

### Abstract

This article is the second episode of our study that concentrates on the Board of directors. The main goal of the study is to show perspectives of the growth of the value of Russian companies that can be achieved by employing theoretical and empirical issues that have been already gathered by companies in developed countries. We suppose that these issues can significantly improve quality of corporate governance and, therefore, open a prospect for growth of the value and capitalization of Russian companies. In the article we have outlined three key methods of the Board quality assessment: employment of the external assessment, building up standard ratings and indices, and calculation of the residual growth after excluding fundamental factors of the growth of a company. The second part of the study concentrates on the problems of annual performance evaluation, the role of the chairman, the size and the structure of leading committees, the policy of the Board and directors' remuneration. We go into details describing each direction: its substance, methods, typical problems and positive issues. All in all, Russian Boards of directors should do their best to improve confidence of investors and other key stakeholders. We consider it possible to highlight some evident disadvantages that can be easily eliminated, so they should be eliminated immediately.

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**Key words:** corporate governance, stockholders, Board of directors.

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