

Governing what *actually happens.*

How well-governed boards still fail, and what to do before it happens. Programmes and advisory work from Frank Tsuro for boards, chairs and non-executive directors.

SEE · DECIDE · EXECUTE · LEARN

01 SEE

Can the board see what is actually happening?

02 DECIDE

Can it decide well, and disagree well, before it commits?

03 EXECUTE

Does the decision become action, as intended?

04 LEARN

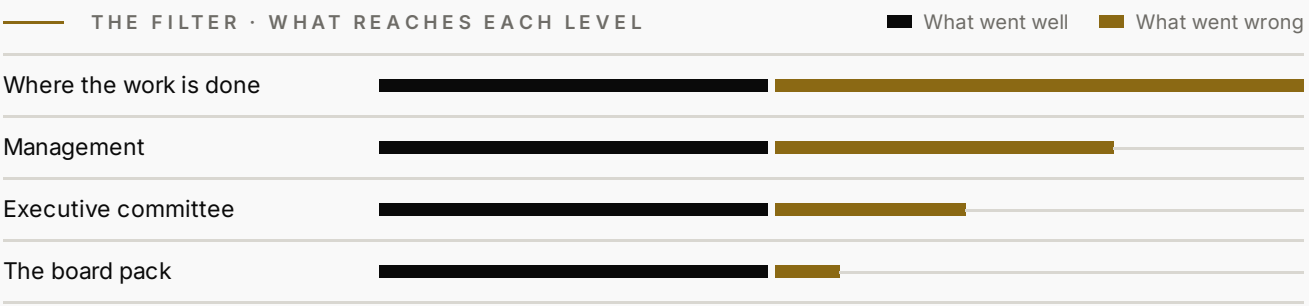
When something fails, does it learn the cause?

01 / THE PREMISE

Boards can follow good practice and *still miss what is happening.*

Most director education explains what good governance looks like. These programmes start from what happens next: the distance between what a board decides and what the organisation actually does.

THE FILTER · WHAT REACHES EACH LEVEL



Illustrative. At each level the uncomfortable part is easiest to drop: often through structure, not dishonesty.

WHERE THE METHOD COMES FROM

Air accident investigation treats human error as the start of an inquiry, not its conclusion. It asks what a capable crew believed when they acted, and why that belief made sense at the time. Frank Tsuro uses that question as a lens on boards.

ACCIDENT INVESTIGATION	ICAO Annex 13, the international standard for investigating aircraft accidents.
SYSTEMIC FAILURE	James Reason's Swiss cheese model.
SITUATIONAL AWARENESS	Mica Endsley's research on what a team sees, understands and expects next.
JUST CULTURE	Sidney Dekker's work on learning from failure without blame.
CREW RESOURCE MANAGEMENT	How flight crews are trained to challenge a captain.

The question is not only who failed. It is what the system made it *impossible to see.*

ACCOUNTABILITY STAYS

None of this removes accountability. Directors remain responsible, and some failures are deliberate. The work separates a failure of information from a failure of will, so the board can deal with each.

FOR EXPERIENCED DIRECTORS

These programmes build on the foundations of director education and certification, and work within the governance code your board applies, wherever it reports.

02 / THE PROGRAMMES

6 programmes, *one discipline.*

A board's work does not end when a decision is approved. It begins again when that decision meets the organisation. 4 programmes follow that cycle, and 2 more serve boards in particular situations. Select a title to go to its page.

01 SEE	02 DECIDE	03 EXECUTE	04 LEARN
Green Dashboards, Red Reality	**Before the Vote**	**What Exactly Did We Decide?**	**Fix the System, Not the Pilot**
Can the board see what is actually happening?	Can the board decide well, and disagree well, before it commits?	Does the decision become action, as the board intended?	When something fails, does the board learn the cause?
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WHAT THE BOARD LEARNS FEEDS WHAT IT LOOKS FOR NEXT

3 WAYS TO RUN EACH PROGRAMME

KEYNOTE

45 to 90 minutes. The idea, a disguised case and the 3 questions, for a conference, an institute event or a board dinner.

OPEN WORKSHOP

90 minutes to 4 hours. Directors from different organisations work on specimen board papers. Suited to CPD calendars.

BOARD WORKSHOP

90 minutes to 4 hours. One board, working on its own papers, decisions or incidents, in confidence.

2 FURTHER PROGRAMMES

PROGRAMME 05

The Real Decision-Makers

Informal power, succession and leadership transition.

PAGE 8 →

PROGRAMME 06

The Board's Information Problem, Automated

AI, and the records it learns from. Also given as the keynote Precisely Wrong.

PAGE 9 →

For a specific problem in front of the board, see board advisory on page 10 →

Green Dashboards, *Red Reality.*

Directors learn to hear what their organisation is not telling them, and to stop signalling which answer they want.

THE BOARD QUESTION

Who in this company knows something we do not, and what would it cost them to tell us?

WHO IT IS FOR

Boards, audit and risk committees, and company secretaries who rely on board packs, assurance reports and management information.

ABSTRACT, READY FOR YOUR PROGRAMME

Bad news tends to get smaller on its way to the top: at each level, the uncomfortable part is easiest to drop. Frank Tsuro shows directors why board packs can stay green while reality turns red, how boards create that silence without meaning to, and the question that tests any report: how do we know?

THE CASE · SHARED WITH PERMISSION

The green dashboard

A financial services group, 2 years late and over budget, reported green every month. The operations lead knew the targets and the compliance rules could not both be met, and could not say so once a launch date was set. Frank gave the chair 2 pages. The system launched 3 months later.

AS A KEYNOTE

45 to 90 minutes. The filter, how boards feed it without meaning to, and the green dashboard case.

AS AN OPEN WORKSHOP

90 minutes to 4 hours. Directors test a specimen board pack for what is reported, experienced and operational.

AS A BOARD WORKSHOP

90 minutes to 4 hours. The board tests its own latest pack, and rewrites 3 requests for information as tests.

DIRECTORS WILL BE ABLE TO

01 Distinguish the reported, experienced and operational versions of the business in a board pack.

02 Identify the board behaviours that signal to management which answer is wanted.

03 Turn a request for more information into a test of what the board already has.

3 QUESTIONS FOR THE BOARDROOM

01 Which of our green indicators has been green the longest, and when did anyone last test it?

02 What have we announced before it was ready, and what has that made hard to say?

03 When did we last hear bad news early, and what happened to the person who brought it?

Before *the Vote.*

Directors learn to challenge without taking over, and to put their doubts on the table before the vote rather than after it.

THE BOARD QUESTION

What would have to be true for this decision to fail, and what would change our minds?

WHO IT IS FOR

Boards facing a decision they cannot easily reverse: an acquisition, major capital, a restructuring or a chief executive appointment.

ABSTRACT, READY FOR YOUR PROGRAMME

Directors often know they disagree before they know how to disagree well. Drawing on how flight crews are trained to challenge a captain, Frank Tsuro shows boards how to challenge a chief executive and keep the relationship, and how to test a major decision before it is taken.

A SPECIMEN DECISION RECORD

MADE UP · DESCRIBES NO CLIENT

DECISION	Approve phase 1 of the regional expansion: 4 sites, within budget.
WHAT WOULD SHOW IT IS FAILING	Phase 1 sites below 60% of plan at month 9.
WHO WATCHES FOR IT	The chief financial officer, reporting directly to the board.
WHEN WE LOOK AGAIN	The first board meeting after month 9, whatever the numbers say.

AS A KEYNOTE

45 to 90 minutes. Challenge without taking over: why boards agree too early and why some directors go quiet.

AS AN OPEN WORKSHOP

90 minutes to 4 hours. A pre-mortem on a specimen decision, ending in a decision record.

AS A BOARD WORKSHOP

90 minutes to 4 hours. A pre-mortem on the board's live decision, after a private conversation with each director.

DIRECTORS WILL BE ABLE TO

01 Challenge a chief executive in a way that strengthens the relationship rather than testing it.

02 Run a pre-mortem: assume a decision has failed and work back to why.

03 Build a decision record that names what would show the decision is failing, and who watches.

3 QUESTIONS FOR THE BOARDROOM

01 When did someone last change this board's mind, and how?

02 Who on this board has gone quiet, and what did the last person who disagreed learn?

03 What evidence would make us reverse this decision, and who is watching for it?

What Exactly *Did We Decide?*

Boards learn to write a decision that cannot be misread, and to tell early when it is not becoming action.

THE BOARD QUESTION

What did we decide, and how would we know if it is not happening?

WHO IT IS FOR

Full boards, chairs and company secretaries, and boards with their executive committee after a strategy day or a missed year.

ABSTRACT, READY FOR YOUR PROGRAMME

The resolution is minuted, the authority delegated and the dashboard set up. Months later, the business has not changed. Frank Tsuro traces the 5 gaps between a board decision and a changed business. A board can be socially aligned and intellectually misaligned, and this programme shows directors how to tell the difference.

THE 5 GAPS BETWEEN A DECISION AND A CHANGED BUSINESS

GAP 01	GAP 02	GAP 03	GAP 04	GAP 05
Decision	Interpretation	Ownership	Execution	Feedback
What did we decide?	What did management hear?	Who is accountable?	What changed?	How do we know?

WHERE ONE CASE BROKE DOWN

WHERE MOST BOARD REPORTING LOOKS

The case, disguised: a programme approved in full 3 years running, and funded in part each time by a team working to a different timetable.

AS A KEYNOTE

45 to 90 minutes. The 5 gaps, through a programme approved in full 3 years running and funded in part each time.

AS AN OPEN WORKSHOP

90 minutes to 4 hours. Directors rewrite a specimen resolution so that it cannot be misread.

AS A BOARD WORKSHOP

90 minutes to 4 hours. One strategy, one room: board and executives compare private answers, unattributed.

DIRECTORS WILL BE ABLE TO

01 Distinguish a board decision from management's interpretation of it.

02 Identify the 5 points at which a decision can drift from execution.

03 Write a resolution with an owner, a date and a test of whether it is happening.

3 QUESTIONS FOR THE BOARDROOM

01 If each director wrote down what we decided last time, would the notes match?

02 Which decision has come back to this board more than twice, and why?

03 What did we approve this year that the budget has not yet funded?

Fix the System, *Not the Pilot.*

Directors learn to ask what made a failure likely before asking who failed, without letting anyone off the hook.

THE BOARD QUESTION

When something goes wrong, will this board learn the cause, or settle for a culprit?

WHO IT IS FOR

Boards and their audit, risk and ethics committees, especially where failure is visible and expensive.

ABSTRACT, READY FOR YOUR PROGRAMME

Aviation learned to treat human error as the start of an investigation, not its conclusion. Frank Tsuro shows boards why a serious failure rarely rests on one bad decision, how to tell honest error from recklessness and a blind spot from a choice, and what to ask when a report ends with the name of a person.

A SPECIMEN BOARD STANDARD FOR REVIEWS

ILLUSTRATIVE

01 It names the conditions, not only the people.

02 It says what was known, by whom, and when.

03 Every finding rests on a second, independent source.

04 It separates honest error from recklessness.

05 Every fix has an owner, a date and a test someone outside could verify.

AS A KEYNOTE

45 to 90 minutes. Through a utility whose 4 years of clean audits tested only what reached them, while 17 issues were downgraded on the way up.

AS AN OPEN WORKSHOP

90 minutes to 4 hours. Directors review a specimen incident report against a board standard.

AS A BOARD WORKSHOP

90 minutes to 4 hours. When things go wrong: the board works through one of its own past incidents.

DIRECTORS WILL BE ABLE TO

01 Separate the trigger from the conditions already in place, and what each costs to fix.

02 Tell a failure of information from a failure of will, and decide which belongs to the board.

03 Set a written standard for the incident reviews and investigations the board will accept.

3 QUESTIONS FOR THE BOARDROOM

01 When our last incident report named a person, what did it say about the conditions?

02 What have we tolerated so long that it no longer looks like a risk?

03 If we commissioned an investigation tomorrow, would we want the real answer?

The Real *Decision-Makers.*

Boards learn to see who actually decides, and to plan a transition around the authority no chart records.

THE BOARD QUESTION

Who actually decides here, and what does our leader do that appears in no job description?

WHO IT IS FOR

Boards facing a succession, and founder-led, family, state-linked and closely held companies.

ABSTRACT, READY FOR YOUR PROGRAMME

Every organisation works 2 ways at once: who reports to whom, and who can quietly stop an idea. Boards govern the first and are surprised by the second. Frank Tsuro shows why leadership transitions often fail at the handover of informal power rather than the title, and how a board can plan for it.

EVERY ORGANISATION WORKS 2 WAYS AT ONCE

ON PAPER	IN PRACTICE
The chief executive approves capital spend within delegated limits.	One approval limit, unchanged through 3 restructures, decides what moves.
Escalation runs up the line to the executive committee.	Issues travel informally, carried by people whose bonus depends on the function they pass.
The board appoints the successor.	The predecessor's network decides whether the successor succeeds.

AS A KEYNOTE

45 to 90 minutes. Through a group that restructured one reporting line 3 times while one approval limit stayed put.

AS AN OPEN WORKSHOP

90 minutes to 4 hours. Directors map the formal and informal decision rights in a specimen company.

AS A BOARD WORKSHOP

90 minutes to 4 hours. The board maps its own organisation's real decision rights ahead of a succession.

DIRECTORS WILL BE ABLE TO

01 Draw the board's real power map beside the formal one.

02 Plan a leadership transition around informal authority as well as the title.

03 Recognise when a strong leader's own filter has become the organisation's.

3 QUESTIONS FOR THE BOARDROOM

01 Which decision would stall if one particular person were away for a month?

02 What does our chief executive do that a successor would not know to do?

03 Whose approval do people seek before a proposal reaches us?

The Board's Information Problem, *Automated.*

Directors learn where a human must decide, and who owns the outcome when a model recommends and a person approves.

THE BOARD QUESTION

Where must a human decide, and have we said so?

WHO IT IS FOR

Boards approving AI programmes, and the technology, audit and risk committees that oversee them.

ABSTRACT, READY FOR YOUR PROGRAMME

AI does not remove the board's information problem. It can industrialise it. Any model trained on, tuned with or fed the company's own records inherits their filters, and its answers arrive fast and confident. Frank Tsuro treats AI as a question of accountability, not technology.

AUTOMATING THE FILTER

What happened	The record	The model	The decision
In full, where the work is done	Softened on its way up	Trained on, or fed, the record	Fast, confident and as wrong as the record

AS A KEYNOTE

45 to 90 minutes. Accountability, not technology: what a board must decide itself and what it may delegate.

AS AN OPEN WORKSHOP

90 minutes to 4 hours. Directors test a specimen AI proposal: whose data, which decisions, who owns the outcome.

AS A BOARD WORKSHOP

90 minutes to 4 hours. The board maps the AI decisions already in front of it, and where a human must decide.

DIRECTORS WILL BE ABLE TO

01 Name the decisions where a human must decide, and write them down.

02 Test whether the data behind a model passed through the same filters as the board pack.

03 Assign ownership of the outcome when a model recommends and a person approves.

3 QUESTIONS FOR THE BOARDROOM

01 Which decisions have we already let a model make without saying so?

02 If a model is fed our records, how honest are our records?

03 When the model and the manager disagree, who wins, and who decided that?

When a board needs *more than a programme.*

Some boards want to learn. Others have a specific problem in front of them. Programmes and advisory work are agreed separately, and a programme carries no obligation to go further.

THE ENTRY

Board Alignment Diagnostic

FIXED FEE, AGREED FIRST

A confidential first look at where the gaps sit between what the board decides and what actually happens: one to one conversations with the chair and each director, and a year of board papers read against the minutes. It ends with a written reading for the chair, including the honest answer if there is nothing here.

ON A DECISION

Advisor to the chair

RETAINED, FOR THE LIFE OF THE DECISION

Independent advice to a chair or lead independent director on a decision in front of the board: a chief executive succession, a programme that will not land, a director who has gone quiet, a conversation that cannot be avoided.

A PROBLEM THAT RETURNS

An independent inquiry

THROUGH FRANKLYSPEAKING

When the same problem has survived more than 2 remedies, a board can commission an independent inquiry through FranklySpeaking, the firm Frank founded and leads: a fixed scope, a fixed fee and a written finding the board can act on.

HOW FRANK WORKS WITH BOARDS

CONFIDENTIAL BY STRUCTURE

Nothing a director says is attributed, within the limits of the law and any regulatory duty.

EVIDENCE BEFORE FINDINGS

Nothing becomes a finding until a second, independent source supports it.

ACCOUNTABILITY STAYS

Findings describe conditions. Where a leader chose not to act, that is a matter for the board, and the finding says so.

INDEPENDENT OF THE ANSWER

Frank does not advise and inquire into the same matter, or write a paper to support a decision already taken.



Both sides of *the board pack.*

Frank Tsuro has sat on both sides of the board pack: as a director reading it, and as advisor to the executives who write it.

He served on the international board of directors of Toastmasters International, and has advised more than 230 C-suite and director-level executives since 2013, most of them CFOs and CIOs.

His experience spans strategy, finance and governance, from investor relations at AfricanFinancials to an international board. He founded FranklySpeaking, which investigates why capable leadership teams produce outcomes they did not intend.

2023–25

International board of directors, Toastmasters International

230+

C-suite and director-level executives advised since 2013

15+

Countries where he has spoken in person

SELECTED BOARD ROLES

Member, Board of Directors, Toastmasters International.

SECTORS

Telecommunications, energy, mining, logistics, infrastructure, construction, banking and state-owned enterprises.

BASED

Harare and Johannesburg. Works internationally.

HOW FRANK TEACHES

A short provocation, then work: disguised cases, exercises on specimen board papers or the board's own, and directors challenging each other's answers. Groups stay small enough for everyone to speak. Every session ends with 3 questions the board can use without him in the room.

Frank Tsuro finds out what an organisation has stopped *telling its board.*

START A CONVERSATION

← ALL PROGRAMMES

Tell Frank about the board, and *the question in front of it.*

To arrange a confidential conversation about your board, or a programme for your directors.

BEFORE	**A 30-minute conversation, no fee** With the chair, company secretary or programme director, on the board and the question in front of it.
BEFORE	**Background conversations** 2 or 3 directors, 20 minutes each, held in confidence.
ON THE DAY	**In the room** Closed board sessions use no slides and are not recorded.
AFTER	**A one-page follow-up** The 3 questions from the session, yours to circulate to the board.

FOR DIRECTOR EDUCATION PROVIDERS

Titles, abstracts, learning outcomes and a biography, ready for your calendar, with CPD hours agreed with you. Participant evaluation can be shared after each session.

START HERE

Book a 30-minute conversation. No fee.

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Governing what *actually happens.*