



BOARD BRIEF: Board Business

Board Briefs are "at-a-glance" resources that help board volunteers better support their Boys & Girls Club. They are designed to occur as five-minute education opportunities at board meetings.

SUMMARY

Board meetings are the primary vehicle for boards of directors to carry out their work. Meetings should be productive, engaging and focus on substantive issues. Many meetings suffer, however, because little attention is paid to preparation; often the focus is on administration and information sharing, rather than on strategy.

BETTER BOARD BUSINESS

Critical decisions and discussions take place at board meetings. The effectiveness of the meetings and the agenda's ability to engage all leaders is critical to the organization's success.

Planning and Preparation.

Adequate preparation sets the stage for efficient meetings. These planning tasks include:

- Sending notice and periodically polling member to determine the preferred day and time
- Creating an agenda and sending meeting packets 1-3 weeks in advance
- Preparing the room and obtaining necessary supplies (name tags, flip charts, audio-visual equipment, refreshments, etc.)

Setting the Agenda

The task of creating the agenda is a shared responsibility of the Board Chairman and CEO. Committee chairs should also be asked to submit agenda items. Good meetings are focused.

Effective agendas focus on strategic issues rather than on administrative detail or listening to reports. In establishing the agenda, it is important to carefully think through the content to cover all of the board's business in the allotted amount of time. The length of the agenda should be reasonable. The more agenda items, the less time allotted to each item or the longer the meeting. It is important to allow enough time for board member inquiry and dialogue.

Routine matters that need board approval but not discussion (changing names on bank accounts, approving committee or board minutes, etc.) can be packaged under a consent agenda and approved en masse.

Active Participation

All board members play an important role at meetings.

Before arriving, every board leader should have read the background material and be cognizant of the consent and meeting agenda items. During the meeting, board members should:

- Refrain from carrying on side conversations
- Be open to the ideas of others and listen
- Speak up and contribute to the discussion
- Help others stay on the subject

Afterwards, every member should take action on any responsibilities assigned at the meeting to ensure continuity of effective leadership.

Use of Executive Sessions

An executive session enables the board to meet in privacy, for say, review of the CEO's performance, during the larger board meeting or at a separately scheduled moment. Situations that may warrant an executive session include

- Investigating alleged improper conduct by a board member
- Discussing financial issues with an auditor
- Planning major endeavors
- Addressing matters where Club confidentiality is requested or prudent
- Handling personnel issues such as compensation, performance evaluation, or disciplinary issues.

If an executive session is an informal discussion, detailed minutes may not be necessary, but the general substance of the session itself should be noted. If the session contributed to a board decision about a difficult or important issue, minutes may be necessary. Some organizations have legal counsel maintain minutes of all executive sessions. Executive session minutes should be shared only with participants and should not be attached to the regular board meeting minutes. Any confidential documents distributed for an executive session should be clearly marked as confidential, collected at the end of the meeting, and maintained by the CEO or Board Chairman.

QUESTIONS FOR DISCUSSION

- How effective are our meeting agendas?
- What can we do to enhance our board meeting agendas?
- Are board members prepared for and engaged in board meetings?
- How can we increase board member engagement at meetings?
- Do we use a consent agenda? If so, how is it working?
- Should we consider a consent agenda?
- Are we using executive sessions appropriately? How might we use them more effectively?