

BEYOND RATIFICATION

Lost in Translation at the Top Table: Why Boards Ignore the Technology Strategies Written for Them

On the governance gap between those who author technology strategy and those who must answer for it — a reflection from the turn of the millennium



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“A board cannot govern what it has only ever been invited to approve.”

1. The Slides No One Argues With

Every year it plays out the same way. The IT director is given the graveyard slot on the board agenda — late morning, after the numbers, before lunch — and arrives with sixty slides. There is a five-year systems roadmap rendered in the pastel blocks of a Gantt chart. There is a diagram of the application estate that looks like a wiring loom. There is, towards the end, the ask: twelve million pounds of infrastructure investment over three years, to “modernise the platform” and “position us for the internet.”

The board listens with a politeness it reserves for subjects it cannot follow. One director asks whether the figure is comparable with the competition. Another wonders aloud about security. The chairman, conscious of the clock, proposes that the strategy be “noted” and the funding “taken forward,” and the item closes. Nobody has argued with anything, because nobody was equipped to. The plan has been ratified. It has not, in any meaningful sense, been decided.

Contrast that hour with the one before it. When the same board considered a bolt-on acquisition or a new distribution centre, it was merciless — probing the assumptions, stress-testing the payback, sending the sponsor away to rework the case. The directors were engaged because they were on home ground. The technology strategy received no such treatment, and we should be honest about why. It is not that boards do not care about technology. It is that technology strategy is written by technologists, for technologists, and then presented to people who are neither — as though presentation were the same as translation.

2. Two Cheques and No Decision

We have just lived through the most vivid demonstration of this failure in a generation, and it is worth naming while the memory is fresh.

For three years, boards signed enormous cheques for Year 2000 compliance. They did so in a state of managed fear, on the advice of people whose warnings they could not independently assess. The millennium arrived; the lights stayed on; and the prevailing boardroom emotion this January is not relief so much as a quiet, unspoken question: what, exactly, did we just buy? Some of that spending renewed genuinely decrepit systems. Some of it was insurance against a risk no one could size. The board will never know the proportion, because it was never in a position to interrogate the case in the first place. It wrote the cheque because it was frightened, not because it had decided.

And now, before the ink is dry, the same board is being asked to write a second cheque of the opposite temperament. The internet is the only subject in the outside world, valuations of companies with no earnings defy every instinct a seasoned director possesses, and the pressure to have an "e-business strategy" is immense. So the money will be found for that too — not on the basis of a governed judgement, but on the basis of a fear of being left behind.

One cheque signed in fear, the next signed in fervour, and neither the product of a decision the board could actually defend. That is not governance of technology. That is weather.

Two of the largest technology commitments most organisations have ever made, back to back, and in neither case did the board do the thing a board exists to do: weigh a business bet, understand the risk it was accepting, and own the choice. This is the governance gap, and Y2K did not cause it. Y2K merely made it impossible to ignore.

3. What the Board Is Actually Being Handed

The instinct, faced with all this, is to blame the directors for their ignorance. That instinct is wrong, and it is worth understanding precisely why.

Look again at what the board is handed. It is a plan, expressed in the currency of systems: platforms, architectures, migrations, releases. It describes what will be built and in what order. What it almost never contains is the only thing a board can actually govern — a set of business choices, each with a consequence the directors can feel.

- It says "we will consolidate to a single ERP platform," where the board needs "we are betting that one way of working across the divisions is worth more than the autonomy we will take from them."
- It says "we will re-platform the customer systems," where the board needs "here is what we can and cannot promise customers for the next two years while we do it, and here is the revenue at risk if it slips."
- It says "twelve million over three years," where the board needs "here are three smaller bets we could make instead, what each buys us, and what we forgo by choosing this one."

A technology strategy framed as a construction programme invites exactly one response: approve it or don't. There is no seam along which a board can insert judgement, because no choice has been surfaced for it to make. The directors are not being asked to decide; they are being asked to bless. And a board that is only ever asked to bless will, quite rationally, disengage — because its members can tell, even when they cannot articulate it, that their real function has been designed out of the conversation.

"The technologist brings the board an answer and asks it to agree. The board's entire purpose is to be brought the question."

This reframing matters because it locates the fault correctly. The strategy is not ignored because it is too advanced for the room. It is ignored because it has been written in a form

that leaves the room nothing to do.

4. The Comfortable Misdiagnosis

There is a fashionable remedy for all this, and it deserves a fair hearing because it contains a grain of truth. It says: the problem is boardroom literacy. Directors do not understand technology, so either educate them — send them on courses, give them primers — or appoint a technologist to the board, so that at least one voice can hold the IT director to account in his own language.

The grain of truth is that a board wholly innocent of technology is a liability, and a numerate, curious director will always govern better than a fearful one. I would not argue against a well-chosen appointment or against directors who trouble to learn. But as a diagnosis of this failure it is comfortable precisely because it asks nothing of the people who write the strategy. It puts the entire burden of change on the board and none on the author.

And it misreads the mechanism. Consider: those same directors govern manufacturing they could not operate, pension schemes whose actuarial mathematics they could not perform, and legal exposures they could not litigate. They do this competently every month. They manage it not because they have mastered the underlying craft but because the specialists in those fields have learned to present their work as business choices — as risks, options, and trade-offs a generalist can weigh. Actuaries do not bring the board a mortality model; they bring it a funding decision. The failure of technology strategy is not that boards are less capable in front of it. It is that the technology profession has not yet learned to do what the actuaries and the engineers learned long ago: to translate. Betting the remedy on decades of boardroom re-education, while the decisions are needed this year, is to fix the one party who cannot fix the problem.

5. Making Technology Governable

If the fault is one of framing, so is the remedy — and it falls, uncomfortably, on the author rather than the audience. A technology strategy becomes governable when it stops arriving as a plan to be ratified and starts arriving as a decision to be taken.

1. Lead with the bet, not the build. Every major line of the strategy should be expressed as a business wager — what we are backing, what we are risking, and what we give up by choosing it. The architecture belongs in the appendix, where the board can reach it if it wishes, not on the podium where it smothers the choice.
2. Bring options, not a single recommendation. A board asked to approve one plan can only rubber-stamp or refuse. A board offered three genuinely different postures — fast and expensive, cautious and slow, minimal and reversible — is handed the thing it is for: a choice with consequences it can weigh.
3. Name the risk in the board's own language. The Turnbull guidance that landed only months ago has already made directors personally answerable for a sound system of internal control, and technology risk sits squarely inside it. That is not a compliance nuisance; it is the lever. A strategy that tells the board precisely which risks it is accepting, and which it is buying down, speaks to an obligation the directors already feel in their bones.
4. Give every bet an owner who is not the IT director. A technology choice that no business leader will carry is a choice the organisation has not truly made. When the

divisional managing director stands up to co-sponsor the platform decision, the board knows it is governing a business matter, not adjudicating a departmental request.

None of this asks the board to become technical. It asks the technologist to become bilingual — to do the harder, humbler work of surfacing the choice rather than presenting the answer. That is a demotion of sorts, from architect of the plan to servant of the decision, and it is resisted for exactly that reason.

But a board cannot govern what it has only ever been invited to approve. As the money now flows toward the internet with even less scrutiny than it flowed toward the millennium bug, the cost of leaving technology ungoverned at the top is about to be paid — and it will not be the technologists who answer for it in the annual report. It will be the directors who were never once asked the question they exist to answer.