

GREAT BOARD MEETINGS – BOARD ENGAGEMENT

ANATOMY OF A GREAT BOARD MEETING

FEED THEM! Providing food at board meetings and other types of meetings encourages a sense of connection and sharing. It sends a message that participants are valued and provides a tangible expression of welcoming and inclusion. An article from *Frontiers In Psychology* published January 1, 2014 offers insight from several researchers to substantiate this concept. Here is an excerpt:

Empathic Emotion Regulation (EER):

We propose that EER through food offering is distinct from other support behaviors for several reasons. Support behavior has a positive effect on interpersonal relationships, and increases closeness between relationship partners (Devoldre et al., 2010). When food is offered as a support behavior this resonates the associations between food and its social and emotional properties that have developed throughout the lifespan. Therefore, closeness between the provider of food and the recipient should increase both due to the offer of food as a support behavior and due to the feelings of closeness and belongingness that the item of food may already represent for both provider and recipient.

Additionally, in contrast to other means of EER, food offering is a direct and visceral way to satisfy a basic need in another person while conveying a myriad of social meanings. Because offered food is ingested, its effect entails emotional, psychological, and physiological properties (Locher et al., 2005). Furthermore, from an evolutionary perspective, taking away some of one's own food resources to feed another person sends a strong, yet implicit message of wanting the other person to live – after all, food is necessary to survive. Well-fed people may not consciously think about how an offer of food will help them survive, but the link between food and survival remains implicitly present through a shared evolutionary past (Bargh et al., 2001; Floyd and Morr, 2003; Parker et al., 2006).

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I would add that hungry people are cranky people. Obviously if the meeting is scheduled over the noon hour, a lunch should be included. If at another time, particularly near the end of the afternoon, a variety of snacks and beverages should be provided and in multiple locations on the conference table within reach of everyone attending. For very small organizations, it's OK to ask board members to reimburse for lunch, but generally, this should be provided at no cost with care to keep the cost reasonable.

BEST TIME/DAY FOR SCHEDULING MEETINGS: Best days are Tuesday, Wednesday and Thursday. Try to avoid evening and weekend meetings if possible out of respect for board member's family time or weekend travel plans. Meetings at these times may make it difficult to recruit good board members. The first and last days of the week are also difficult because as people begin the work week, they may have critical issues to deal with that have surfaced over the weekend or they just forget because their work obligations are top of mind. Fridays are also bad because they are frequently chosen as a day off for a long weekend. The best time of day is around 4:00 PM because this allows for extra time at the end of the meeting if needed. Noon is the second-best option, but if people have pressing business at work and need to leave on schedule, it is difficult to add extra time if the need arises. Scheduling later or at the end of the

month will allow financial reports through the end of the previous month to be caught up so the financial data is fresh and current.

FREQUENCY OF BOARD MEETINGS: For most organizations, 6 meetings per year every other month or quarterly meetings that follow the organization's fiscal year are generally sufficient. Monthly meetings may be required for new organizations who are still in start-up mode, or in the case of a dealing with a challenging situation although there is always an option for a "Special Call" board meeting if something comes up in between regular meetings. Utilizing a committee structure is an effective way of dealing with specific areas of governance that don't require the entire board to meet. An Executive Committee can also be a good way to deal with unexpected issues that arise in between meetings. Standing committees should include:

- Finance/Audit, or two stand-alone committees for larger organizations
- Nominating Committee (can be the Executive Committee if there is one)
- Governance Committee (can be the Executive Committee if there is one)
- Executive Committee – Optional, which can also serve as the Nominating Committee and Governance Committee. The Executive Committee might just be the Officers if the board is small. Having an Executive Committee does allow swift response if issues arise or important opportunities come up unexpectedly

Optional Committees include: Program Committee, Building Committee (if a capital campaign is contemplated to develop a facility), Fundraising Committee if the organization has a large special event or fundraising event that requires board participation or is involved in a major campaign. Ad-Hoc Committees may be needed periodically such as Strategic Planning, Capital Campaign, Special Event, but make sure there is a real need before convening a new committee. **DON'T HAVE COMMITTEES JUST TO HAVE COMMITTEES!** Make sure that committees actually serve a purpose and are productive.

Committees can meet as needed or in between the regular board meetings so progress can be made and reported to the full board. Committees can also include people who are not board members but bring special expertise or insights to the committee. The Executive Director should be an ad hoc member of all committees except the Audit Committee and should not participate in the board level determination of his or her compensation. The Board President or Chair is also usually an ad hoc member of all committees.

DON'T JUST HAVE MEETINGS JUST TO HAVE MEETINGS! Just because the organization has always had monthly meetings doesn't mean they should continue that schedule. Review the activities and actions from the previous six months of meetings to determine if there is a compelling reason to continue monthly meetings, or if going to a more infrequent schedule will help with achieving quorums and keeping board members engaged.

BOARD RETREATS: This topic will be covered in more detail in separate piece, but the basics include the following suggestions. Don't have the retreat first thing in the fiscal year. Give a month or two to let new board members get their bearings and to allow essential items like approving budgets and inducting officers be accomplished. Use a seasoned outside facilitator who can be a neutral referee and keep things moving forward. Take no more than four hours

unless it is a crisis retreat. Create an agenda with input from the Executive Director and the Board President. If there is pre-work required for board members to accomplish before the retreat, make sure they get it in ample time to review and complete before the retreat. Once the retreat starts, establish ground rules, then do an ice breaker exercise to develop camaraderie. Ask the board members to define success for the retreat and do some future casting to create a sense of purpose and goal setting. Bring in outside expertise if needed to address a particular issue or topic. If possible, schedule retreat in a neutral location away from the organization's office. Try to schedule far enough in advance to accommodate everyone's schedule to ensure 100% attendance. Follow through on action items agreed at the retreat.

DURATION OF BOARD MEETING: Most can be done in one hour, and generally not more than 90 minutes unless there is a serious issue or major opportunity to be discussed. If your board meetings are generally dragging on longer than 90 minutes, review the past few meetings to determine what is causing them to be excessively long and work the board chair to remedy the issue.

SIZE OF BOARD: Large boards lack board cohesion and can make it difficult to get a quorum. Generally, members are less engaged when boards get too big. Ideal size is 9 – 13 members. Less than this number spreads board members too thin. No more than 17 – 19; more than this number begins to break down board cohesion and connection to the organization. An odd number is desirable in case a vote is split down the middle.

SHOULD THE EXECUTIVE DIRECTOR ALSO BE A BOARD MEMBER? This is a hotly debated issue. One side feels that it is an inherent conflict of interest. The other says that the ED knows the organization best and needs to be on an even footing with board members. There are pros and cons on each side. It will depend on the organization and should be considered with great care, and the assistance of outside advisors.

DYNAMIC MEETING AGENDA/PROTOCOLS:

Use a few minutes at the beginning of the meeting for social interface so board members can reconnect. Take a moment for introduction if there are guests or new people in the meeting and ask them to share a personal unexpected fact about themselves. For example, one of our board members shared that she was a licensed jet pilot.

Agenda Item #1 – Feature a Mission-related story or inspirational anecdote preferably by a stakeholder, staff member, volunteer or fellow board member that illustrates the impact of the organization and the achievement of mission goals. This should take five minutes or less but gives board members and staff members information they can use to illustrate the value of the organization. Everyone connected with the organization is an ambassador, so these stories are tools that can be used to engage people outside the organization and raise the institutional profile.

Agenda Item #2 – Consider using a “Consent Agenda” for basic items that require a vote to approve such as minutes and simple transactional items requiring board approval. This will save a lot of time, so the board members can concentrate on more important areas and eliminates the tedious process of reviewing each item needing board approval when some are trivial. This

will require sending the list and any supporting documents out in advance and of course having an option to pull an item off the Consent Agenda should any board or staff member feel that additional discussion or consideration is warranted. Here is a list of things that might be included in a Consent Agenda:

- The meeting minutes
- The financials
- CEO report
- Program or committee reports
- Staff appointments
- Volunteer appointments
- Committee appointments
- Correspondence that requires no action
- Perfunctory items-formal approval of items that had much past discussion

Here is an example of a Consent Agenda:

Consent Agenda

1. Board meeting minutes
2. Executive Director report
3. Marketing committee report
4. Approve insurance renewal
5. Approve purchase of new copier (exceeds cost limit without board approval)
6. Board Resolution to open new checking account

Agenda Item #3 – Review and approval of items requiring board approval that require more discussion and cannot be included in the consent agenda.

Agenda Item #4 – Board Training/Education:

This is an opportunity to do some skill building with board members on such topics as fundraising, institutional marketing, telling our story, advocacy, etc. It is also a great way to refresh board knowledge even for board members with longer tenure. Since board members are only occasionally with us, we need to remember that they don't have the same level of institutional knowledge that staff members have. If necessary, bring in a consultant or expert with a particular skill and even consider some role-playing exercises to help board members learn how to become effective advocates and ambassadors. Nowhere is this more important than around the area of fundraising. In a perfect world, our board members would be skilled, eager fundraisers out beating the bushes to find donors and securing large gifts, but our nonprofit world is far from perfect, and very few people eagerly embrace the art of asking for money so this is a skill that must be learned and a muscle that must be developed. Using some time for board education will remind board members of their obligation to help support the organization and build good will in the community. This should be accomplished in fifteen to twenty minutes and can include handouts or training materials that they

can take with them. An excellent resource for board members to read is “Asking” A 59-minute Guide to Everything Board Members, Volunteers , and Staff Must Know to Secure the Gift, by Jerold Panas. It's a quick read and a great way to take the mystery out of fundraising.

Agenda Item #5 – Governance:

This is the reason board members are here and is an opportunity to take advantage of their skills and experience. Engage the board members to help creatively resolve problems or issues, or develop strategies to move the organization forward, identify new goals, and/or anticipate future impacts on the organization. If there are strategic issues the organization is grappling with, this is the place to have those strategic discussions. It is also a good place to have those “What If?” conversations. Examples of these types of topics include:

- What if the Executive Director suddenly quit, or became ill?
- What if we had to cut our budget?
- What should our staff look like in a year, two years, five years?
- Can we undertake a large capital campaign?
- What can we do about proposed legislation that will impact us?
- Are there funders we should not accept support from?

Agenda Item #6 – Old Business

Agenda Item #7 – New Business

THE ANNUAL MEETING: This is an important and essential meeting that occurs at the start of the fiscal year. This is when the Officers for the coming year are elected, and the budget for the new fiscal year is reviewed, discussed and approved. It is also the best time to add new board members, although in most cases, members may be added at any regular board meeting.

EXECUTIVE SESSION: a meeting (or part of a meeting) of the board without staff present. In some cases, an attorney or other advisor may be present as well. Because one of the board's chief responsibilities is to assess the performance of the agency and its executive director, boards often need to discuss sensitive issues without staff present. Some examples include:

- Annual meeting with the auditor
- Evaluation of the executive director, and establishing the executive director's salary
- Conflicts between two board members, or serious criticism of a board member by another
- Firing or removing a board member for cause
- Investigation into concerns about the executive director, or a report from a management consultant
- Review of salary schedule, compensation policy, etc.

Executive Session with Executive Director present:

- Lawsuits, complaints, or grievances from staff or former staff;
- Individual staff situations

- Evaluation of the executive director with the executive director.

OTHER THOUGHTS & STRATEGIES FOR BOARD MEETINGS

- Spend time on the “Big Picture” and “Reverse Planning” which is articulating your most desired future state and then planning backwards to identify the steps needed to achieve that
Bring Strategic Planning elements into each meeting
- Do a SWAT analysis with the board at least once a year
- Select a theme for each meeting that addresses an important issue for the organization
- Interview the Executive Director – let the board members ask what issues are of most concern or what new trends or concepts are top of mind
- Make your board meeting about decisions, not updates
- Have a written agenda and send materials out in advance
- Don’t assume that all board members are tech savvy – don’t rely on google docs, or special board portals to send all pertinent information
- Start and end meetings on time and know when to cue your chair if a discussion needs to be tabled for a future meeting.
- Assume that a 5 or 10-minute window is needed at the beginning since traffic and work obligations may cause board members to be delayed, but don’t hold too long if all members are not present at the beginning
- Ask for action at each meeting. Have a concrete action related to fundraising that you bring to every meeting such as asking each member to do at least one introduction to a new contact on behalf of the organization or ask for all board dues to be given within a specific timeframe.
- Engage board members in signing thank you notes, or ask letters during the meeting
- Use a board meeting evaluation form at the end of each meeting or send it the next day, and use a “Board Report Card” at the end of each fiscal year asking board members to evaluate the board as a whole. A separate “Board Member Report Card” is also a good idea although these need not be turned in to Board President. These are self-evaluations to help members understand their role and obligations.
- Make sure the room is comfortable
- When setting the agenda ask these two questions: What keeps you up at night & What must be decided at the meeting.
- Have a dashboard for the strategic plan and review it at every meeting to ensure that progress is made towards strategic goals
- Involve the board in developing a “Rubric” to define the optimal state for the organization and/or the board. For more information on this organizational tool, read *The Social Profit Handbook* by David Grant

Joanna St. Angelo, September 17, 2018