

## IMPROVING BOARD PROCESSES

Good governance depends on board members having access to information, being prepared to ask questions, and having adequate time for decision making. These requirements can only be met if adequate board processes are in place. The board meeting (and the processes that inform it) is the Senior Minister's chief source of information and the key venue for board decision making.

The board meeting is the lynchpin of a church's governance processes.

Successful meetings achieve a common goal through effective communication and collective action, and leave everyone feeling positive, motivated and productive. Issues are discussed thoroughly and opinions shared. Once agreement is reached on a matter, the board then presents a unified front to the world in support of the church's decisions.

To run successful meetings, it is first necessary to remember that each meeting has its own dynamic and outcomes depend on the personalities, needs and intentions of the people present. Similarly, the key ingredients to successful meetings are:

- **Planning**
- **Orderly conduct of meetings**
- **Active participation.**

### PLANNING

The best boards regard meetings as a creative process – where strategy formulation and assessment take place, where the strategic decisions lead to clear policy guidelines, where appropriate control and review takes place, and where external input is sought to verify executive decisions. Creative boards are future-oriented, focused on strategy and have a clear understanding of the importance of planning for the future, but they do not lose sight of their monitoring and compliance roles.

Whatever the frequency that will best suit the needs of your particular board, it will be necessary to adopt a policy on the matter.

With the time, place and attendees of board meetings agreed, and provision made for the comfort of participants at board meetings, we now turn to the meeting itself to discuss the best ways of ensuring robust discussion and effective decision making.

## ORDERLY CONDUCT OF MEETINGS

The success of a meeting is measured by the quality of its decisions and the degree of satisfaction felt by participants in the decision-making process. The responsibility for managing the process of the meeting is usually shared by the chairperson and the Senior Minister.

Board meetings should be conducted in a rigorous, but non-confrontational style. The meeting should allow for issues to be explored in depth with alternative viewpoints put forward and discussed. The role of the chairperson is to ensure that everyone participates in discussions and, in the case of complex decisions affecting the church's numerous members, help to achieve consensus. To encourage participation, it is the chairperson's role to:

- **Ask for different points of view**
- **Ensure that everyone is treated courteously – rudeness, personal insults and sarcastic behaviour are not acceptable**
- **Encourage balanced discussion**
- **Recognise individual talent**
- **Encourage quieter members**
- **Seek clarification where necessary**
- **Keep the discussion balanced**
- **Give credit and thanks where it is due.**

With everyone actively involved in discussions, the next challenge is to reach a decision on the topic under discussion. The end product of any discussion should be a resolution of the issue at hand. In order to reach a resolution, boards will adopt one of two basic models of collective decision making – the majority model or the consensus model. These models are distinguished by the degree of inclusiveness of all participants in the decision-making process.

The objective of the consensus model is to reach a state of general agreement concerning a proposal. Consensus does not mean total acceptance by everyone of a particular idea.

To encourage consensus, many boards choose not to record the vote for a particular issue in the minutes. The board presents a uniform view to the world at large, and once debate on the issue has finished in the boardroom, all board members should support the actions of the board. If a board member feels particularly strongly about an issue he or she can ask to have the difference of opinion noted in the minutes.

It is recommended that a procedure and policy for emergency decision-making processes be incorporated in your Corporate Governance Charter.

## ACTIVE PARTICIPATION

The final ingredient to ensure successful meetings is active participation by all members. While a chairperson who offers guidance and leadership to the board is important, a sense of shared responsibility is necessary to a successful meeting. An empowered, motivated and enthusiastic board shares the decision making and the workload to ensure productive meetings. There are six major benefits to an empowered and participative board:

- 1. The workload is shared and the responsibility does not lie with a few overworked individuals.**
- 2. There is greater accountability. Empowered and conscientious board members focus on their own performance, not on criticising the contributions of others.**
- 3. There is a greater sense of teamwork.**
- 4. Shared trust and better teamwork generate better decisions.**  
With all members considering issues carefully, sharing ideas and feeling free to raise concerns, there are bound to be better decisions reached.
- 5. There are better returns on investment for the firm in that more disciplined, efficient and focused meetings save time and effort.**
- 6. In empowered boards, succession planning is less of an issue because leadership is shared and there is less dependency on the talents of one key individual.**

There is also likely to be more interest in leadership duties and this will ensure continuity and help the church better plan for the future.

In order to contribute to group process, it is important for all board members to assume responsibility for the success of meetings. At a minimum, it is a requirement that members arrive on time, listen politely to the contributions of others and be prepared to contribute to discussions. It is important to have read the board papers to be able to contribute effectively to the meeting. When holding the floor in discussions, keep to the point and base your argument on careful preparation and a logical assessment of the issues.

As part of encouraging participation in meetings and building team spirit, many organisations find great benefit in holding an informal event (such as a board lunch/dinner) to support group process. This is often held in conjunction with the board meeting. A lunch or dinner allows for increased personal interaction between board members and encourages greater respect and trust within the group. Boards should encourage a more inclusive atmosphere because it will lead to greater participation in board deliberations.

In conclusion, effective board meetings rely on good planning, orderly conduct and active participation by all members. Effective process in these areas leads to more effective decision making and enhances team building to produce better performing boards.

## BOARD MEETING AGENDA

The meeting agenda is central to the planning process for all board meetings. A well-designed agenda aids the flow of information and shapes subsequent discussion by the board. The agenda directs attention to what needs to be done before the meeting, during the meeting (it acts as an objective control of the meeting's progress) and after the meeting (it is a measure of the meeting's success because all participants can see how thoroughly they have achieved the items on the agenda and whether sufficient time was allocated for discussion).

Once complete, the agenda becomes part of the board papers distributed to all members prior to the meeting.

Another consideration to take into account when planning an agenda is the attention span of members. It is important not to overload the agenda with major items for discussion if everyone is to contribute in a worthwhile manner.

- **Create no office or committee position for the purpose of helping, advising, instructing or exercising responsibility for or authority over any aspect of the church that has been delegated to the Senior Minister.**
- **Create committees to help the board with aspects of its job. Effective governance does not require committees, however, and do not feel obliged to put them in place because other churches do. Adopt an approach that best suits your church's needs.**
- **Allow no committee to be a board-within-the-board.**
- **Use the expertise of board members (as individuals or members of committees) to inform but not substitute for board wisdom.**