

Talking to the Board

So The Board Will Talk Back

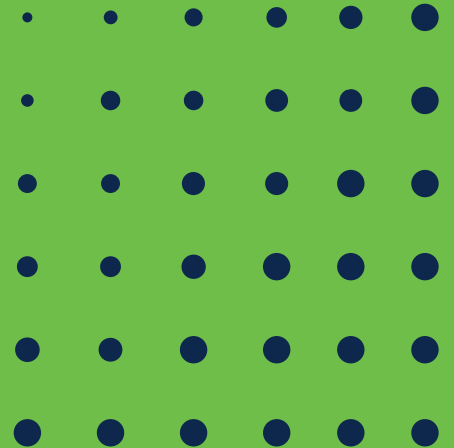
Helen Patton
Advisory CISO
June 2022

Agenda



- ▶ The Problem
- ▶ Roles and Responsibilities
- ▶ Engaging the Board
- ▶ What to Say, and How to Say It
- ▶ There Be Dragons
- ▶ What's Next?

The ~~Problem~~ Opportunity





mis·com·mu·ni·ca·tion

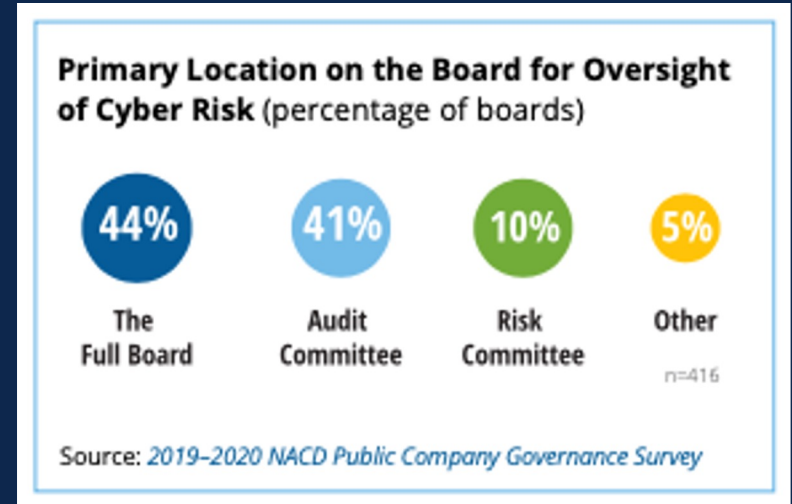
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noun

failure to communicate adequately

Board Members

- Don't understand security, or systemic risks of technology - they recognize the risk, but don't know how to quantify it
- Aren't structured to pay attention to Cyber



Security Leads

- Don't understand how boards (should) work
- Don't know what language to use
- Don't have the right resources on the team

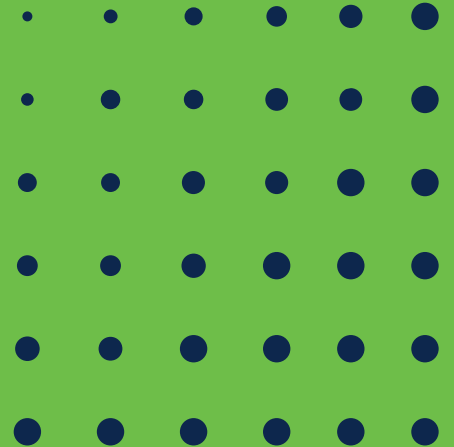


So What?

- Access to \$\$\$
- Organizational Change Management
- Enable The Business
- Enhance Resilience



Roles and Responsibilities



“...include setting the company’s **strategic** aims, providing the **leadership** to put them into effect, **supervising** the management of the business and **reporting** to shareholders on their stewardship.”

The Cadbury Report (UK 1992)



Cyber Risk Corporate Governance

- Cyber is a **strategic business enabler**
- Understand **economic drivers** and impact of cyber risk
- Align cyber-risk management with **business needs**
- Ensure organizational design **supports cybersecurity**
- Incorporate cyber expertise into board governance
- Encourage **systemic resilience** and collaboration

World Economic Forum (Mar 21)

Cyber Risk Oversight

- Understand and approach cybersecurity as a **strategic, enterprise risk**, not just an IT risk.
- Understand the **legal implications** of cyber risks as they relate to their company's specific circumstances.
- Have adequate access to cybersecurity expertise, and **discussions about cyber risk management** should be given regular and adequate time on board meeting agendas.
- Set the expectation that management will establish an **enterprise-wide**, cyber-risk management framework with **adequate staffing and budget**.
- ...include identification and quantification of **financial exposure to cyber risks** and which risks to accept, mitigate, or transfer, such as through insurance, as well as specific plans associated with each approach.

National Association of Corporate Directors Handbook (2021)

“The key questions for the board are no longer limited to how technological innovation can enable business processes, but how to **balance** their own major digital **transformations** with effective management of inherent **cyber risk** that can compromise the enterprise’s long-term strategic interests.”

NACD Handbook (2021)

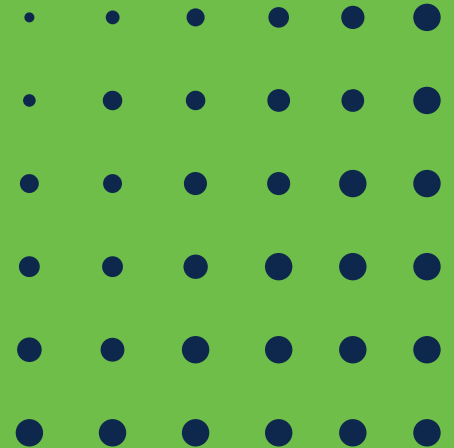




“It is the job of a CISO to help the board of directors or non-technical members of the organization understand the security **risks** involved in their decisions for the company’s **current and future vision.**”

<https://blog.eccouncil.org/what-is-ciso-roles-responsibility-career-salary-and-requirement-for-becoming-ciso/>

Engaging the Board



How Are You Organized?

- Good:
 - Have a dedicated IT/Cyber Committee
 - Have technical SME Directors
 - Do regular full board reporting
 - Have 1:1/Independent access to Directors
- Less Good:
 - Have limited/no time with Board
 - Have cyber as part of the Audit Committee
 - Have gatekeepers to Director access

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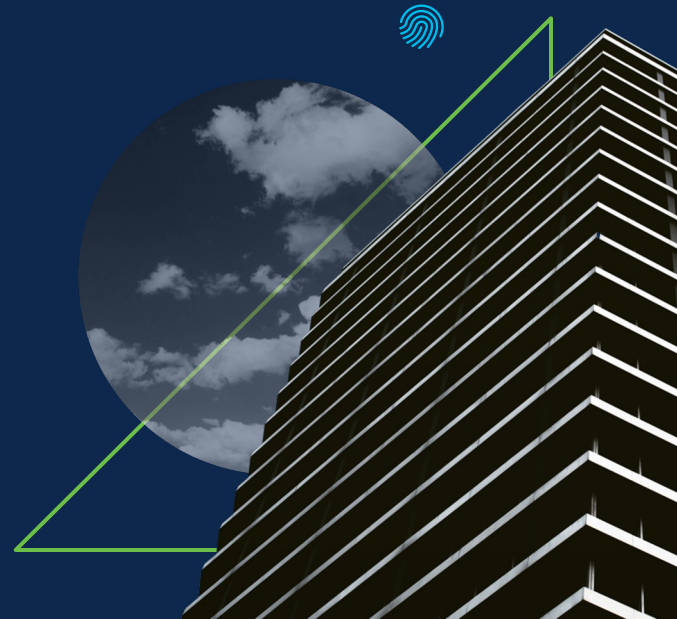
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Establish a Relationship

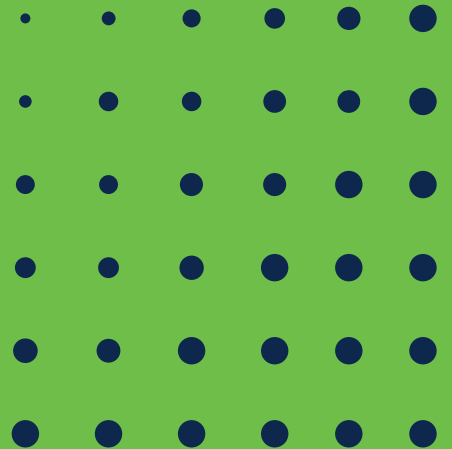
- Be part of new Director onboarding
 - Role/responsibility expectations
 - Normal business
 - Incidents
 - Set expectation for regular and off-cycle updates
- Offer White Glove Security Services
 - Director setup/data usage
 - Home/Family services

CISO-Director Activities

- Tabletop Exercises
 - Director-level role play
 - Director observation of Management TTX
- 1:1 Meetings w/ Key Directors
 - Regular (Quarterly?)
 - National/Industry Events
 - Conversation allowing questions
- Board Training
 - Raise general skills of Board
 - Understand company risk appetite



What To Say And How To Say It



Formal Board Presentations



Photo by [Elisa Ventur](#) on [Unsplash](#)



Photo by [Joshua Hoehne](#) on [Unsplash](#)

Tell A Story...

Beginning

Middle

End

Tell A Story...

Where We Started

Middle

End

Tell A Story...

Where We Started

Where We Are

End

Tell A Story...

Where We Started

Where We Are

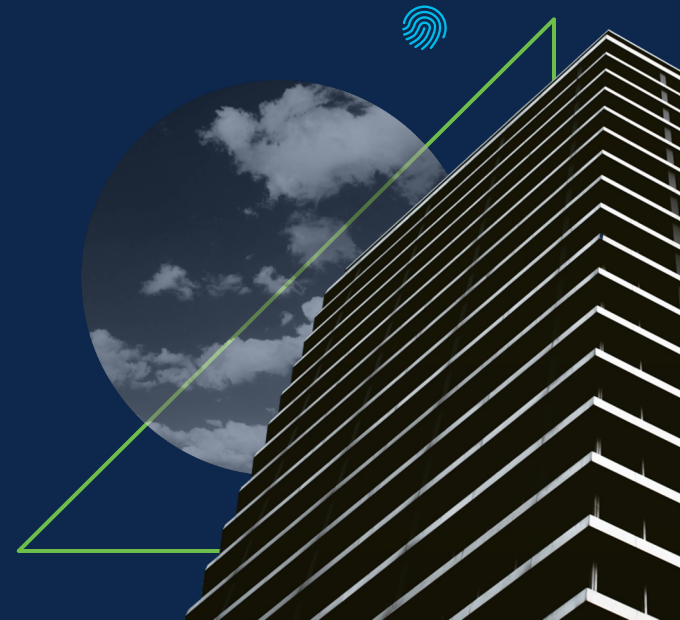
Where We Plan To Be

This Means...

- Frameworks to show maturity progression
- Third Parties to independently assess progress
- Speak of value at risk
 - AKA link to business objectives
- No technical metrics
- Benchmarking (or at least, peer comparison)
- Takeaway question...and action

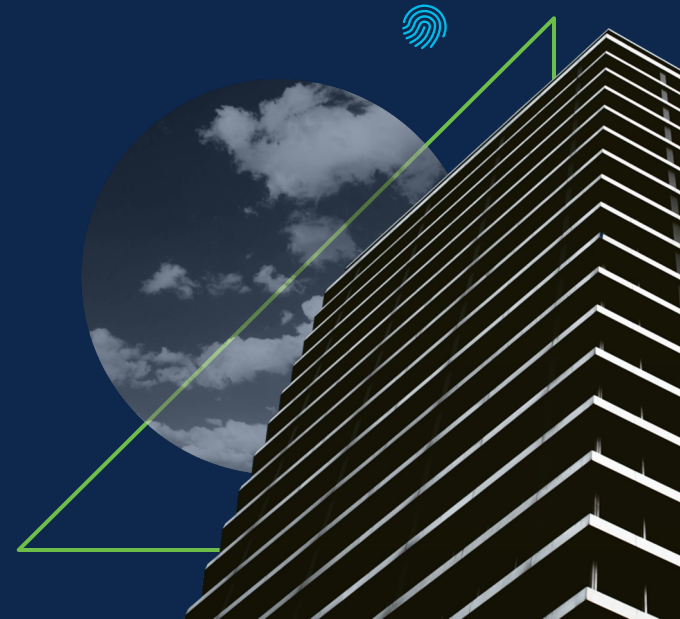
Questions for the Board

- Does This Match Your Understanding Of Our Risk Tolerance/Appetite?
- Is There Additional Clarity I Can Provide?
- What Would You Like To See In Future Reports?
- Would You Like to See A Different Outcome?



Board Actions

- Follow Up 1:1 Call To Further Explain Material
- Meeting with C-Suite to Deep Dive on Project/Initiative Risks
- Use of Board Concerns in TTX Scenarios



There Be Dragons

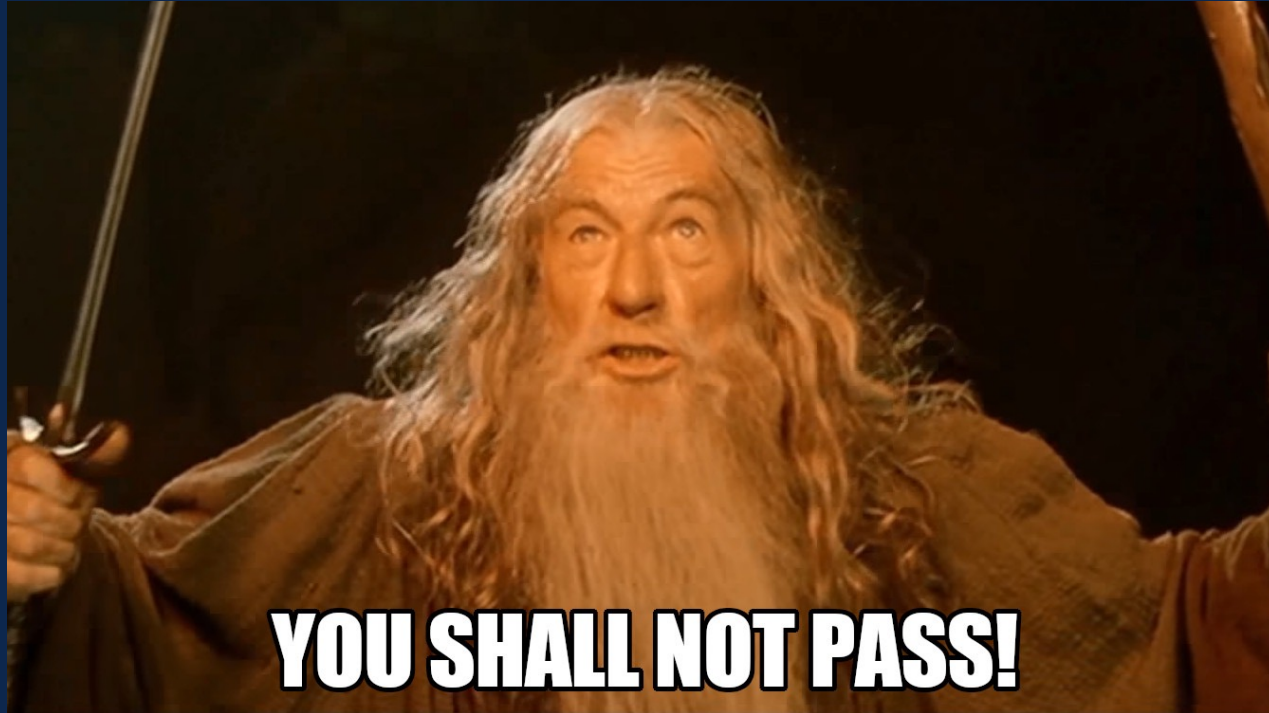


Delivering Bad News



Photo by [Brett Jordan](#) on [Unsplash](#)

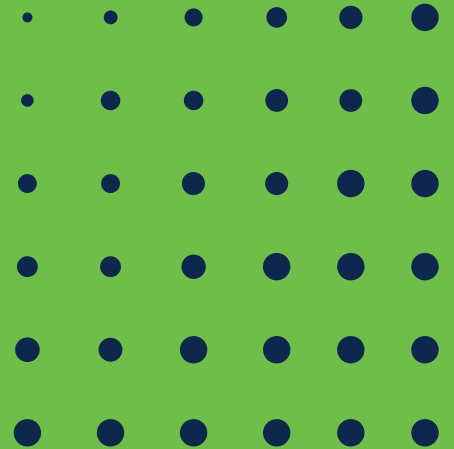
Managing Gatekeepers



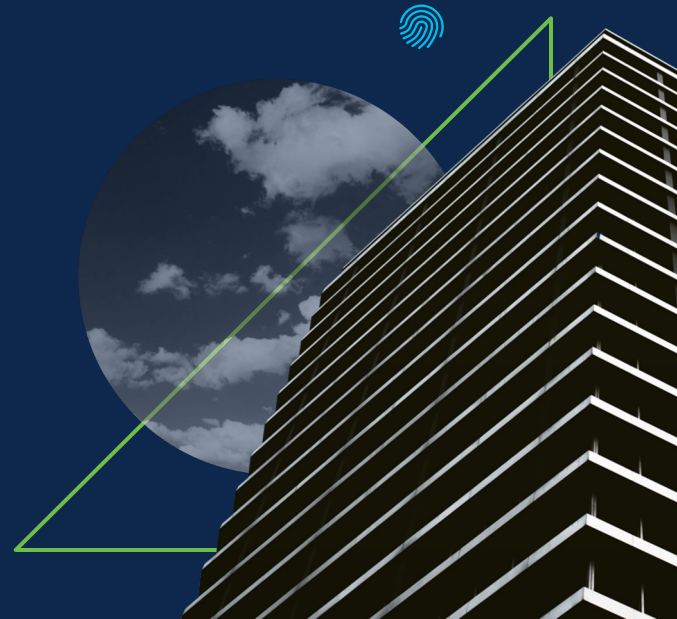
Don't Do It Alone – Vendors/Partners

- Benchmarking
- External assessments
- Board exercises
- State of the industry
- Security teams of other Director organizations

What Next?



- Formal communication strategy
- Describe outcomes, not capabilities/products
- Talk in terms of business-aligned investments
- Tell stories, often





SECURE