

Board Meeting Agendas

It may seem expedient for the CEO to develop the agenda, but this practice may give the appearance that he or she is dictating or manipulating the work of the board. Reality or not, this perception is the antithesis of what the Board Chair strives to achieve. To conduct the work of the board, the Board Chair needs to have input into this process. The perspectives of both the CEO and Board Chair are needed in creating the agenda. The CEO brings operations items, organizational updates, industry trends and community issues to the agenda. The Board Chair brings a more detached view of the big picture, with a focus on governance responsibilities, to the agenda. Creating meeting agendas is a shared task, with the Board Chair holding ultimate responsibility for what is covered at the meeting.

When establishing the agenda, it is important to carefully think through the contents to make sure all the board's business can be covered in the allotted amount of time. The CEO and Board Chair should be reasonable in determining agenda length. The more agenda items, the less time allotted to each item or the longer the meeting. Remember, it is important to allow enough time for board member inquiry and dialogue.

Board meeting agendas cover three categories:

- *Information Items* provide information, knowledge or data. Examples include committee reports, program updates or new funding information. Information items require no action from board members. Instead of listing items on the agenda, a consent agenda may be used and listed as one item on the board agenda (more information on consent agendas can be found in the Appendix).
- *Generative and Discussion Items* share information or pose big-picture, what-if questions and ask for board members' input into the current and future work of the Club. Generative discussions come first, before data is configured into a particular fashion to support an action. These discussions are unfocused, and allow for exploration of possibility through open, interactive dialogue. Examples of generative and discussion items include fundraising ideas; committee work (such as creating a volunteer strategy or a board development plan, exploring governance issues); community issues; social, political or economic conditions; and trends, opportunities and threats in the sector. No further decisions or action are required of board members.
- *Action (Fiduciary & Strategic) Items* convey information, knowledge or data and require a board decision or vote around core organizational business, public trust, policies, etc. Examples include voting on the annual budget, setting strategic planning goals, and creating a new program or service. It is critical that any printed material needed for an action item be sent ahead of time to all board members so they can prepare accordingly.

Depending on how often a board meets and the typical length of a board meeting, the board agenda should reflect a mix of these three categories.

More Than Presiding

A Board Chair calls all meetings to order – that is the easy part. The crucial role of this position is managing group dynamics. This ability should take precedent over popularity, friendship with the CEO, board tenure or contribution history. Some of the skills required are:

- *Exercising self-discipline.* Holding back on giving opinions encourages all directors to share and deliberate. This action also extends to voting.
- *Balancing personalities.* If one or two persons dominate, he/she should open the meeting to other directors.
- *Developing/Delivering Meaningful Meeting Agendas.* Information should flow freely and enhance directors' understanding of issues. If discussion drifts afield or becomes tense, he/she needs to refocus and bring calm to the meeting. This includes ensuring that resolutions are clearly understood (preferable in writing) and voting is recorded.
- *Intolerant of Demeaning Behavior.* Whether in action or word, he/she must address it.

All of this takes place before another easy task: adjourning the meetings.

Engaging the Board

No matter how large or complex the organization, the CEO should draft the agenda for board meetings with the Board Chair. The Chair must be able to engage board leaders in the agenda and ensure “ownership” at every meeting. This means the chair needs a thorough knowledge of agenda items so he/she can explain them (not just the CEO). Certainly it is appropriate for the Chair to turn to the CEO or other professionals for technical information.

The Chair should ask: “If the CEO were unable to attend the board meeting, do I have the information and am I comfortable conducting the business of the organization?” More board members should be reporting and vetting the topics at board meetings than staff members.

Appoint Committees and Leadership

Most bylaws specifically authorize the Chair to organize the board and its committees/task forces. However, the Chair should still consult with the CEO and board leaders. All committees should be approved by the full board. Bylaws often indicate the Chair is an ex-officio member of committees. That term simply means “by reason of the office” and can be voting or not-voting.

Sample Planning Agenda



**BOYS & GIRLS CLUBS
OF AMERICA**

**Boys & Girls Clubs of _____
Your Town, USA**

*Strategic Planning and Positioning Retreat
February XX, 20XX*

Agenda

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|-----------|---|--|
| 12: 30 PM | <p>I. Welcome, Introductions, and Our Objective</p> <ul style="list-style-type: none">• Do What Is Best for Kids• Opportunity Focus on the Future• Use Baseline Data and Trends Gleaned from the Board Assessment• Identify Strategic Issues and Actions to Advance the Organization | <p><i>Board Chair/Chief Volunteer
Officer, Planning Chair</i></p> |
| 12:45 PM | <p>II. The Planning Process and Outcomes</p> <ul style="list-style-type: none">• BGCA Great Futures Plan• Operational Environment – 21st Century<ul style="list-style-type: none">○ Non-profit & BGCA Movement○ Review Organizational Assessment & Data• Discussion• Where Are We? What Does the Data Tell us?• Work Group Instructions | <p><i>BGCA Director of Organizational
Development.
Boys & Girls Clubs of America</i></p> |
| 1:30 PM | <p>III. Framework for Today's Strategic Thinking & Planning Work Session</p> <p>Three discuss groups:</p> <ul style="list-style-type: none">• Operations – HR, Safety, Facilities and Impact/Outcome• Resource Development – Income, Marketing and Board Development• Support Services – Fiscal Management, Technology, Legal/Insurance/, Audit, & Evaluation, Compliance | <p><i>Each Board Member Pre-Assigned
to Work Group</i></p> <p><i>Use Key Leaders &
Board VP's as Group
Discussion Facilitators</i></p> |

1: 45 PM	IV. Group Work/Discuss: What Are The One to Three Most Critical in Each <u>Key Result Area</u> Does the Organization Face? Then....	<i>By Pre-assigned Group Led By VP's</i>
2:50 PM	V. Rank Those Issues and Their Priority, Immediate (This Year), Pressing (Year Two), Important (Year Three)	<i>Work Groups</i>
3:10 PM	VI. Then Ask, How will we respond strategically to That Priority Need? Which Business Quarter Q1, Q2, Q3, Q4?	<i>3 Group VP's or Facilitators</i>
3:40 PM	VII. Key Strategic, When -- Report Back	<i>BGCA Director of Org Develop Boys & Girls Clubs of America</i>
4:00 PM	VIII. Closing Challenge and Outcomes: <ul style="list-style-type: none"> <li data-bbox="358 674 656 701">• Next Steps Outlined <li data-bbox="358 716 789 743">• Steering Committee Appointed 	<i>Board Chair/CEO Board Chair</i>