

A BOARD GUIDE

The Compliance Management System

Building, Measuring, and Maturing a Program—Consistently

A single framework that turns a compliance program into defined building blocks, measurable standards, and a roadmap for improvement

What a Management System Is

One framework for how a program is built, measured, and improved over time

- **A consistent methodology.** It organizes program development around a defined set of core standards—so the program is built the same way everywhere.
- **A lens for maturity.** It lets you assess how developed each part of the program is today—objectively, not by gut feel.
- **A roadmap.** It shows the next step for each standard, turning “improve compliance” into specific, sequenced moves.
- **A record.** It documents what the program is, why, and how it has matured—exactly what regulators expect to see.

IN ONE LINE

A management system is the *operating manual* for a compliance program—and the yardstick for how good it is.

Six Building Blocks

Every compliance program, regardless of industry, rests on the same foundations

01 Leadership & Culture

Tone at the top, accountability, and resources that signal compliance matters.

02 Regulatory Analysis & Risk Management

Identifying legal requirements and assessing and prioritizing risk.

03 Policy & Governance

Standards, policies, and the structure that turns them into action.

04 Training, Education & Communication

Making sure people know the rules and how to follow them.

05 Auditing

Independent testing that the program works as intended.

06 Monitoring & Quality Assurance

Ongoing checks that detect issues and drive improvement.

How a Standard Works

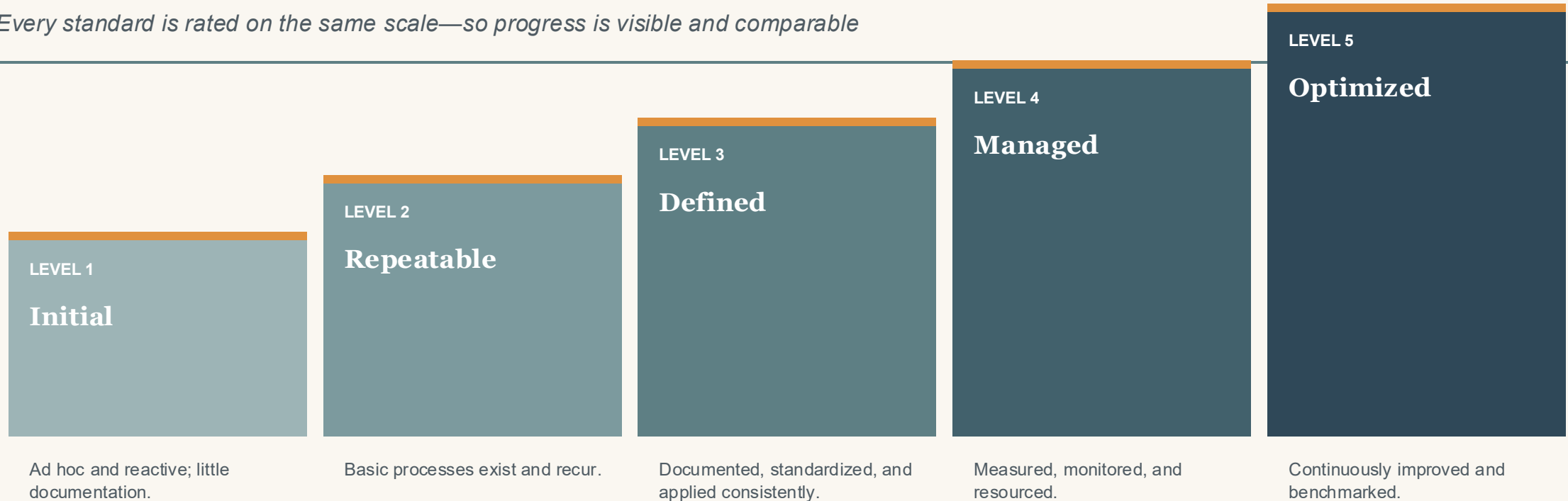
Each building block breaks down into standards—and each standard is testable



Deliverables are the proof. A standard isn't "met" because someone says so—it is met when the people, process, or system that demonstrates it exists.

The Five-Level Maturity Model

Every standard is rated on the same scale—so progress is visible and comparable



AD HOC

WORLD-CLASS →

People, Process & Systems

Every standard is evidenced by one of three kinds of deliverable

People

Roles, ownership, and expertise.

- A named owner for each standard
- Defined roles and accountabilities
- Skilled, resourced compliance staff
- Engaged leadership and board

Process

Repeatable, documented ways of working.

- Written policies and procedures
- Risk assessments and action plans
- Training and communications cadence
- Escalation and reporting routines

Systems

The tools that make it scale.

- A policy and document repository
- Case, training, and monitoring tools
- Dashboards and management reporting
- Data that evidences the controls

What the Management System Delivers

Four reasons this framework belongs on the board's radar

Defensibility

It evidences a program that is well designed, resourced, and working—the questions regulators and prosecutors ask.

Consistency

It applies the same standards across business units, geographies, and subject matters.

A roadmap

It shows exactly where to invest next, sequencing improvement instead of guessing.

Benchmarking over time

Maturity ratings make progress measurable—year over year and against peers.

Five Questions to Ask

You don't run the system—but you should test it

Do we have a defined framework?

A real management system, not a binder of disconnected policies.

How mature is each building block?

An honest rating today—and the gaps it reveals.

Where are we investing next?

Resources should follow the lowest-maturity, highest-risk blocks.

Can we evidence it?

People, process, and systems that prove each standard is met.

5. And the real test: *if a regulator asked to see our program, could we show this system—and our progress on it?*

■ Firm Lawyers

Matthew Boyden

is a trial lawyer and former federal prosecutor with more than thirty-five years of experience. He represents companies and executives in high-stakes criminal, civil, regulatory, and governance matters. He is regularly engaged where litigation risk, regulatory scrutiny, and institutional exposure intersect. Matthew's practice includes federal criminal defense, complex civil litigation, internal investigations, and board-level advisory work. He has represented clients in matters involving securities fraud, sanctions and trade controls, anti-corruption, anti-money laundering, and financial misconduct, as well as parallel civil and regulatory proceedings.

Larry Finder

is a trial lawyer and former United States Attorney with more than four decades of experience handling complex criminal, civil, and regulatory matters of national significance. He represents individuals, corporations, and boards confronting serious legal, institutional, and reputational risk. He joined the U.S. Department of Justice, serving in increasingly senior leadership roles, including Chief of the Criminal Division and First Assistant U.S. Attorney, before being appointed United States Attorney for the Southern District of Texas in 1993.

Ryan McConnell

is a former federal prosecutor and trial lawyer who represents companies, boards, and executives in high-stakes criminal, civil, and governance matters. He is called when litigation risk, regulatory exposure, and institutional credibility intersect. Ryan has tried nearly twenty federal jury trials and conducted hundreds of investigations involving complex fraud, cross-border enforcement, and sensitive regulatory issues. His practice focuses on federal criminal defense, complex civil litigation, internal investigations, and advising boards and senior executives on governance issues and matters requiring judgment under pressure.