

A pulse check on **AI** in the boardroom



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Generative AI (GenAI) is fast becoming a catalyst for change in the corporate world, moving beyond tech circles to influence decision-making and governance at the highest levels. Boardrooms, often defined by tradition and caution, are now experimenting with GenAI to improve oversight, streamline processes, and enhance strategic insight – and, in some cases, may be experimenting with this new technology in ways that open their organizations up to risks.

The latest [Director Confidence Index](#) (August 2025 DCI) polling from Diligent Institute and Corporate Board Member, a focus-group style survey of a select group of U.S. public company directors, finds that AI is gaining traction in some boardrooms. According to the results, only a small minority – just 2% of surveyed directors – have ruled out the use of AI for board activities, highlighting the level of experimentation and openness to the technology in governance.

This trend prompts important questions: **How frequently are directors using AI, what systems are they using, and for what board tasks?**

What does AI adoption look like in your boardroom?

Table of contents:

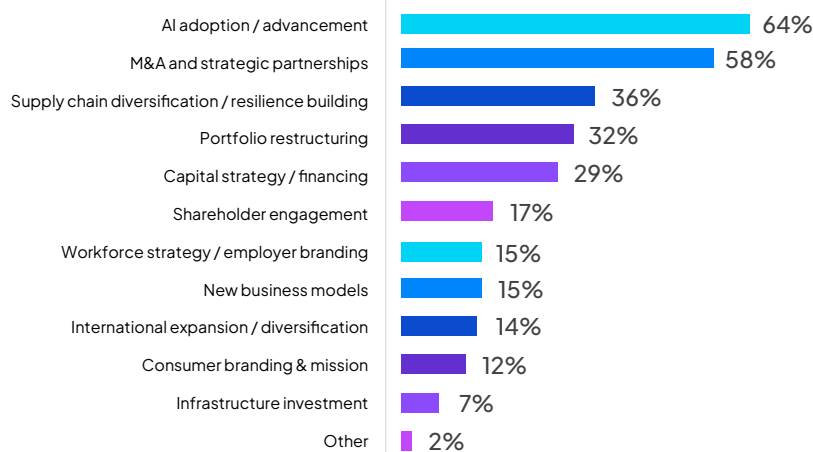
- AI in the boardroom: From cautious experimentation to more frequent use
- How are directors using AI?
- Open-source AI systems drive uptake — but may pose governance risks
- Acknowledgements
- About us

AI in the boardroom: From cautious experimentation to more frequent use

Our group of U.S public company directors overwhelmingly view AI adoption and advancement as the foremost strategic opportunity in today's business environment.

An impressive 64% of surveyed directors selected AI as a top business priority, outpacing other options such as mergers and acquisitions or strategic partnerships (58%), supply chain diversification (36%), and portfolio restructuring (32%).

Top opportunities in the current business environment



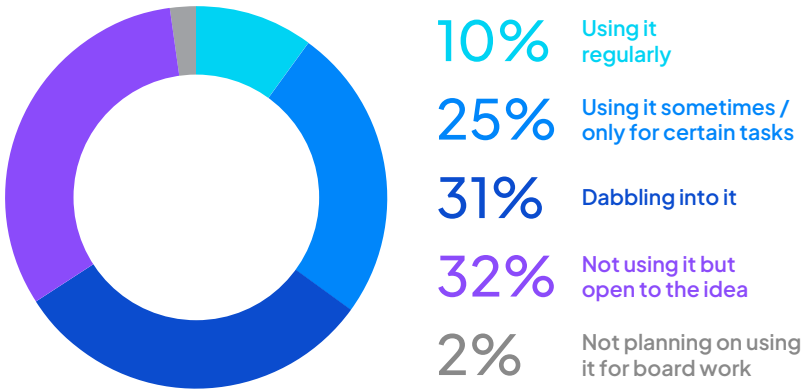
Source: Director Confidence Index, Corporate Board Member - Diligent Institute

Boardrooms
shifts focus
toward
leveraging AI
to drive
competitive
advantage,
transformation,
and resilience.

In comparison, traditionally high-profile priorities like capital strategy (29%), workforce strategy (15%), and international expansion (14%) all trailed considerably behind AI on directors' strategic agenda.

According to our findings, two-thirds of surveyed directors are using AI in their board work in some capacity - from “dabbling” to using the technology regularly. About another third of respondents said they were open to using GenAI for board work.

How often are directors using GenAI?



Source: Director Confidence Index, Corporate Board Member - Diligent Institute

While the August 2025 DCI shows the majority of surveyed directors now experimenting with or regularly using AI for their board work, this represents a notable acceleration from just two years ago. Back in May 2023, only 44% of U.S. public company board members reported in the Director Confidence Index that their organizations were using AI in any capacity, and another 32% said their companies were “working to do so in the short term.” At that point, use cases tended to focus on customer-facing operations (47% of those using AI) and external content generation (23%).

However, board-specific adoption was still nascent: 37% of directors at that time believed that AI could support board decisions, while 26% believed AI had “no role at all” in governance. Only 15% felt well-informed about AI risks and opportunities, and about half described their boards as “increasingly discussing” the topic. Meanwhile, 31% reported seeking education about AI to catch up.

2023

2025

44%

of directors said their organizations were using AI

64%

view AI as a top opportunity in the current business environment

37%

thought AI could support board decisions

66%

of directors have used some form of AI for board work

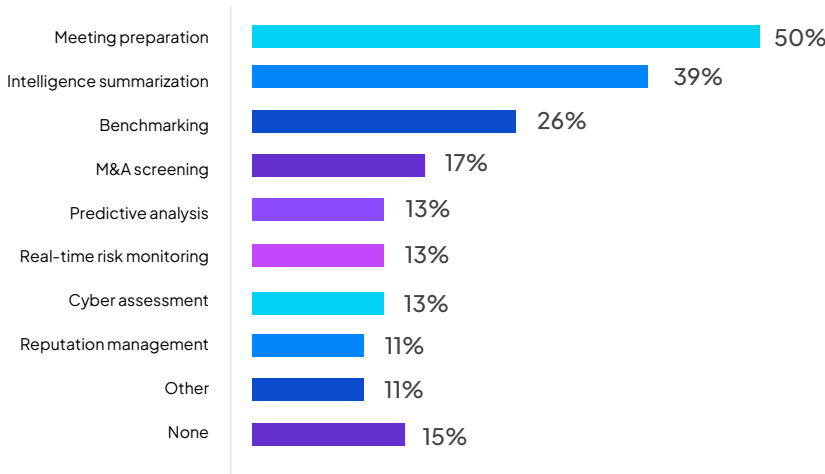


How are directors using AI?

The survey reveals that directors are using AI in lots of ways for their board work, including the most popular option (at 50% of directors) of using GenAI for meeting preparation. Meanwhile, 39% said they use GenAI for intelligence summarization, and 26% for benchmarking.

Only 13% are using the technology for more advanced and strategic purposes, like predictive analysis or real-time risk monitoring. Will this change in the future?

If you are using AI for board work, how are you using it?



Source: Director Confidence Index, Corporate Board Member - Diligent Institute

Keith Enright, AI and data privacy leader at Gibson Dunn, reflects on these findings: “These numbers raise more questions than answers. If board directors are saying they are using AI for meeting preparation or intelligence summarization... given that the vast majority of companies do not make AI tools available to their boards right now, what are they doing? How are they using AI for meeting prep, and what intelligence are they summarizing using what tools and what platforms? There may be a bunch of things happening here that ought not be happening.”

“Generative AI is evolving very quickly, so it’s also reasonable to expect that board directors will also continue to expand beyond their current use, and more carefully consider the types of AI tools that they deploy, and for what purpose, and the implications of those choices.

Samantha Kappagoda
Independent Director,
Credit Suisse Funds

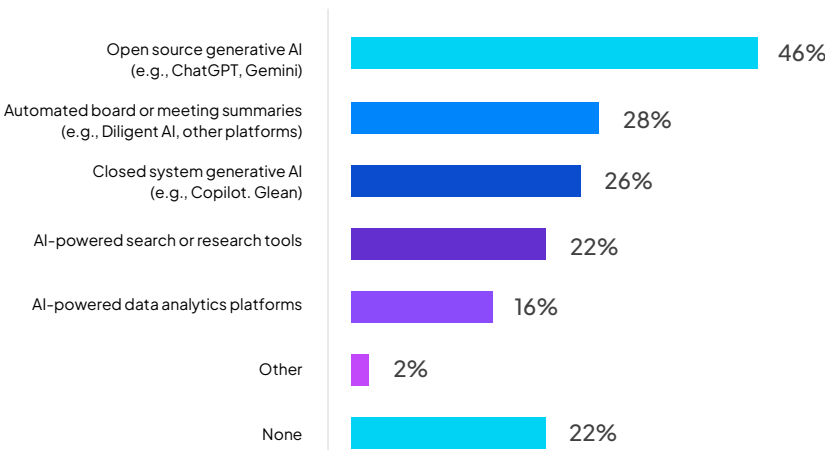


Open-source AI systems drive uptake — but may pose governance risks

The widespread and growing usage of GenAI in the boardroom begs the question — what AI platforms are directors using?

According to our findings, open-source options like ChatGPT and Gemini seem to be the most popular, with 46% of directors who said they used AI reporting usage of these tools.

If you are using AI, which of the following tools have you used specifically for your board work?



Source: Director Confidence Index, Corporate Board Member – Diligent Institute

“There may be board directors who take a 700–page board packet, dump it into ChatGPT, and ask for a five-page overview to read on the plane to the board meeting. That use, under those circumstances, likely creates unintended risks and should be avoided.

Keith Enright
AI and data privacy leader,
Gibson Dunn

Enright explains the potential risk of directors using consumer-facing free GenAI tools that have not been provided to them by their organizations: “If the board director is using the free or consumer version of an AI services, there are a number of legal risks to be considered. They may risk inadvertently waiving attorney-client privilege. They might unknowingly share sensitive confidential company information with that third-party service provider without appropriate legal protections in place.”

What's the solution?

“ One mitigation that sophisticated companies are already implementing is to deliberately make certain specific AI tools available to board directors, and to ensure that proper security controls, licenses and contractual protections are in place for those tools. Making the right tools available and educating directors on their appropriate use will become best practice over time.

Keith Enright

AI and data privacy leader,
Gibson Dunn

Despite rising adoption, board-level oversight and governance of AI have lagged behind the level of enthusiasm for its usage. As of May 2023, only 15% of corporate directors felt “well informed” about AI risks. The 2023¹ and 2024² What Directors Think reports highlighted a similar skills and information gap: digital innovation and cybersecurity consistently ranked as the top two areas directors found most difficult to oversee, as well as being the two issues on which they sought the most education and guidance. Many boards relied on external experts and upskilling as stopgaps.

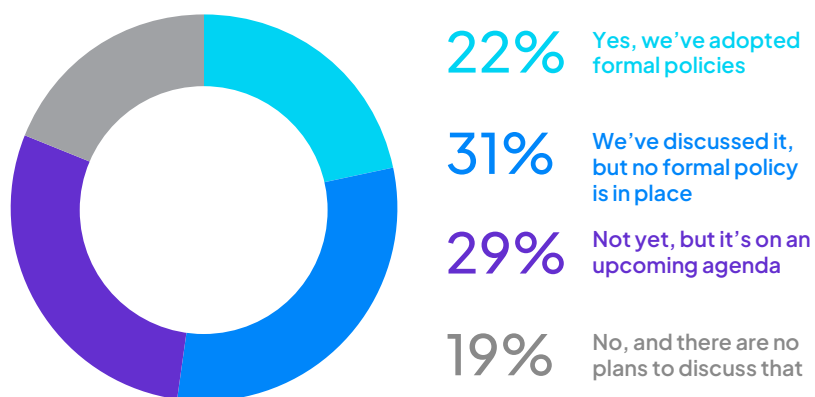
In our latest survey, only 22% of boards have adopted formal AI governance, ethics or risk policies, 31% have discussed it but put no policy in place yet, and nearly a third have yet to even address the topic in a meeting. We learned in our 2025³ edition of [What Directors Think](#) that 80% of surveyed directors said their organizations were taking some sort of action around AI, meaning there's likely a large gap between AI usage – at both the board and company-wide levels – and the policies governing that usage.

¹ The 2023 What Directors Think report was conducted in partnership with Corporate Board Member

² The 2024 What Directors Think report was conducted in partnership with Corporate Board Member and BDO

³ The 2025 edition of What Directors Think was conducted in partnership with Corporate Board Member and FTI Consulting

Has your board formally discussed or adopted any policies related to AI governance, ethics or risk oversight?



Source: Director Confidence Index, Corporate Board Member - Diligent Institute

“By extension of the company’s technology adoption policy, directors should consider a policy that governs board use of Generative AI, including which system (e.g., open, closed, board platform etc.), and for what purpose. There should also be a robust discussion on potential discoverability of such use.

Samantha Kappagoda
Independent Director,
Credit Suisse Funds

“It would be prudent for directors to pose questions about their company’s technology adoption policy governing use of Generative AI in the hybrid workplace environment of today,” says Kappagoda. “This should span secure deployment of employer-owned electronic devices at work, personal devices at work, employer-owned devices at home (with or without the deployment of a VPN) and personal devices at home.”

These initial findings offer a compelling glimpse into the evolving landscape of AI adoption by directors in the boardroom. The range of approaches, use cases and systems underscores both the complexity and significance of this topic. Clearly, there is a opportunity for directors, companies, and governance professionals to delve deeper and shape the frameworks that will guide responsible use of Generative AI as these technologies continue to transform governance practices.

Acknowledgements



**Keith
Enright**

Keith Enright is a partner in Gibson Dunn's Palo Alto office and Co-Chair of both the firm's Tech and Innovation Industry Group and Artificial Intelligence Practice Group. With more than two decades of senior executive experience in privacy, artificial intelligence, and law—including over 13 years as Google's Chief Privacy Officer—he provides clients with unmatched counsel on privacy, AI governance, consumer protection, compliance, and data protection. Lawdragon named him to its 2025 100 Leading AI & Legal Tech Advisors list and 500 Leading Global Cyber Lawyers guide.

At Google, Keith led global privacy and consumer protection legal functions, managing teams across the U.S., Europe, and Asia. He engaged with policymakers worldwide, including U.S. Congress, the FTC, State Attorneys General, and international data protection authorities. Before Google, he held senior privacy roles at two Fortune 500 companies, served as general counsel for an ad tech firm, and worked as a global privacy consultant.

Keith serves on the boards of ZoomInfo and DECODE, and previously on the IAPP board. He is also active with the Future of Privacy Forum and the Center for Information Policy Leadership. A frequent speaker at leading universities and industry events, Keith holds a J.D. from George Washington University and a B.A. from UMass Amherst.



**Samantha
Kappagoda**

Samantha Kappagoda is an Independent Director and Nominating Chair of the Credit Suisse Funds, now under UBS (NYSE: UBS), a Member of the Business Board of the Governing Council at the University of Toronto, Chief Data Scientist of Numerati® Partners, and Visiting Scholar at NYU Courant Institute of Mathematical Sciences.

Samantha contributes to boardroom discourse by leveraging her operating experience harnessing data and analytics to drive ROI and mitigate risk as a data scientist/entrepreneur, and economist/capital markets professional. She is a seasoned leader with over twenty-five years of global experience across data analytics, digital transformation, financial management, risk governance, and strategy.

Recognized as a Director to Watch by Directors & Boards magazine, Samantha is a frequent speaker in the USA, Canada and UK on governance topics including AI and data governance, cybersecurity, global economic trends and financial market volatility. Her contribution to governance discussions includes authoring [Board Governance of AI and Emerging Technologies](#) in Directors & Boards and serving as a Contributor to NACD Director Essentials: [Implementing AI Governance](#).

About us

Diligent Institute

Diligent Institute informs, educates and connects corporate leaders to elevate governance. By combining survey data, quantitative analysis, and insights from industry experts, we deliver a diverse array of high-quality, actionable resources, including reports, podcasts, webinars, blogs, and newsletters.

We further our mission through strategic partnerships with leading organizations in the governance space, hosting events and programs that bring together board members and C-suite executives. These initiatives not only enhance the knowledge and capabilities of our audience but also solidify Diligent's position as the trusted authority in AI-driven GRC solutions.

View all of our research and programs [here](#).

CORPORATE BOARD MEMBER®

Corporate Board Member, a division of Chief Executive Group, has been the market leader in board education for more than 25 years. The quarterly publication provides public company board members, CEOs, general counsel and corporate secretaries decision-making tools to address the wide range of corporate governance, risk oversight and shareholder engagement issues facing their boards. Corporate Board Member further extends its thought leadership through online resources, webinars, timely research, conferences and peer-driven roundtables. The company maintains the most comprehensive database of directors and officers of publicly traded companies listed with NYSE and Nasdaq. Learn more at BoardMember.com

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