden Putnam Energy & Logistics, LLC  
Calvin Darden is Chairman of Darden Putnam Energy & Logistics, LLC, a company that sells fuel.

Henrique De Castro  
Former Chief Operating Officer, Yahoo! Inc.  
Henrique De Castro is the former Chief Operating Officer of Yahoo! Inc.
What do most board members have in common?
Smart and Successful

Experts in their own field

Experience founding and/or running large organizations

Impeccable credentials and trust
Results oriented
Data focused
Business, not technology inclined
P&L Obsessed
They’re not used to being inexperienced and ill-informed on a topic.
Reset your password

Warning: Passwords longer than 16 characters cannot be used with the Xbox 360

New password

8-character minimum; case sensitive

Reenter password

Cancel  Next
How NOT to talk to the board.
(The kind of stuff we hate)
Am I being presented information or am I being asked to make a decision?
Scary stories are for around the camp fire not the boardroom table.
CYBER ATTACK!
Virus knocks Erie County Medical Center offline for days

While officials declined to say whether the attack was ransomware, the hack returned the Buffalo-based provider to pencil and paper.
Erie County Medical Center restoring systems after data breach

By
Greg Slabodkin

Published
April 27 2017, 6:30am EDT

Two weeks after being hit by an unspecified computer virus, 602-bed Erie County Medical Center in Buffalo, N.Y., is starting to return its information systems to operation.
Erie County Medical Center, which continues to struggle with a massive computer shutdown, reported Friday that it is making progress in efforts to restore its information systems.

In a summary of computer restoration progress, medical center officials said the hospital website was now up, and more than 6,000 hard drives were cleaned and returned to work stations, although staff were advised not to turn on the computers yet.
The electronic medical record system is partly back up in view-only mode. An electronic registration process has begun for emergency department patients, ambulatory surgery, transplantation, dentistry and direct admissions. Temporary email has been established, and other financial systems are beginning to come online.

ECMC said the following restoration tasks will take place next week: establish a new hospital email system; continue phased restoration of inpatient electronic medical record functions, including the ability to view outpatient electronic medical records; electronic communication with the ECMC lab system; the bed coordinating system; and the roll out of restored desktop computers.

Other work is scheduled to start the week of May 1, including electronic transmission of radiological images; physician documentation, starting with the emergency department and psychiatric emergency room; the continued rollout of restored desktop computers; and the continued restoration of inpatient electronic medical record functions.
Lose the generic "hacker" clipart and stock images.
Stop perpetuating the myth of the Hollywood hacker...
Relate everything to the business:

Stop thinking of them as “hackers” and start thinking of them as “criminals” that happen to use computers...
THE SHOCKING SCALE OF CYBERCRIME

$388 BILLION

THE TOTAL BILL FOR CYBERCRIME FOOTED BY ONLINE ADULTS IN 24 COUNTRIES TOPPED USD $388BN OVER THE PAST YEAR.

Norton by Symantec Graphic
The global economy presents its own set of opportunities and threats for businesses in a range of industries. IBISWorld's Global Computer Hardware Manufacturing global market research report provides the latest industry statistics and industry trends, allowing you to identify the products and customers driving revenue growth and profitability. The industry report focuses on industry performance in key regions around the world and identifies the leading companies globally.
LEADS (1000)

Stage 1: Generate / Assign

PROSPECTS (100)

Stage 2: Qualify / Convert

CUSTOMERS (10)

Stage 3: Customer
“We are just some little hospital located in [generic city]... no one would ever bother hacking us!”
How to talk to the board.
(The kind of stuff we like)
First rule... never surprise a board
Coach us on the basics.
Don’t assume security is a priority.
Do your homework.

Be situationally aware.
What do you want from me?
Make it crystal clear.
Make a business case not a presentation.
Give us the big picture.

Remember nose in, fingers out!
We will want to see a program that...

1. Has a well thought out approach.

2. Aligns to the values and strategy of the organization.

3. Has adequate controls and reporting that allows us to hold management accountable for results.
We will want to know that the approach is based on recognized, best practice standards to assure directors that the picture we are shown is consistent and accurate.
Security Awareness Maturity Model

Non-Existent
Compliance Focused
Promoting Awareness & Behavior Change
Long-Term Sustainment & Culture Change
Robust Metrics Framework

Fig. 1 - The Security Awareness Maturity Model
Bring data.

We like data.

We like data that provides clarity, not more noise and more reading.
Send us your presentation in advance.

Assume we’re grown ups and can read.

Highlight some important points in your presentation and move to discussion/questions as soon as possible.

70-80% of your allotted time should be focused on answering questions.
We are going to test and challenge you.

That's our job.

Don't take it personally.
How to social engineer the board.

(But in a good way... ;-)

Recon
Investor Relations

Investor Overview

Corporate Profile

Featured Content

Investor Overview
- Investor Presentation
- Q1 2017 Supplemental File Overview

Extending Visibility into the Public Cloud
Wednesday, December 7, 2016 1:30 p.m. PT
Click here for webinar
- Companion Deck
- Press Release
- Landing Page
- Amazon Web Services 101: What’s Driving Companies to the Public Cloud? - Blog
- GigaTalks Cloud Chat with Shahzad Merchant and Fred Studer

Investors
- Investor Overview
- Annual Shareholder Meeting
- Stock Information
- SEC Filings
- Analyst Coverage
- Press Releases
- Corporate Governance
- Corporate Leadership
- Investor Calendar
- Webcasts & Presentations
- Investor FAQs
- Information Request
- Investor Contacts
Do You Have A Coach In Your Corner?
The Benefits of Financial Wellness Programs

**Employee**
- 21% Improve overall well being
- 49% Improve awareness of financial situation
- 49% Education for financial goals
- 23% Empower to change behavior
- 30% Minimize stress
- 9% Increase employee engagement
- 19% Provide a healthy work-life balance
- 10% Improve productivity
- 34% Peace of mind
- 11% Minimize time on personal issues
- 17% Minimize time off

**Employer**
- 53% Improve overall well being
- 40% Improve awareness of financial situation
- 36% Education for financial goals
- 35% Empower to change behavior
- 29% Minimize stress
- 29% Increase employee engagement
- 22% Provide a healthy work-life balance
- 18% Improve productivity
- 6% Peace of mind
- 3% Minimize time on personal issues
- 3% Minimize time off

Source: SourceMedia Research, 2013
### PERSONAL 401K PLAN

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<td>Stock Purchase</td>
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<tr>
<td>TOTAL CONTRIBUTION</td>
<td>$9,909.92</td>
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Growing BYOD Trends

2013:
- SMBs supporting BYOD will increase by 14%
  - 2012: 59%
  - 2013: 73%

2014:
- Number of connected devices: 3.3/employee
- Gartner predicts 90% of companies will allow BYOD

Employee tablet use will see a year-to-year increase of 50%

1.2 billion smartphones will enter the market in the next 5 years
Google

Sign in with your Google Account

Email

Password

Sign in

Stay signed in

Need help?
Facebook Login

Log in to use your Facebook account with Tut.

Email:  
Password:  

Keep me logged in

Log In  or Sign up for Facebook

Forgot your password?
Apple ID

Your Apple ID is used to set up the iTunes Store, the Mac App Store, iCloud, and more on your Mac. Learn more.

Apple ID
Password

Want to use different Apple IDs for iCloud and iTunes?
Forgot Apple ID or Password?

Create a Free Apple ID
Back
Continue
Skip
Get in to Okta

Please enter your organization's address. We'll send you to your own login page, where you can access your account directly.

**Your Site Address**

mycompany

Submit
Weaponize
frequently asked questions
Exploit
• Provide regular feedback as requested.

• Ensure metrics are accurately and regularly reported

• Come back and demonstrate success.

• Get board members engaged and invested in your success.
WE THINK IT'S TIME FOR YOU TO COME SIT AT THE BIG KIDS' TABLE!!!
Getting the Board Onboard: Gaining Board Support for Your Awareness Program

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