

How do Chairs prepare for Board meetings?

Survey
August 2020



How do Chairs Prepare for Board Meetings?

There is very little understanding of how Chairs prepare for board meetings and undertake their role. There is no rule book and little guidance on good practice or common practices of being an effective Chair. At VUCA we believe this is a critical area to pursue and share our insights to support boards improve their performance. VUCA Trusted Advisors undertook a research project engaging with Chairs to gain insights into how they undertake their role. The Chairs who participated were experienced with 50% having 5 or more years of chairing and ~70% were professional (paid) Chairs.

The Underlying Principles

To interpret the results, we need to set out some underlying principles that define the role of Chair:

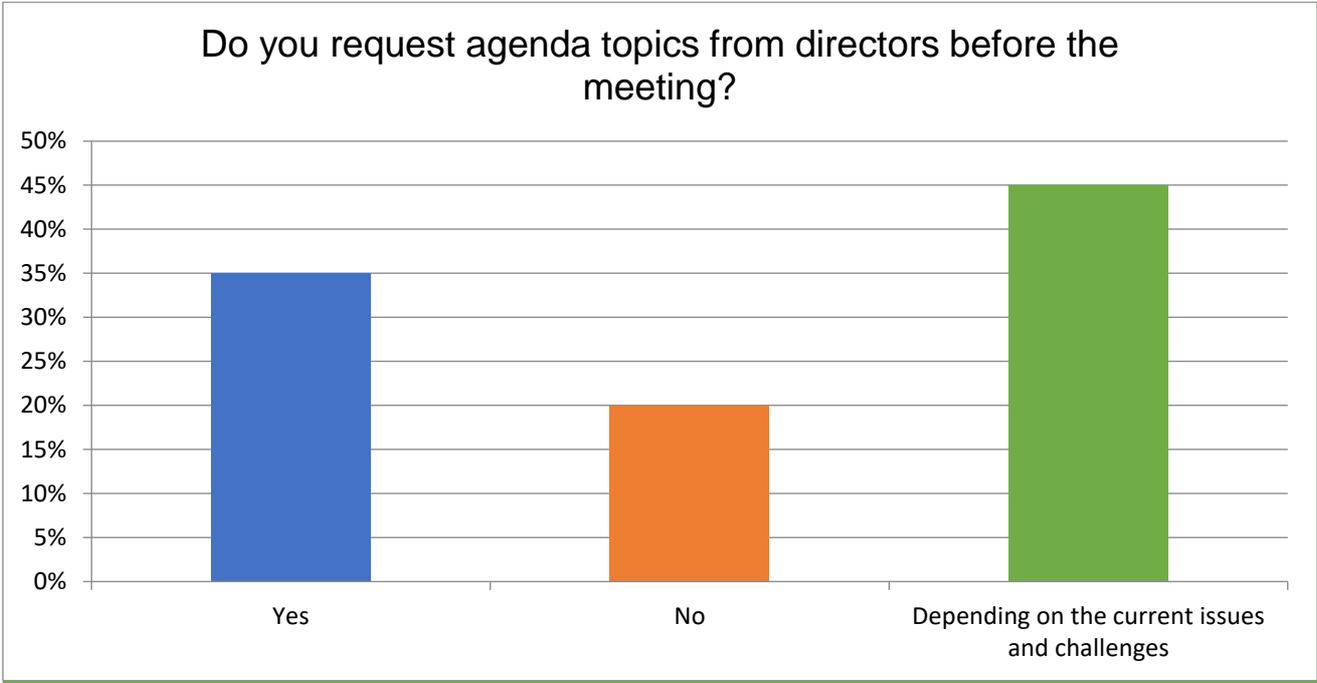
- The Chair is a director and is co-equal with other board members, commonly expressed, as 'first among equals'. The Chair has no additional decision-making authority unless authorised by the board as a whole.
- As an equal and without any additional power or authority the role is to facilitate decision making and achieve consensus of the board as a whole.

In short, unlike a CEO the Chair is not there to give instructions to the other directors or inform, coax or coerce them into his or hers preferred decision. The role requires strengths in communication and leadership, strong facilitation and consensus-building skills, empathy for fellow Board Members and Executives, strategic vision, the intellectual capacity to understand complex issues and manage alternative views and debates. Also, the ability to assess priorities and focus on what is important, the ability to coach, guide and direct the CEO and the ability and knowledge to challenge views and opinions. It is a demanding role.

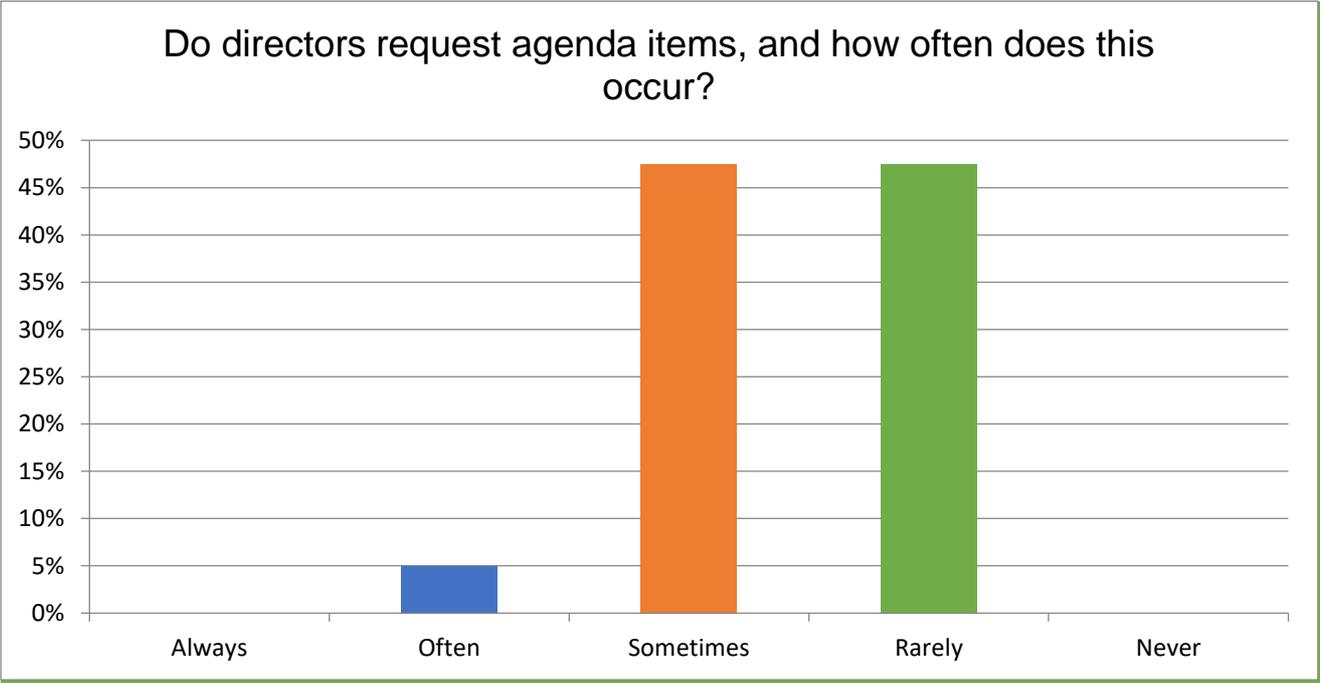
Preparing the Agenda

The initial step in preparing for a board meeting is formulating the board agenda and there are multiple approaches. No Chair in our research has a static agenda that remains constant meeting to meeting. Chairs are either adding emerging issues to their agenda or utilising a board work plan and including emerging issues.

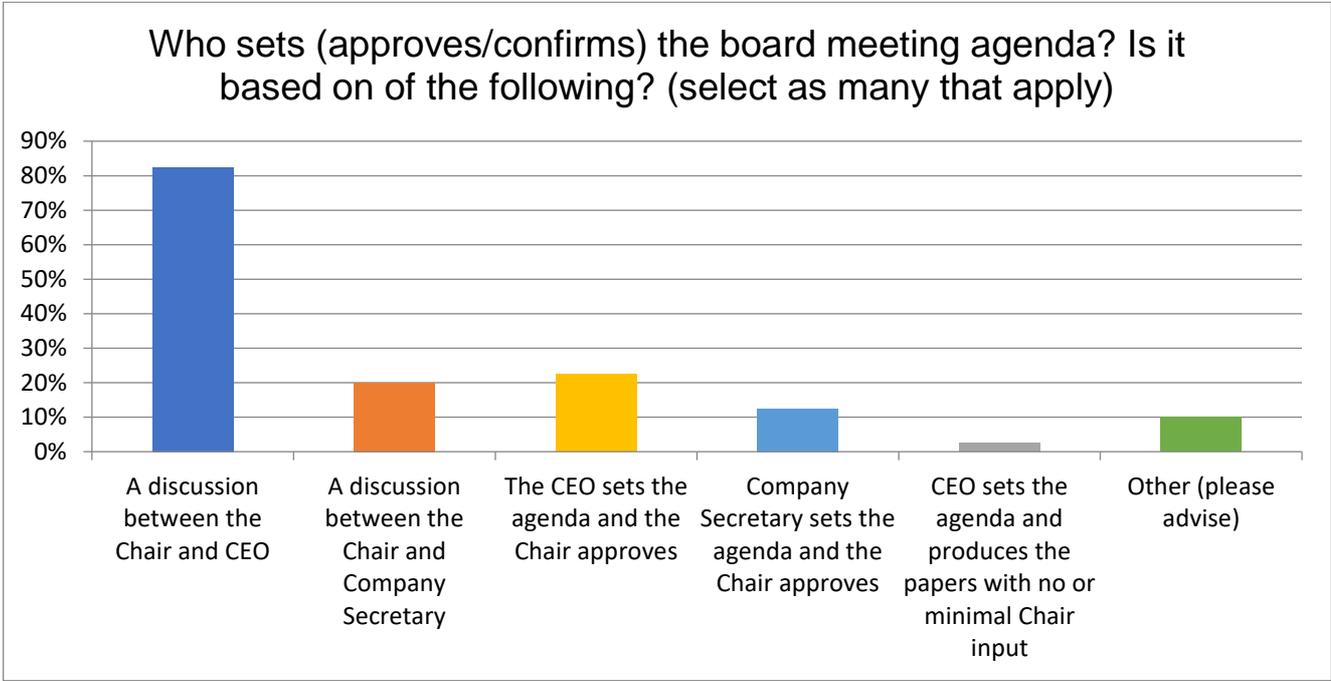
75% of respondents utilise an annual board workplan to guide their board agendas. It is good practice to plan the board's meeting over the full year to address the strategic, risk, compliance, and operational oversight requirements of the board. In our experience not having a board workplan is a common feature of underperforming boards and entities with governance problems. To formulate the board agenda Chairs also request and receive agenda items from Directors.



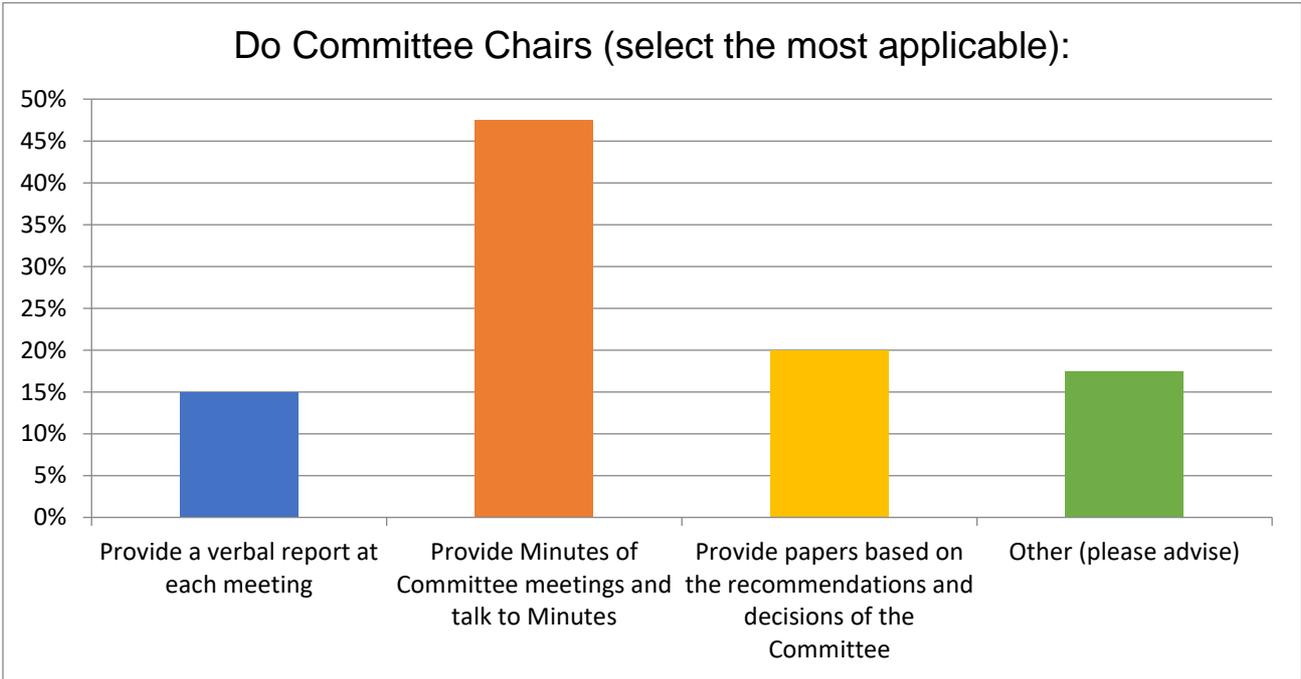
Depending on the current issues and challenges, 45% of Chairs request agenda topics before the meeting.



35% of Chairs are requesting agenda items from their Director colleagues and another 45% are openly flexible about seeking agenda items. 95% of Directors sometimes or rarely request agenda items. There is no defined good practice, in line with the principles above, a Chair should be open minded and flexible but should not need to request agenda items from directors for every meeting. Conversely, continual requests from director/s for agenda items suggests that the board and CEO are not on top of the issues or there are some other underlying governance challenges e.g. a difficult Director.



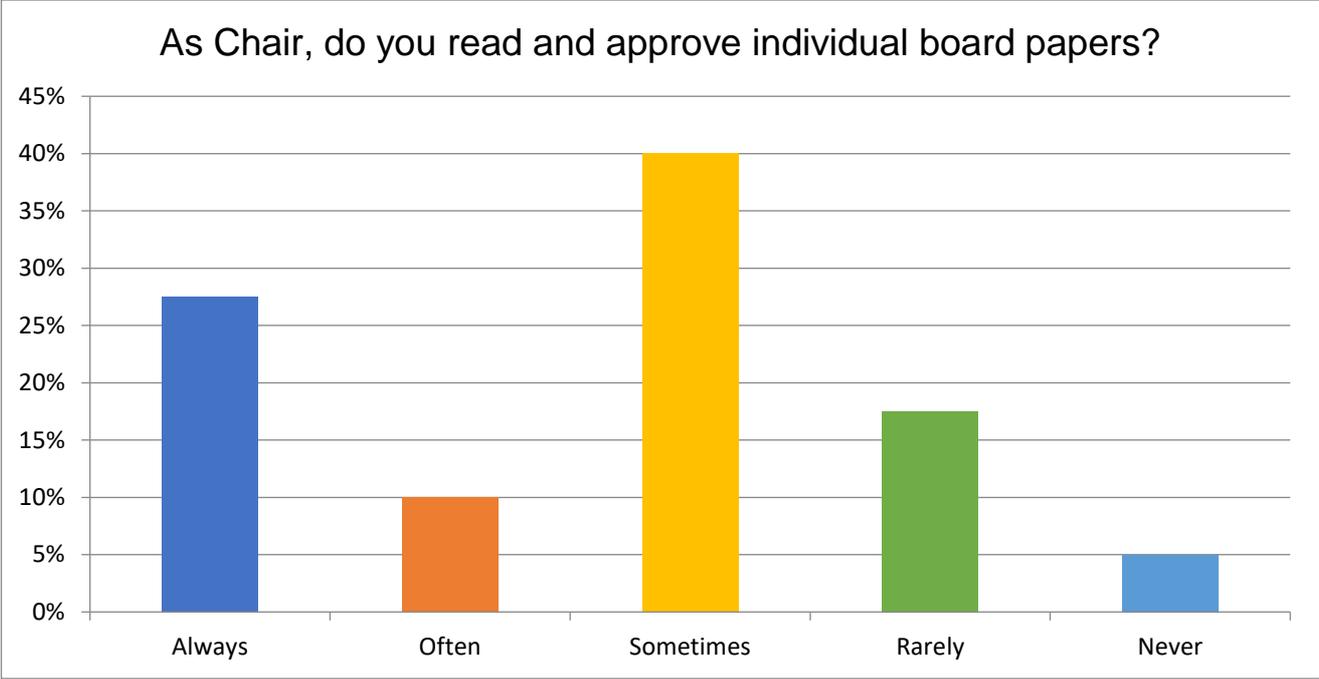
Governance is a team sport and the Chair setting the agenda in conjunction with the CEO and/or Company Secretary is best practice. Allowing a CEO to set the agenda with minimal or no input from the Chair allows the CEO to control the board agenda, discussion and decision making for his or her needs subverting the ability of the board to govern i.e. ‘the tail wagging the dog’.



“A combination of the above - varies to some degree at different boards. All three above are good practice.”

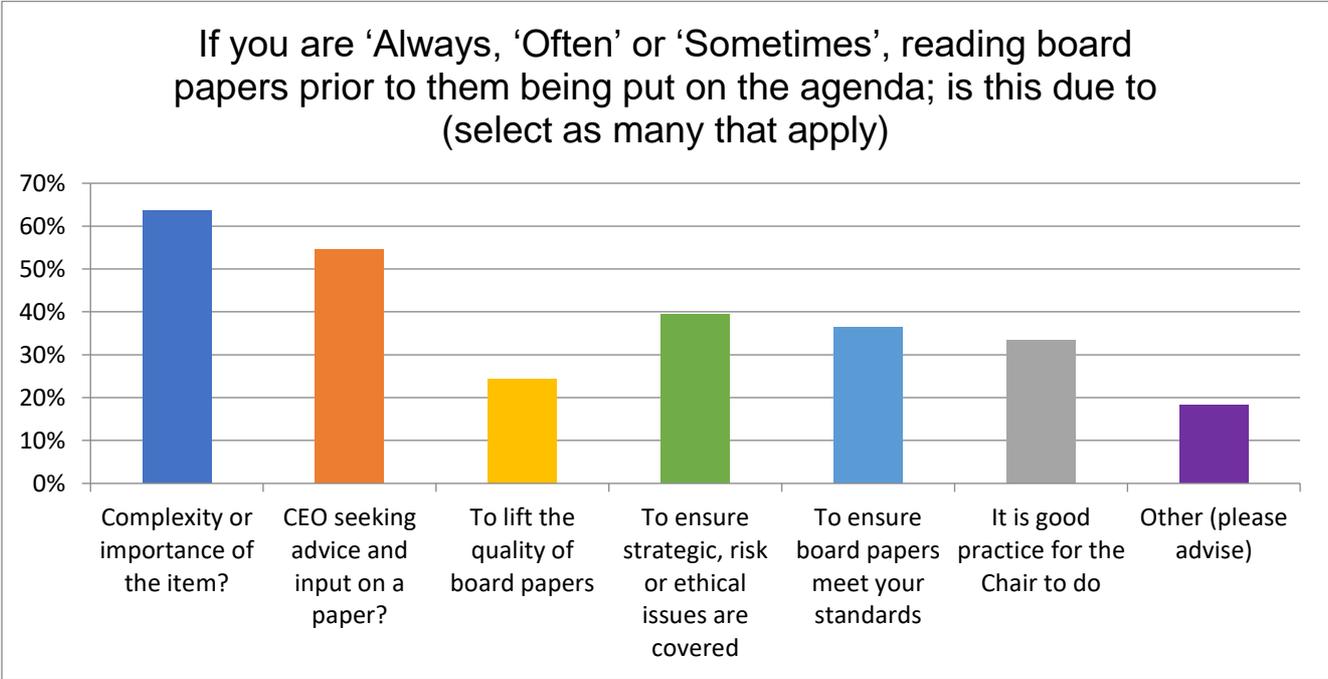
There is a wide variety of practice when it comes to handling board committees which may reflect differing entity scale, context, and governance evolution. A Committee Chair reporting without any Minutes is not ideal and a board pack overloaded with Committee minutes can be tedious to wade through. We think the higher order practice is to have the

Committee Chairs speaking to specific papers generated by the Committee and the Committee Minutes. If each Committee has its own work plan aligned to the board work plan, Committees should be producing papers with recommendations for the Board to consider. A Committee that is not producing papers may not be effective and need review.



The role of Chairs reading and approving board papers was surprisingly controversial with 27% always undertaking this and delving into why 33% believe 'it is good practice for the Chair to do this (see below). We don't share this view. A Chair may need to consider if the underlying issue to always approving board papers is the Executive team requiring education or coaching on board reporting and paper writing, under-performing Executives or micro-managing on the Chair's part.

With 40% of Chairs reading and approving the board papers 'sometimes' understanding the reasons behind this practice is informative.



The three top reasons ‘Complexity or importance of the item’ (64%); ‘CEO seeking advice and input on a paper’ (55%) and ‘To ensure strategic, risk or ethical issues are covered’ (39%) are good practice and allow the Chair to coach and support the CEO, bring their experience and intellectual capacity to lift the quality of a paper and in turn the quality of the board analysis, discussion and decision making.

Preparing for the Meeting

Unlike a Director a Chair cannot simply turn up after reading the board papers 2 to 3 times. Good practice warrants consideration of how to facilitate individual items to support discussion and decision making.

“A lot of thinking ahead of the meeting about how best to raise, facilitate and, ideally, reach a consensus on the item. Often it involves discussion with the directors and CEO prior to the meeting to canvas their views and ideas on how best to handle the matter”

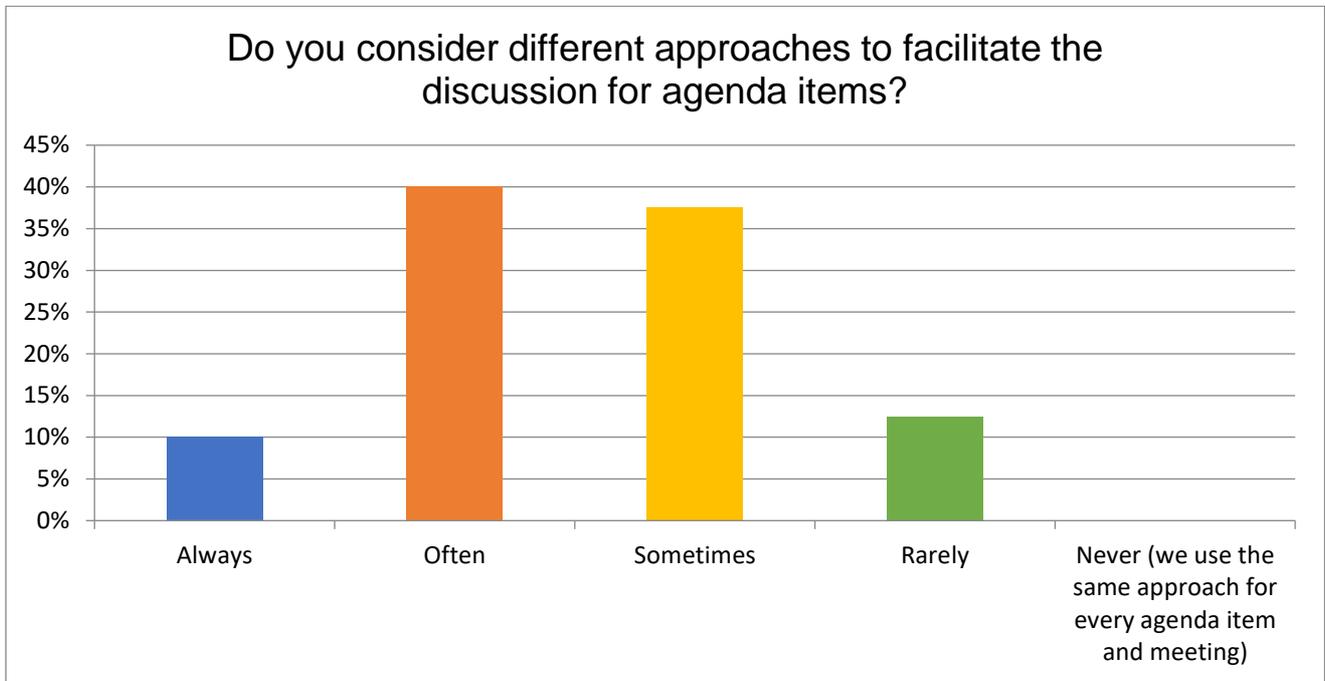
“I try and layout the facts in chronological order. Put a list of pros and cons together which I table with the board. I find this helps look at issues from both sides, and assists bringing directors together to debate an item. On occasions, I will ring key influencers before the meeting to seek their views so that I am fully prepared for the debate”



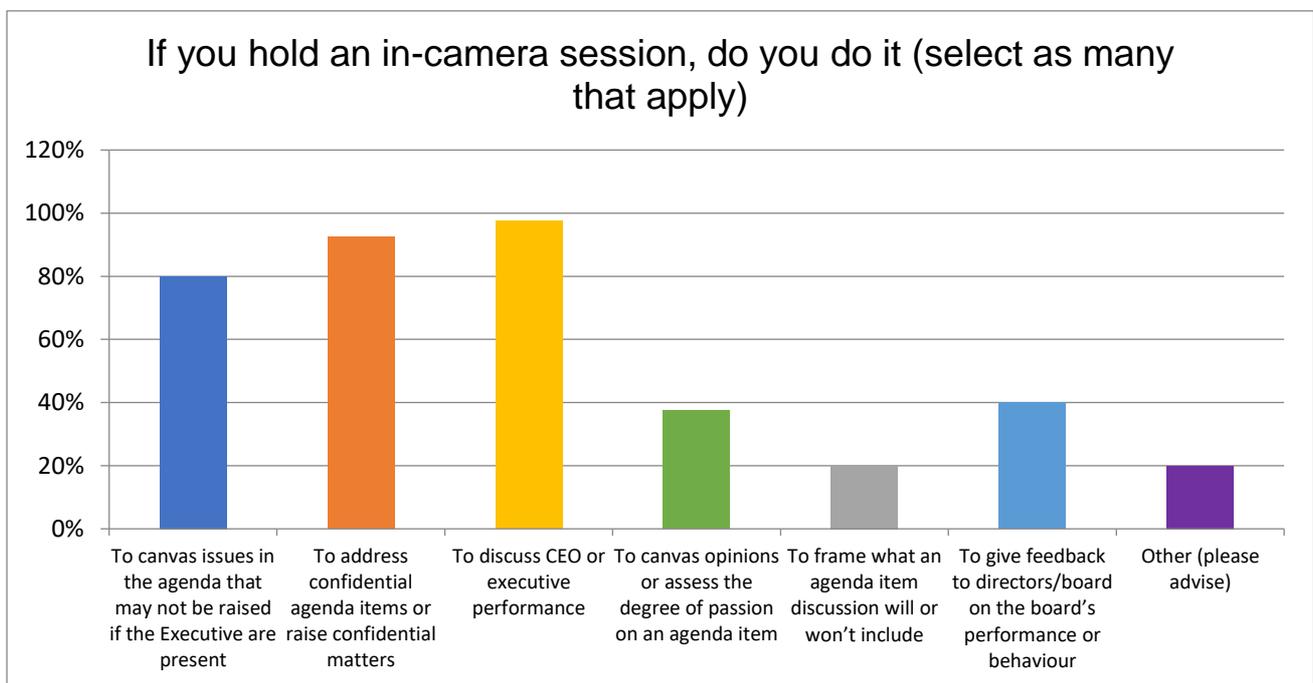
Coaching or checking in with new or inexperienced Directors is best practice chairing.

Gathering opinions or assessing the degree of passion or disparate views on an agenda item (58%) can assist a Chair to prepare for a discussion. Care needs to be taken that this doesn't stray into trying to influence the outcome. Expressing your opinions or views on an agenda (10%) prior to a board meeting may suggest the Chair is trying to control the outcome or exert too much influence over the board decision making. As ‘the first among equals’ the Chair’s opinion is but one around the board table.

When boards are going well with few challenges and well behaved ‘professional’ Directors not or rarely contacting Directors before the meeting (33%) is understandable as the board table is where the work is done.

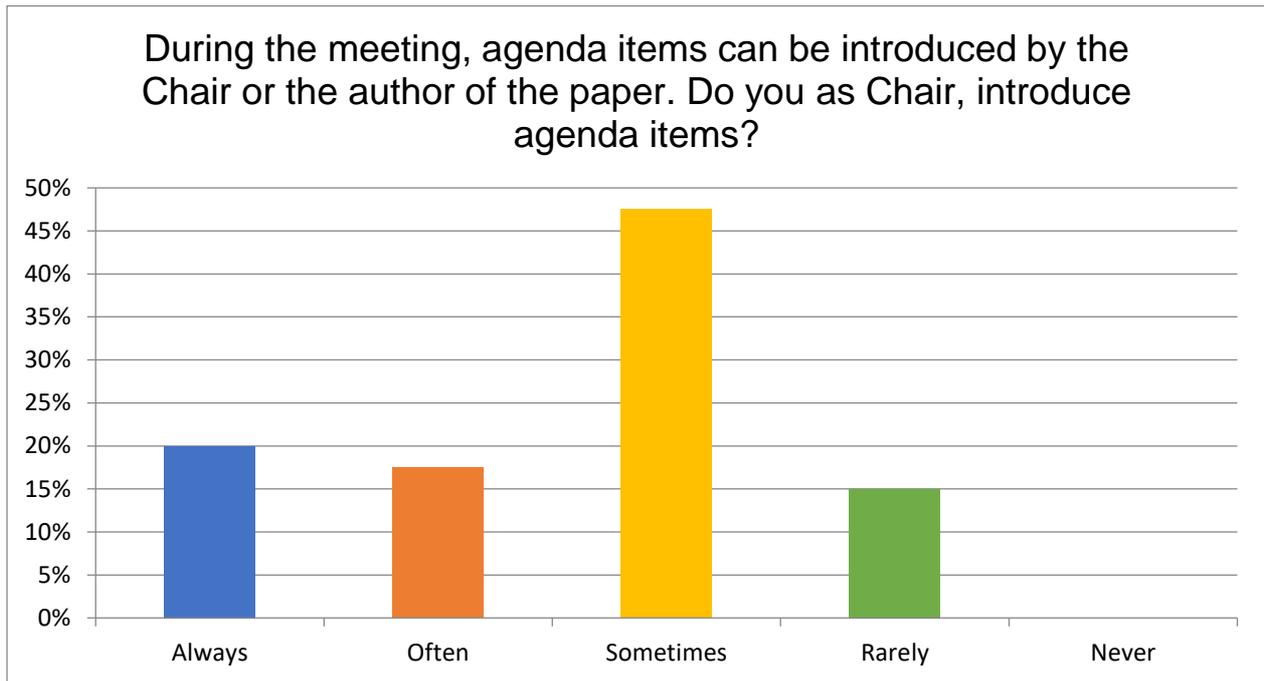


With ~90% of Chairs considering a range of options to facilitating board discussions the feedback showed a range of practices ‘a committee chair might lead discussion, an Executive might present a paper, an external facilitator might be invited to lead a strategy discussion, external expert might present a paper for our response, ask different Directors to lead a discussion, use of visual and digital aids, physical site inspections and setting up a workshop for strategy or more complex issues’. For those Chairs who rarely use different approaches to facilitating (12%) you might want to put more effort into your preparation, so your meetings are not dull, tedious and repetitious ... a Directors version of ‘groundhog day’.



It is good practice to hold in-camera sessions and 98% of Chairs do this (only 2% rarely). The bar chart shows a range of reasons but feedback demonstrated even greater diversity – build board culture, check on the health and wellbeing of the board, check in on the Directors on a more human level, provide an opportunity for the Board to explore any issues that

they feel are being missed and also to review together Board-Executive communication and performance, to address conflicts of interest. It is, however, very important that feedback on the in-camera session is given to the CEO or Executive as soon as practical to maintain a culture of transparency and trust.



“I am careful to avoid giving a "Chairman's" view until all opinions have been canvassed. Having said that, I insist all board papers have a clear recommendation and outline any financial impact.”

“Sometimes I introduce if it has been a long/complex process, or to set context. I try to generally (but not always) refrain from giving my view till towards the end of the discussion.”

If the Chair’s role is to facilitate the collective decision making of the board care needs to be taken with introducing agenda items as you are no longer a neutral facilitator. It is not good practice for the Chair to always introduce agenda items. The 20% of Chairs who are always introducing agenda items may well be unconsciously or deliberately framing the board’s discussion to their view or allowing their ego dominate the board table.

The free text feedback on the ‘poor chair behaviours that impact on meetings and directors’ reinforces our view that it is poor practice:

“Failure to engage with other Directors. Not allowing them to have discussion and opinions.” “Dominating the discussion”

“Not allowing for and/or shutting down the "alternative case" – pre-empting the outcome and not open to other approaches.”

“Stating an opinion too early.”

“Controlling. Driving an agenda to suit their own needs”

“Talking far too much as Chair rather than orchestrating”

Conclusion

High performing Chairs have a significant impact on board performance and in turn organisational performance. Experienced Chairs say being a Chair is far more demanding than being a Director and it clearly is. Being grounded in the underlying principle of 'first among equals' and focussing on facilitating and supporting the collective input and decision making of the Board is essential to being a high performing Chair. It can be difficult to let go of your own ego, especially if you have been a CEO or senior executive, but high performing Chairs are focussed on bringing out the best in their fellow directors and not controlling the outcome or demonstrating how clever they are.

Preparation begins with developing the meeting agenda based on the Board workplan and in conjunction with the CEO and Company Secretary. At this point giving consideration to different approaches to facilitating agenda items and conduct of the meeting is valuable for maintaining vibrancy of your meetings and achieving good outcomes.

“Identify key issues to ensure they're covered; prepare a checklist for myself to refer to during the meeting; get clear on the decision that's required to be made (not which way it goes, but the essence of it). At times will speak to Directors beforehand to encourage their input and assure them their voice (so can listen); discuss with the CEO”

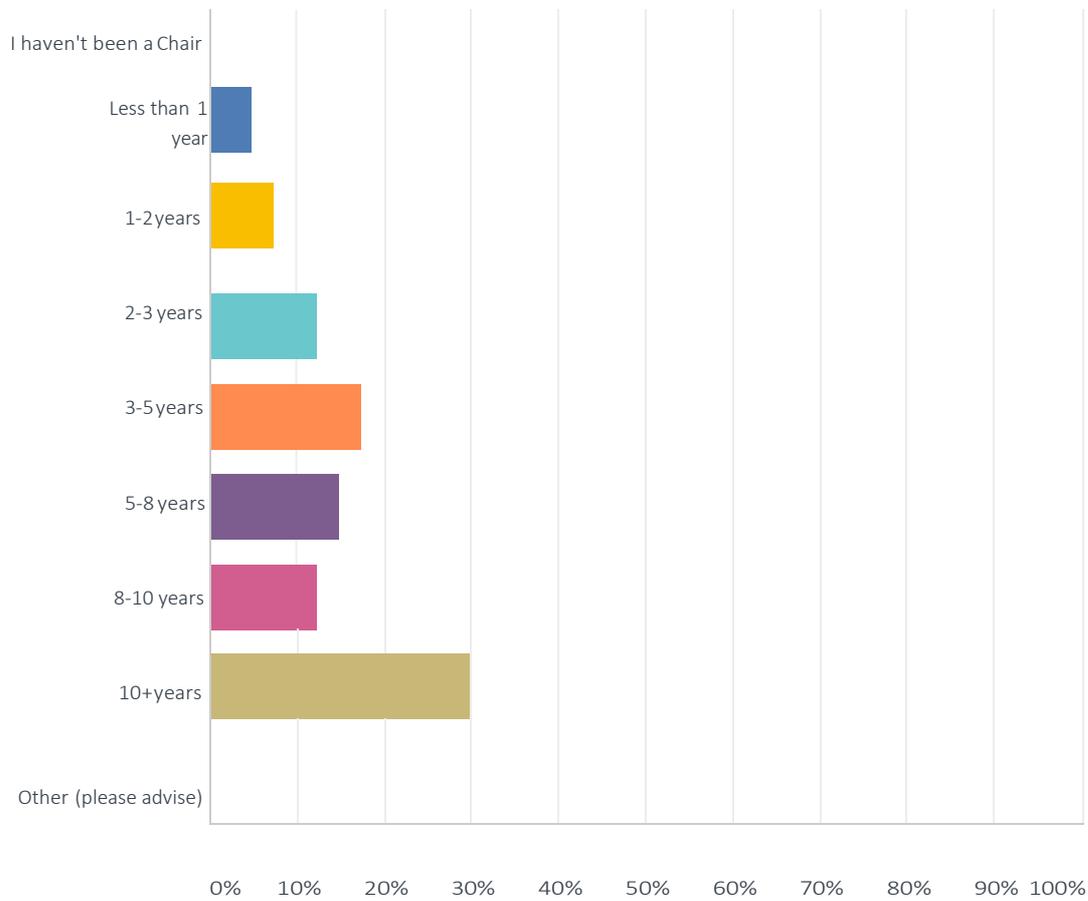
“Very thorough preparation. Canvassing active contributions from all. Keeping to time. Inject humour. Insist on fellow Directors being well prepared. Insist on and give guidance for good quality papers and presentations from operational people”

For more information on VUCA Chair Support Services please contact Paul Geyer on paul.geyer@vuca.com.au

Paul Geyer FAICD
Director, VUCA Trusted Advisors

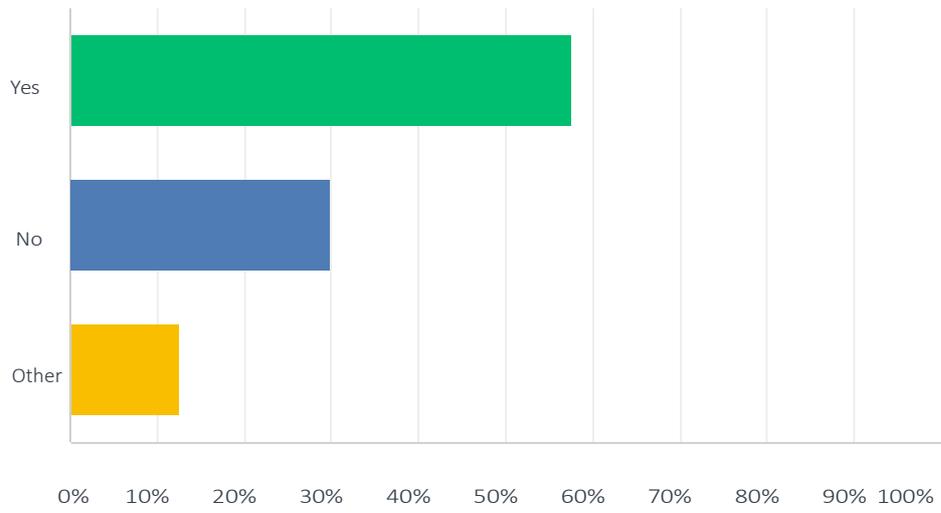
FULL SURVEY RESULTS

Q1 – NUMBER OF YEARS AS A CHAIR



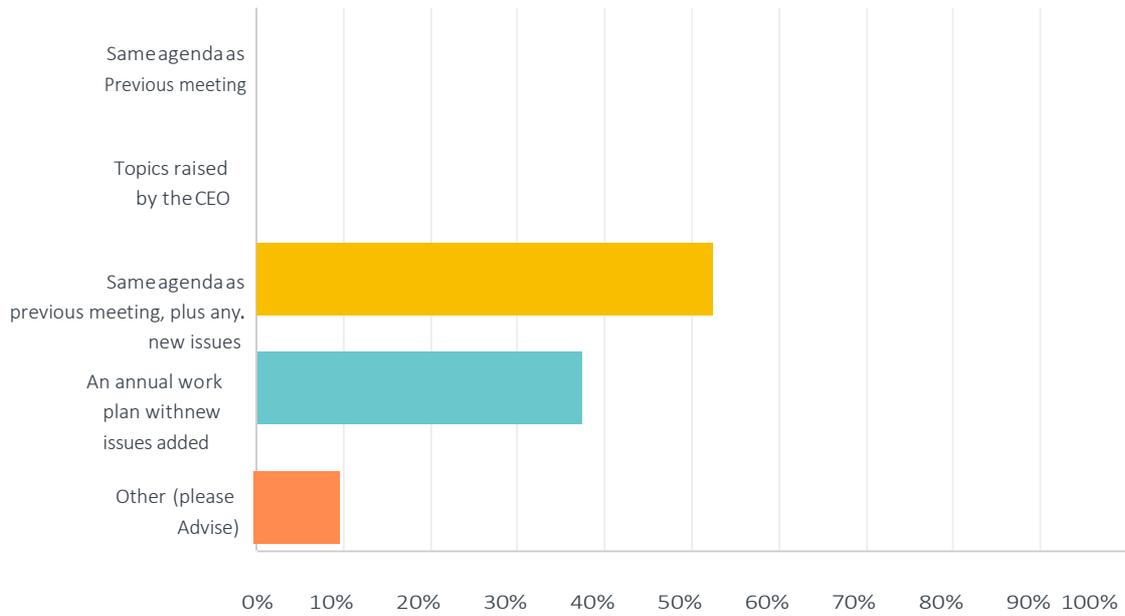
ANSWER CHOICES	RESPONSES
I haven't been a Chair	0.00%
Less than 1 year	5.00%
1-2 years	7.50%
2-3 years	12.50%
3-5 years	17.50%
5-8 years	15.00%
8-10 years	12.50%
10+ years	30.00%
Other (please advise)	0.00%

Q2 – ARE YOUR CHAIR ROLE/S PAID POSITIONS?



ANSWER CHOICES	RESPONSES
Yes	57.50%
No	30.00%
Other	12.50%

Q3 – WHICH OF THE FOLLOWING IS YOUR BOARD MEETING AGENDA BASED ON? (CHOOSE ONE):



ANSWER CHOICES	RESPONSES
Same agenda as previous meeting	0.00%
Topics raised by the CEO	0.00%
Same agenda as previous meetings plus any new issues	52.50%
An annual work plan with new issues added	37.50%
Other (please advise)	10.00%

OTHER (PLEASE ADVISE)

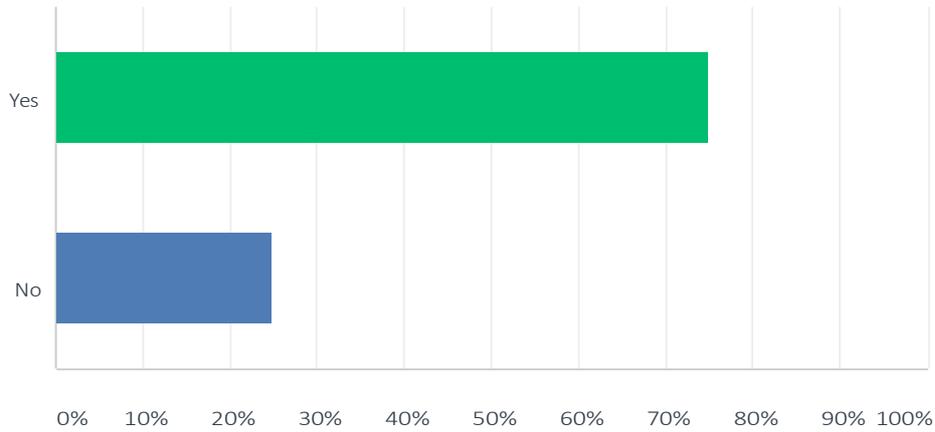
An annual work plan together with contemporary matters that need engagement with the board

Topics raised by CEO and Chair and agreed in discussion alongside an annual calendar of work

Standard format (1) items for discussion (2) items for decision (3) items for noting. Plus, in a discussion with the CEO and committee chairs and the co. sec reviewing the corporate calendar to ensure compliance.

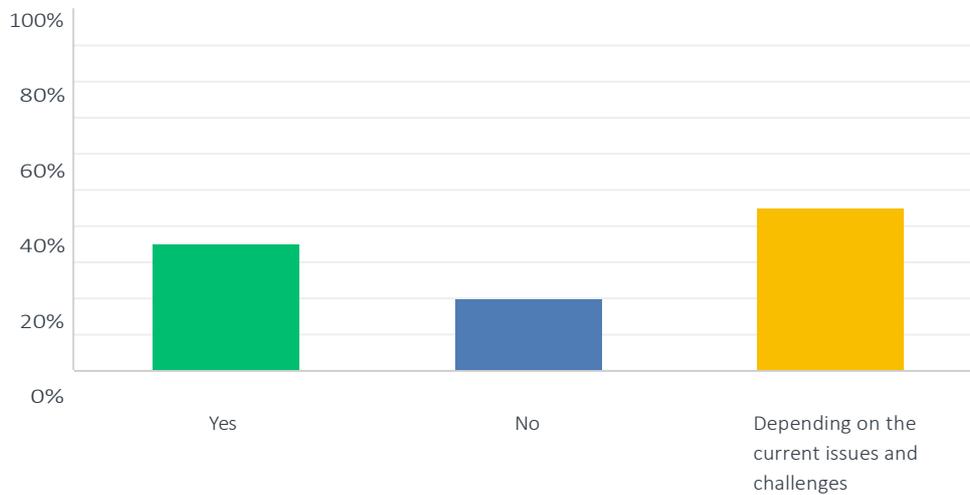
And linked to strategy

Q4 – DOES YOUR BOARD HAVE AN ANNUAL BOARD WORK PLAN?



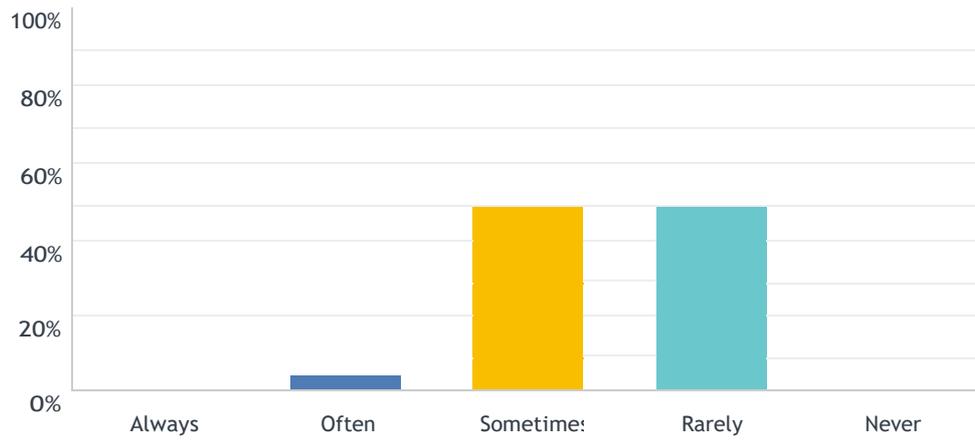
ANSWER CHOICES	RESPONSES
Yes	75.00%
No	25.00%

Q5 – DO YOU REQUEST AGENDA TOPICS FROM DIRECTORS BEFORE THE MEETING?



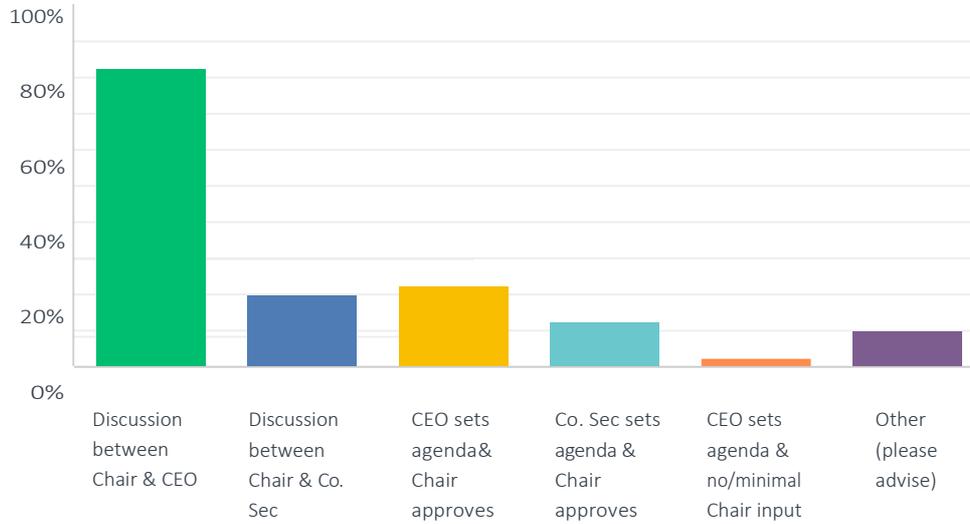
ANSWER CHOICES	RESPONSES
Yes	35.00%
No	20.00%
Depending on the current issues and challenges	45.00%

Q6 – DO DIRECTORS REQUEST AGENDA ITEMS, AND HOW OFTEN DOES THIS OCCUR?



ANSWER CHOICES	RESPONSES
Always	0.00%
Often	5.00%
Sometimes	47.50%
Rarely	47.50%
Never	0.00%

Q7 – WHO SETS (APPROVES/CONFIRMS) THE BOARD MEETING AGENDA? IS IT BASED ON OF THE FOLLOWING? (SELECT AS MANY THAT APPLY)



ANSWER CHOICES	RESPONSES
Discussion between Chair & CEO	82.50%
Discussion between Chair & Co. Sec	20.00%
CEO sets agenda & Chair approves	22.50%
Co. Sec sets agenda & Chair approves	12.50%
CEO sets agenda & no/minimal Chair input	2.50%
Other (please advise)	10.00%

OTHER (PLEASE ADVISE)

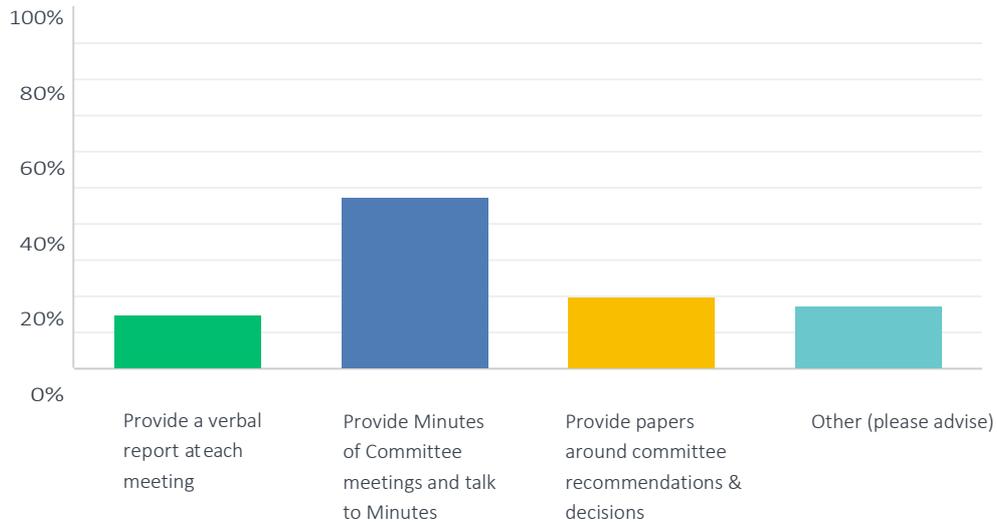
Plus input from deputy chairs

Other Board members may raise topics for inclusion from Committee meetings or other circumstances

A discussion firstly between the Chair and CEO, and then involving the co. sec

Management meetings to plan and sequence matters to be put forward

Q8 – DO COMMITTEE CHAIRS (SELECT THE MOST APPLICABLE):



ANSWER CHOICES	RESPONSES
Provide a verbal report at each meeting	15.00%
Provide Minutes of Committee meetings and talk to Minutes	47.50%
Provide papers around committee recommendations & decisions	20.00%
Other (please advise)	17.50%

OTHER (PLEASE ADVISE)

A combination of the above - varies to some degree at different boards. All three above are good practice.

There are no sub committees

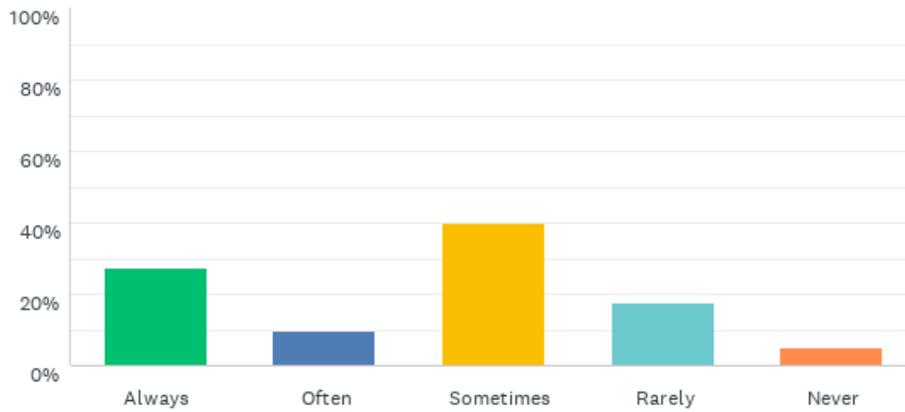
Hold in camera meeting of directors before the CEO joins

All of the above

Minutes, and forward key papers, and talk to minute and/or papers

Verbal and sometimes written as well

Q9 – AS CHAIR, DO YOU READ AND APPROVE INDIVIDUAL BOARD PAPERS?



ANSWER CHOICES	RESPONSES
Always	27.50%
Often	10.00%
Sometimes	40.00%
Rarely	17.50%
Never	5.00%

Q10 – IF YOU ARE ‘ALWAYS, ‘OFTEN’ OR ‘SOMETIMES’, READING BOARD PAPERS PRIOR TO THEM BEING PUT ON THE AGENDA; IS THIS DUE TO (SELECT AS MANY THAT APPLY)



ANSWER CHOICES	RESPONSES
Complexity or importance	63.64%
CEO seeking advice or input	54.55%
To lift quality of board papers	24.24%
Cover strategic risk, ethic issues	39.39%
Board papers meet standards	36.36%
Good practice for Chair to do	33.33%
Other (please advise)	18.18%

OTHER (PLEASE ADVISE)

A combination of the above

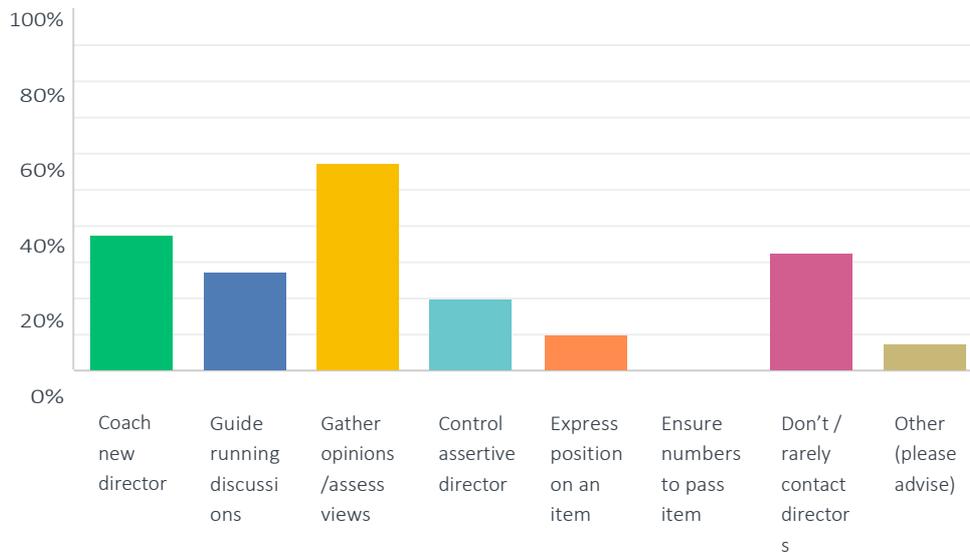
As Chair I do not approve papers, I review them and provide feedback to the author. This is sometimes, but not always before the Agenda is set.

Given the structure of our organisation, we need to ensure the agenda item has national or strategic implications/benefits.

To ensure relevant topics/issues are discussed and to prepare for the meeting itself

To ascertain how much time to allocate to discussion of the paper

Q11 – DO YOU CONTACT DIRECTORS BEFORE THE MEETING TO, (SELECT AS MANY THAT APPLY)



ANSWER CHOICES	RESPONSES
Coach new director	37.50%
Guide running discussions	27.50%
Gather opinions/assess views	57.50%
Control assertive directors	20.00%
Express position on an item	10.00%
Ensure numbers to pass item	0.00%
Don't / rarely contact directors	32.50%
Other (please advise)	7.50%

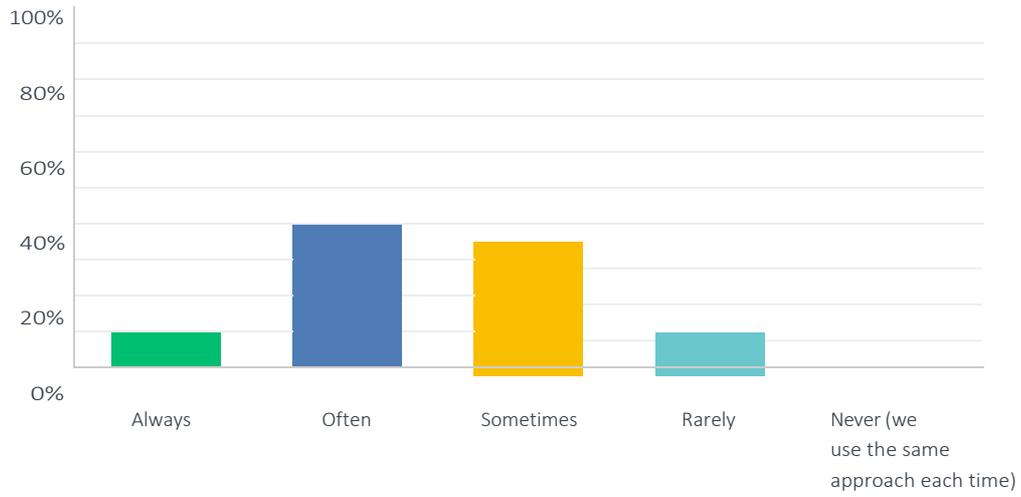
OTHER (PLEASE ADVISE)

Although I would not routinely contact board members ahead of meeting, whenever required for the above ticked reasons I do

This sometimes happens after meetings too

If complex matters may do this

Q12 – DO YOU CONSIDER DIFFERENT APPROACHES TO FACILITATE THE DISCUSSION FOR AGENDA ITEMS?



ANSWER CHOICES	RESPONSES
Always	10.00%
Often	40.00%
Sometimes	37.50%
Rarely	12.50%
Never (we use the same approach each time)	0.00%

Q13 – IF ‘ALWAYS’, ‘OFTEN’ OR ‘SOMETIMES’, WHAT DIFFERENT APPROACHES DO YOU USE?

RESPONSES

Depending on the agenda item, a committee chair might lead discussion, or an Executive might present a paper to open discussion, an external facilitator might be invited to lead a strategy discussion, external expert might present a paper for our response.

Consultation with CEO and other directors

A wide range of approaches - from taking the paper as read and just seeking questions through to an open round table discussion to seek ideas to assist management. Depends entirely on the item and what outcomes we are seeking to achieve from engagement with the board.

Have outsiders facilitate. Have other directors lead discussion.

To shift from process to strategic discussion, might group strategy items together. Presentations from management to inform the Board on a regular basis - and stimulate thinking. Alternate Board meetings to a deeper focus on strategic items.

Internal presentation on topic, outside "expert", outside consultant.

Sometimes an Exec will present an item, sometimes a director will present, sometimes an independent member of a committee will be asked to comment, different formats of information - written, video, verbal, power point etc.

Exec presentations, Directors facilitating a session where appropriate

Allow passionate people to speak first then encourage comment from all. Invite in expert advice when deemed necessary for the discussion not the vote. Encourage thinking around who will be most affected by decision to enable us to see the impact positive or negative of decision.

Mainly we discuss the item and I ensure everyone has their say, as the vocal ones can sometimes dominate. On occasions we run facilitated sessions to remove any politics (perceived or otherwise) from the discussions. In addition, we have no external directors and a fresh set of ears and eyes can be very enlightening for discussion purposes.

Open forum; directed discussion - input one by one; identify key issues and debate both sides; management present their view first; different directors take the lead; look for impact on stakeholders;

Keep your opinion until late in the discussion. Ask different Directors to lead the discussion.

Sometimes I will lead a discussion and other times I will let other directors take the lead.

Seek to have others on the Board lead specific items, ensure that we have at least two workshop style meetings per annum (strategic matters), have regular learning events, ensure each meeting has an immediate evaluation from a different member each time. seek feedback regularly from members.

I will call for ideas / responses from Directors. I will set the scene and open it up for discussion.

Depending on the matter will seek the counsel of the Board Committee Chairs before the meeting.

Sometimes I give my input, then go around the room asking each director for their view. Sometimes I immediately go around the room, giving my input at the end after taking into account other directors' viewpoints.

Test assumptions or long held conventions. What has changed in the external environment that could impact the business.

Usually open the discussion for those who have comments but for very important issues go around the room.

I encourage the CEO, CFO, co. sec and directors to take carriage on papers they have prepared. I am careful to avoid giving a "chairman's" view until all opinions have been canvassed. Having said that, I insist all board papers have a clear recommendation and outline any financial impact.

Some items require a full presentation on issues by the executive lead, others will be presented by the CE and others will just rely on the paper and subsequent questioning from Board members. Some issues will need the diversity of views on the Board to be drawn out whereas for others you can be pretty sure that one or two members will speak or question and represent the broader Board view.

Allocate time for specialist presentation, use of visual aids where appropriate, physical inspection, as needed.

Call key directors if I know they have a particular view. Ensure a brief discussion and paper brought back to next meeting.

It will depend on the nature and complexity of the item, but a "one size fits all" approach is rarely the way I approach an agenda

Posing questions vs asking / waiting for questions.

Consider correct person to introduce; prepare notes for discussion

Sometimes I introduce if it has been a long/complex process, or to set context. I try to generally (but not always) refrain from giving my view till towards the end of the discussion.

Who will lead the discussion and what outcomes are possible

Some agenda items are straightforward and monitoring achievement of strategic objectives - if complex or unusual eg Covid 19 matters may speak to people in advance of meeting

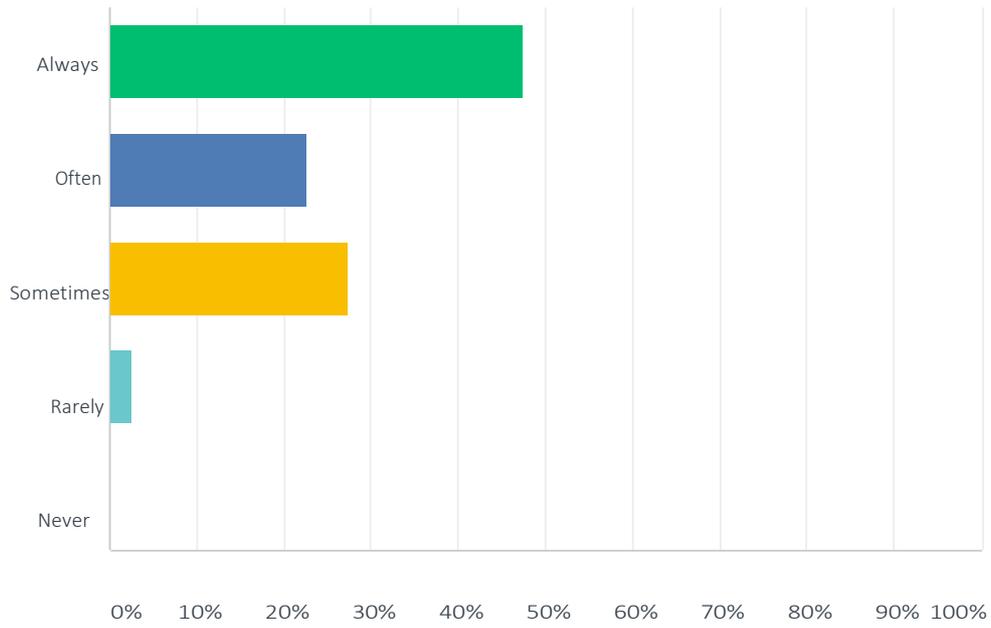
Depends on the issue. Could be external or management presentation, lengthy discussion and debate, asking directors to speak in turn to the issue, asking directors with a strong view to voice it, asking a director to play 'devil's advocate' to voice a contrary view etc.

Asking a quiet person who hasn't yet offered an opinion. Going around the table and asking each person to state their stance. Very occasionally, asking people to vote formally.

Q14 – WHO ATTENDS YOUR BOARD MEETINGS?

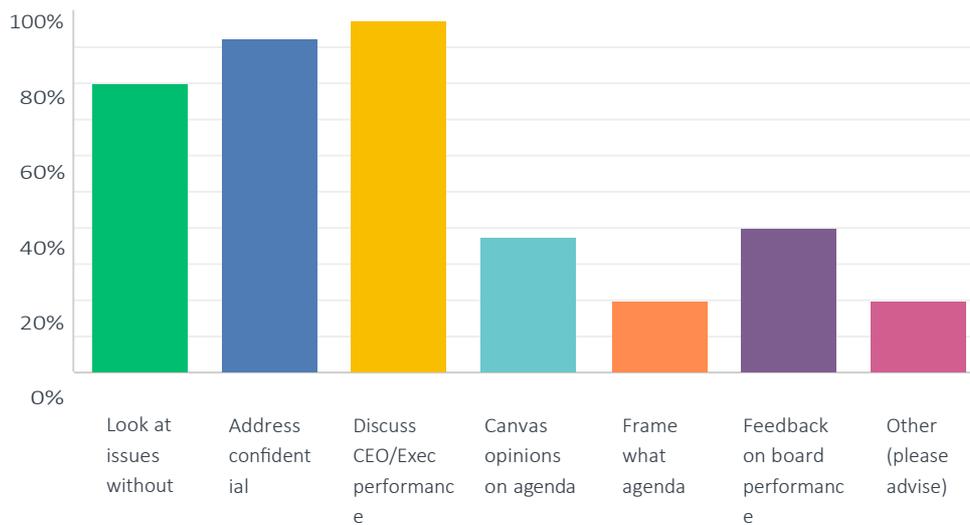
	ALWAYS	SOMETIMES	NEVER
CEO	100.00%	0.00%	0.00%
CFO or equivalent	84.21%	13.16%	2.63%
Other Executives	37.50%	62.50%	0.00%
Professional Advisors	0.00%	87.88%	12.12%
Other Guests	2.70%	89.19%	8.11%

Q15 – DO YOU HOLD AN IN-CAMERA SESSION?



ANSWER CHOICES	RESPONSES
Always	47.50%
Often	22.50%
Sometimes	27.50%
Rarely	2.50%
Never	0.00%

Q16 – IF YOU HOLD AN IN-CAMERA SESSION, DO YOU DO IT (SELECT AS MANY THAT APPLY)



ANSWER CHOICES	RESPONSES
Look at issues without Exec	80.00%
Address confidential matters	92.50%
Discuss CEO/Exec performance	97.50%
Canvas opinions on agenda item	37.50%
Frame what agenda includes	20.00%
Feedback on board performance	40.00%
Other (please advise)	20.00%

OTHER (PLEASE ADVISE)

Each meeting the board has an opportunity to hold an in camera session, if called

Build culture

Check on the health and wellbeing of the board, test their view of the organisation’s performance.

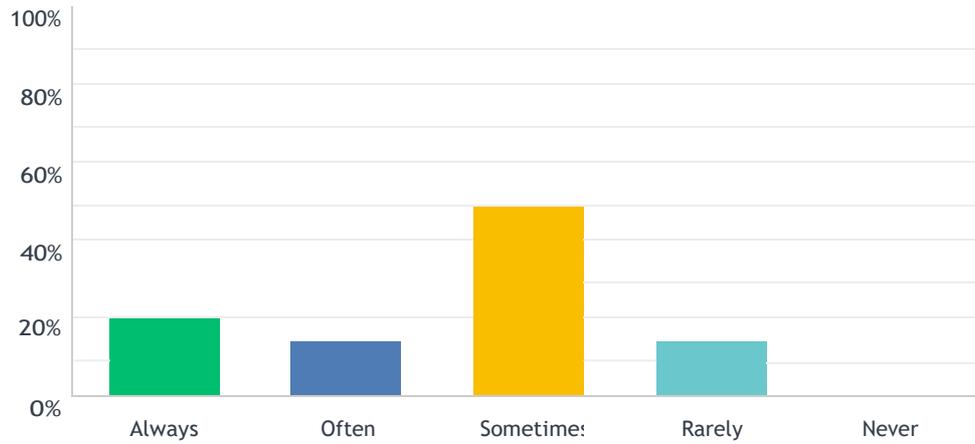
To check in with directors on a more human level

4 in-camera sessions a year provide an opportunity for the Board to explore any issues that they feel are being missed and also to review together Board-executive communication and performance.

To improve the efficiency of the formal board meeting

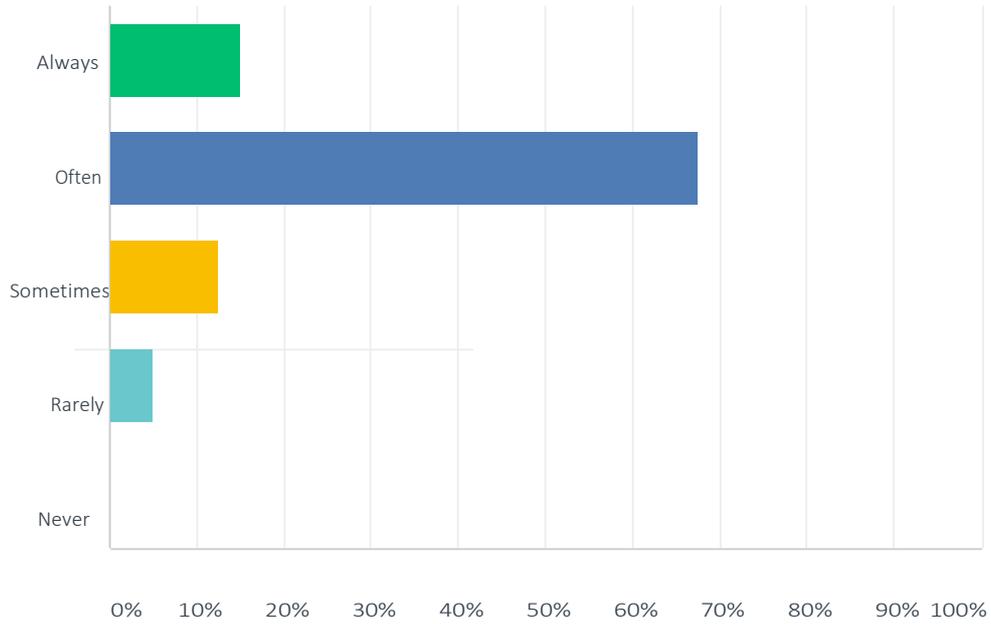
If a director has a conflict of interest, that person may leave the room.

Q17 – DURING THE MEETING, AGENDA ITEMS CAN BE INTRODUCED BY THE CHAIR OR THE AUTHOR OF THE PAPER. DO YOU AS CHAIR, INTRODUCE AGENDA ITEMS?



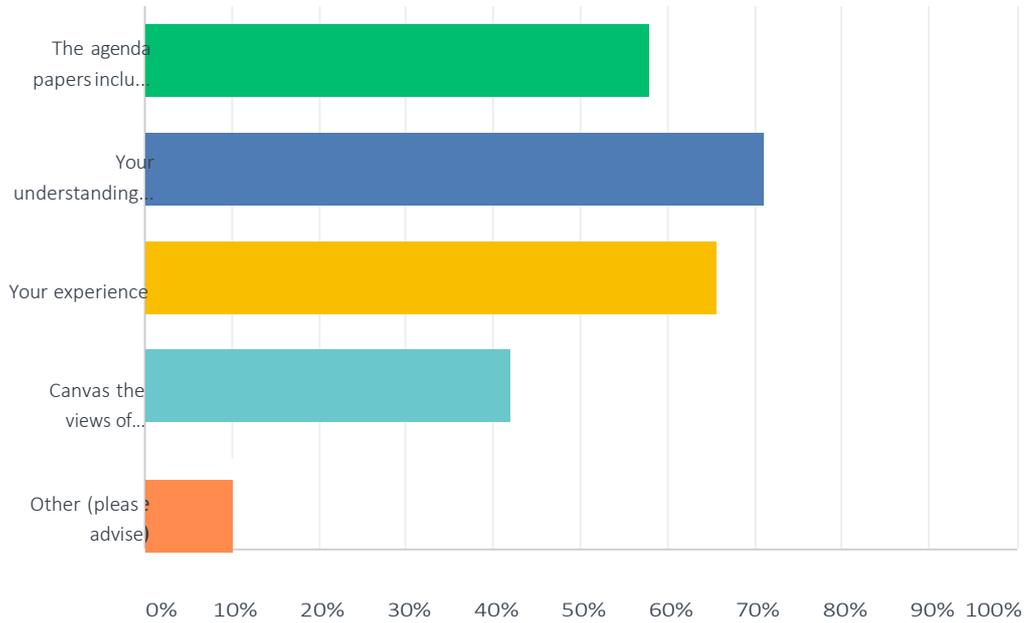
ANSWER CHOICES	RESPONSES
Always	20.00%
Often	17.50%
Sometimes	47.50%
Rarely	15.00%
Never	0.00%

Q18 – DO YOU DETERMINE WHERE TIME SHOULD BE SPENT ON AGENDA ITEMS?



ANSWER CHOICES	RESPONSES
Always	15.00%
Often	67.50%
Sometimes	12.50%
Rarely	5.00%
Never	0.00%

Q19 – IF YOU ANSWERED ‘ALWAYS’, ‘OFTEN’ OR ‘SOMETIMES’, TO WHERE TIME IS ALLOCATED ON THE AGENDA, HOW DO YOU DO THIS?



ANSWER CHOICES	RESPONSES
The agenda papers include an indicative time set by the CEO or Company Secretary	57.89%
Your understanding of the issue	71.05%
Your experience	65.79%
Canvas the views of directors on where they would like to focus the time	42.11%
Other (please advise)	10.53%

OTHER (PLEASE ADVISE)

Priority of importance and complexity will be addressed as early as possible in the meeting at the risk of deferring other agenda items

How important the issue is to the company? Obviously the most important items often require the most discussion and debate, compared with some more operational items.

The allocation of time is part of the agenda preparation discussion between Chair and CE. However, board member priorities can throw the best laid plans off course.

recently (in the COVID era of VC meetings) have begun to schedule a meeting of directors, co sec and CEO the day prior to board meeting to run through the agenda (directors having read the papers) to agree where we wish to devote out time at the meeting

Q20 – HOW DO YOU PREPARE FOR AN AGENDA ITEM THAT WILL CAUSE CONFLICT OR PASSIONATE DEBATE?

RESPONSES

Take time to thoroughly analyze the subject matter, the papers, discuss the issues with author of the paper and leaders of the project, where possible, approach those who may be impacted to seek further information, seek avenues to diffuse conflict, finding possible solutions, seek clarity about who holds what views and why.

Get across the detail and reason for conflict.

This rarely has happened. On the one occasion I recall direct communication was held with individual directors to gauge their position.

Discuss with board members beforehand and introduce the topic by acknowledging and summarizing the different views.

A lot of thinking ahead of the meeting about how best to raise, facilitate and, ideally, reach a consensus on the item. Often it involves discussion with the directors and CEO prior to the meeting to canvas their views and ideas on how best to handle the matter.

Be clear about what decision or outcome needs to be reached. Canvas directors to understand their point of view. Actively facilitate discussion.

Carefully, factually, calmly talk with directors ahead of time, one to one to listen to their passions and concerns and ask what their greatest concern with this matter is identify the potential areas of conflict. Take a top down view of possible conflict understand differing perspectives and potential solutions aim to ensure others feel that they have been heard, not just listened to. Give opportunity for robust, and respectful debate, so that all feel they have contributed.

Understand detail of issue, seek views of Board members prior to meeting, discuss at relevant Committee meeting prior to Board meeting.

Consider the issues and look to narrow down the areas of conflict.

Understand different directors' views, discuss how we might communicate passion without the debate being sidetracked, determine who should speak to hear both sides of the debate.

Time and consideration of the issue. Discuss with CEO and or individual Directors as appropriate.

Do my research on the item. Read my papers understand the detail around the item. Try to ascertain exactly what the concerns are before the discussion.

I try and layout the facts in chronological order. Put a list of pros and cons together which I table with the board. I find this helps look at issues from both sides, and assists bringing directors together to debate an item. On occasions, I will ring key influencers before the meeting to seek their views so that I am fully prepared for the debate.

Identify key issues to ensure they're covered; prepare a checklist for myself to refer to during the meeting; get clear on the decision that's required to be made (not which way it goes, but the essence of it); At times will speak to directors beforehand to encourage their input and assure them their voice (so can listen); discuss with the CEO.

Establish if there is a conflict prior to discussing the item or issue. Manage the passion throughout the discussion, divert to the facts, etc.

Understand the issues and all sides of the discussion. Then form my own view.

This is not a common occurrence. On these occasions I speak to the individual(s) most passionate prior to the meeting.

I usually like the paper to be quite transparent about the issues and challenges and call it verbally at the beginning of the item. Also try and keep the discussion on topic and respectful.

Ensure all Board members have ample opportunity to give their position and try and reach a consensus position.

Directors usually disclose this before the meeting.

Canvas thoughts via email prior to the meeting; or canvas thoughts in person at one meeting for an agenda item at the following meeting.

I canvas directors to understand the issues of concern to each of them and then structure the discussion so that these issues are effectively dealt with.

Provide an overview of the issue, point out the challenges various options may cause and summarise discussions. Time bound a decision process where the matter is dealt with or abandoned or agreed to be reviewed at some stage to the future, or by an event.

Have it reviewed by appropriate subcommittee before coming to the board. Have subcommittee chair lead with report. Canvas directors before meeting.

Remind directors our duty is to act in the best interests of the shareholder. Ensure where possible the papers have a recommendation and clearly set out the argument why. Focus on the facts.

Anticipate and discuss with CE the range of views that will be canvassed and the implications of the range of possible decisions for the organisation. Make contact with any Board member who may feel particularly strongly about an issue and review with them how they will be able to contribute and how they will manage the alternative views that may be put. Sweat a bit a few days out so that I reach a calm point by the time of the meeting.

Same as usual. Know your stuff. Also, some thinking beforehand about possible resolutions and how they can be worded. I'm not against passion or conflict as long as it is respectful and constructive in finding a resolution. However, in my experience mature directors can express their views without need for heightened behaviours and performances and their voices should be heard as part of a well run board meeting.

Ensure all the facts and options are presented.

Carefully to ensure a balanced approach, covering all "sides of the debate" so that a well- informed and balanced approach can be taken to the decision to be made

Make sure I have personally gathered all the information relevant from all the appropriate sources. Speak with fellow board members prior to the meeting.

Discussions with key players prior to the meeting.

Additional time on agenda, canvas views beforehand

Consider the views that may be raised and whether enough information has been provided.

Get it in the right order, usually early, allow time, canvas as much as possible/reasonable before time.

Discuss with CEO and relevant Board members before.

Allow enough time - try to stick to this, Speak to Directors in advance of meetings, Make sure paper clearly articulated issue and offers recommendations

Lots of conversations with directors prior

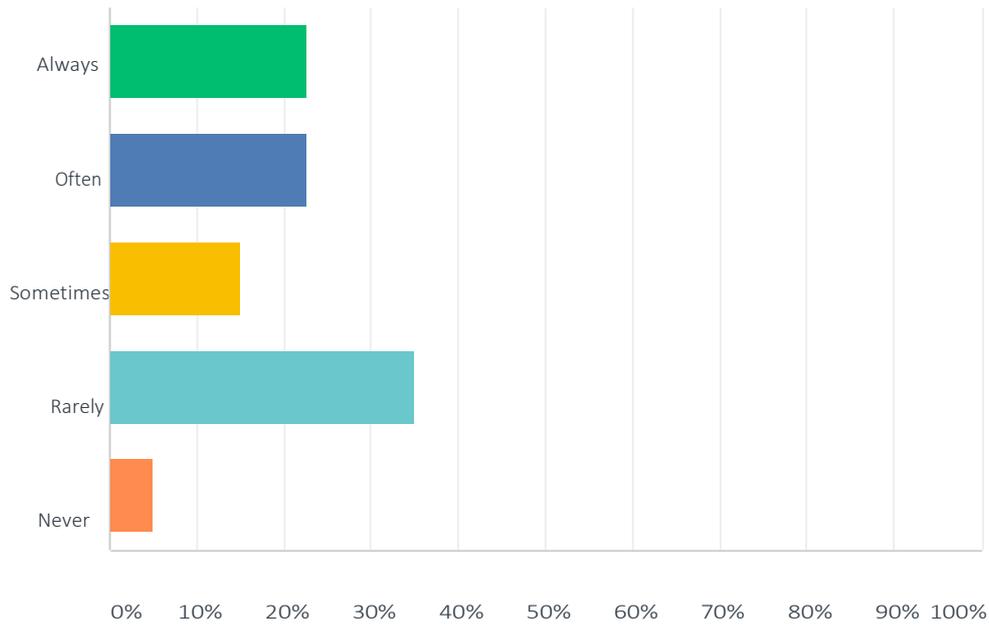
It depends on the issue. Maybe speak to each director ahead of the meeting, canvas individual directors preliminary views, maybe schedule more time for the in camera session, definitely speak to the CEO to plan who from management should be in attendance and what role they should play, maybe increase agenda time for the item, try to get my own view clear, in the meeting, do not stifle debate by giving my view first .

Try to 'socialise' it informally, either individually by phone, or using the discussion feature of our board platform "Boardable". Sometimes use the Polling feature on Boardable to gauge board members' views.

Q21 – POST MEETING DO YOU (SELECT AS MANY THAT APPLY)

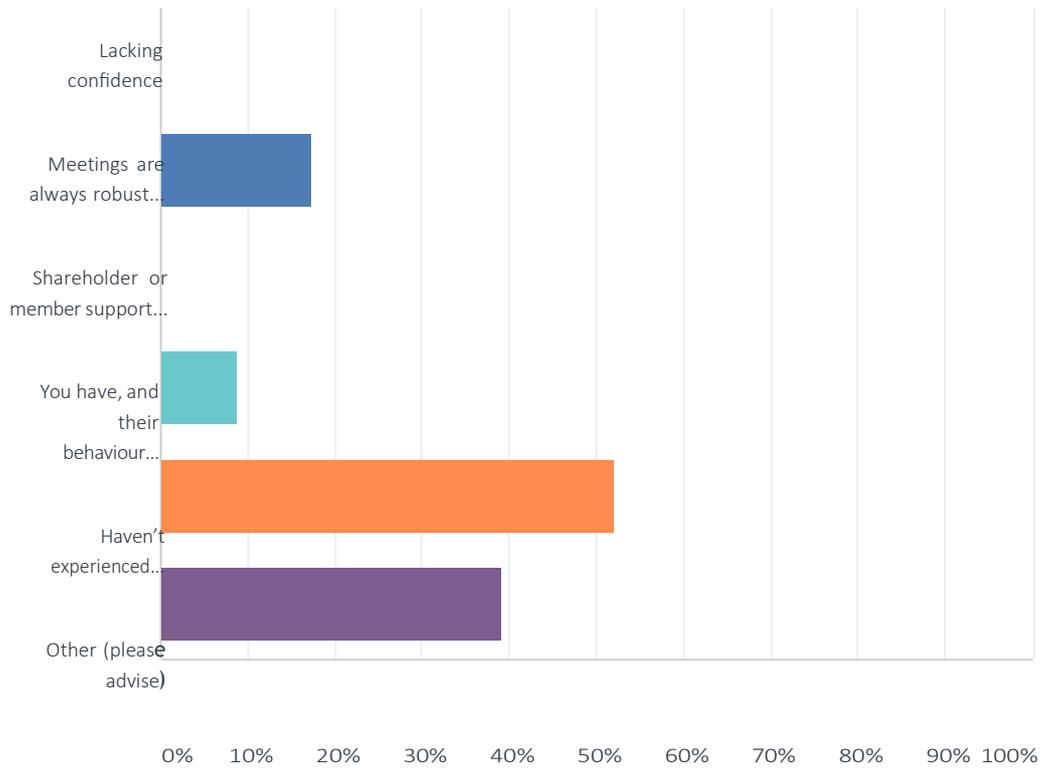
	ALWAYS	OFTEN	SOMETIMES	RARELY	NEVER
De-brief with CEO	47.50%	45.00%	7.50%	0.00%	0.00%
De-brief with Company Secretary	25.00%	17.86%	28.57%	21.43%	7.14%
De-brief with directors	2.63%	36.84%	47.37%	13.16%	0.00%
Provide feedback on papers	13.89%	33.33%	27.78%	22.22%	2.78%
Provide feedback to directors who performed well or made a good contribution during the meeting	10.81%	37.84%	43.24%	8.11%	0.00%

Q22 – DO YOU GIVE FEEDBACK TO UNDER-PERFORMING, DISRESPECTFUL OR RUDE DIRECTORS FOLLOWING BOARD MEETINGS?



ANSWER CHOICES	RESPONSES
Always	22.50%
Often	22.50%
Sometimes	15.00%
Rarely	35.00%
Never	5.00%

Q23 – IF YOU ANSWERED ‘SOMETIMES’, ‘RARELY’, ‘NEVER’ IS THIS DUE TO (TICK AS MANY AS APPLICABLE)



ANSWER CHOICES	RESPONSES
Lacking confidence	0.00%
Meetings are always robust and the behaviour is tolerated	17.39%
Shareholder or member support for the director/s	0.00%
You have, and their behaviour hasn't changed	8.70%
Haven't experienced poor behaviour	52.17%
Other (please advise)	39.13%

OTHER (PLEASE ADVISE)

To advise a particular director that their comments can be interpreted personally by employees (CEO, Sales Managers, CFO) risking resignation or poor morale.

I have rarely experienced this poor behavior

Have the experience of giving performance feedback to individual directors, to invite very longstanding directors to not re-nominate, and have asked for resignation of a director (former chair) who would not let go

The Board member understanding their role. It is a work in progress.

Hasn't been a great need in my 1-2 years. Still could do more upon reflection.

You pick the best time and way to do this. Sometimes let it go through unless it was seriously out of line (very rare) when you must deal with it promptly

I said always, because I would always do so, but it happens rarely so I rarely need to do so

I have experienced some undermining behaviour but have managed to get the person to either resign, or not be re-elected at the next AGM

Q24 – WHAT, IN YOUR OPINION, ARE THE POOR CHAIR BEHAVIOURS THAT IMPACT ON MEETINGS AND DIRECTORS?

RESPONSES

Lack of preparation, collusion, nepotism, intimidation, disrespectful treatment of board members, speaking over others.

Failure to engage with other directors. Not allowing them to have discussion and opinions. Dominating the discussion.

Lack of understanding of the issues. Allowing debate to continue with no likelihood of outcome. Not allowing some free form discussion to explore various alternate strategies, direction etc.

Not allowing for and/or shutting down the "alternative case" - preempting the outcome and not open to other approaches. Appointing directors that are "friends" or engaged with on other boards - that may compromise independence of views and outcomes.

Stating an opinion too early. Allowing certain individuals to dominate discussion. Tolerating bad behaviour.

Controlling driving an agenda to suit their own needs. Being ill prepared - walking into a meeting and opening the meeting papers (hard copy or electronic) and it being evident have not read the papers. Cronyism with a few (isolation the majority) talking far too much as Chair, rather than orchestrating the meeting.

Monopolise discussion and comment don't listen to Board members don't encourage or wait for Board members to take a lead it is the group's group not the Chair's group!

Monopolising the discussion. Slow to close down extended discussions, allowing poor behaviour.

Talking too much, allowing someone to dominate, allowing directors to interrogate exec, not knowing the detail, not listening to all points of view, not knowing how to bring an item to a close, running overtime, not paying attention to protocols.

Not keeping to time. Not giving Directors ability to contribute. Talking over Directors.

Undermining or putting down board members. Not giving all members the opportunity to express their opinion i.e. strongest dominating. Dictating what can and what will not be discussed. Too easily lead into operational manners. Poor time management in meetings.

Not sticking to the agenda. and allowing the meeting to drift off topic. Lack of time keeping for each discussion. Not allowing every director to have their say. Not dealing with inappropriate behaviour, language, etc. Being too opinionated, rather than chairing the discussion. Being stuck in their ways and not considering new ways of reaching resolutions. Not making decisions.

Driving the Chair's view through; being disorganised; not seeking views of other Directors; rushing discussions; running way over time; not addressing poor behaviour; not making directors accountable to contribute; not holding to the Board culture / charter

Too much talk and personal opinions. Time wasting.

Where the Chair plays a dominant role and doesn't allow free flowing discussion. Also, where the chair cuts across the conversation between other directors.

Belligerence, back-room dealings, undermining CEO/SMT or other directors. Also lack of direction and inconsistency.

-
- Wanting to always speak to the items and voice their opinion up front, not ensuring that all members have the opportunity to contribute and not keeping to time.
-
- Control of all matters not seeking input from others disrespect toward others present not having read papers.
-
- Lacking preparation, guidance and direction.
-
- Concentrating too much on operational issues; spending too much time on certain topics.
-
- Not respecting the right of directors to have differing opinions and providing sufficient time for directors to raise their issues
-
- Truncating debate and pushing through a vote. Interrupting or talking down to board members. Expressing own opinion before matter discussed. Not accepting or pushing back on action items from directors. Siding with management or alternatively Attacking, undermining or second guessing management or the CEO in meeting. Not managing the flow of work or information to the board. (I have seen all these things).
-
- Lack of focus, on both the issue and the timeframes, poorly structured agenda, chair's who impose their view on the meeting, chair's who don't nurture discussion and encourage respectful debate
-
- Allowing discussions to waffle on and recover material that has previously been discussed. Allowing the executive to dominate the Board meeting and their priorities to be overly influential in determining decisions.
-
- Chair doing too much talking, providing the first opinion, introducing an item and offering the resolution at the same time, not taking the temperature of the room: is anyone looking bored, confused or anxious? being too chummy with the CEO which acts to suppress debate, "old school" rules not thinking about diversity and inclusion, being belligerent and domineering. Not dealing with poor behaviours early on.
-
- Dominating the discussion; not getting the views of all Directors; being dismissive through poor language and body language.
-
- A failure to focus on the strategic aspects in favour of the operational dominating the conversation bullying poor preparation / not putting in the proper effort at the meeting allowing others to dominate or bully
-
- Not providing all board members with the opportunity to express their view; not seeking the view of all members (even when they are not forthcoming); driving a conversation or decision.
-
- Poor time management, lack of strategic intent, lack of separation between governance and management.
-
- Dominating the conversation, making it a sermon, rushing discussions.
-
- Lack of confidence that the discussion will be properly managed.
-
- Let items go too long, failure to wrap up and summarise decision and check Co-Sec has got it, lack of clarity on decision, or if no decision/deferral what happens next to resolve.
-
- Under preparation. Dominate discussion close down discussion prematurely.
-
- When papers aren't read. When directors views aren't appropriately canvassed. When chairman discusses performance of other directors behind their backs Tardiness Lack of attention to detail Inexperienced and do not understand how to mentor the CEO Inability to "control" CEO behaviour through lack of mentoring etc.
-
- Lack of preparation and taking over discussions incurring lots of time on war stories
-
- Chairs who dominate, can't read the room and have strong opinions that they try to force on other directors. Chairs who play favorites, and don't prepare well. Chairs who have a poor working relationship with the CEO. Chairs who are out of step with the rest of the board (e.g. living in the past when the company needs to change).
-

Dominating the discussion at a board meeting. Not being prepared. Giving up any control of the meeting; not managing the time. Failing to ensure the secretary is clear about what should be noted in the minutes.

Q25 – WHAT, IN YOUR OPINION, ARE THE KEY CHAIR BEHAVIOURS FOR A GOOD MEETING OUTCOME?

RESPONSES

in addition to the opposite of the above behaviours, an open approach to active participation by members, good time management and a flexible strategic approach to prioritising key items, deftly handling any conflicts, disputes between members, bringing discussions to a meaningful conclusion,

Allow opinions, ensure meeting is orderly and does not run over time and stay calm

Encourage opinion from all participants. Succinctly summaries debated issues to ensure directors agree and accurate minutes can be recorded Keeping to agenda with some flexibility as outlined answered in previous question. Keeping to time. Opening the meeting for other business that directors may like discussed.

Consult before the meeting. Have a plan for dealing with contentious items but be open to healthy debate. Keep the meeting on time, however, be flexible to re-order the meeting to accommodate issues de jour. Be very clear on the wording of resolutions. Be very clear on the recording of matters arising. Ensure all directors are given the opportunity to ask questions on items.

Encouraging all directors to contribute. Being very clear about what outcome/ decision is needed. Making sure group think doesn't happen.

Very thorough preparation. Canvassing active contributions from all. Keeping to time. Inject humour. Insist on fellow directors being well prepared. Insist on and give guidance for good quality papers and presentations from operational people.

Being totally across the business issues and having read the papers thoroughly ensuring everyone participates and is invited to do so timely management of meetings with right balance on big items.

Allowing discussion, focusing on the real issues, distinguishing between Mgt and board responsibilities.

The reverse of all of the above, keeping the wellbeing of the organisation and its ability to achieve its mission at the front of mind.

Reverse of above! Allowing productive and timely discussion. Summarising discussion and actions for all to agree Ensuring agenda, recommendations, decisions are always clear. Ensuring papers are provided early to give time for Directors to review.

Through good discussions all board members arrive at the same conclusion. Even if members still disagree, they understand the basis of the majorities decision. It may be a case of agreeing to disagree. When voting members vote for or against and nobody abstains because they can't make a decision.

Well prepared for the meeting, having thoroughly read the board papers and considered the implications of each agenda item. Approachable. Encouraging debate. Letting every director have their views expressed. Remain impartial. Ensure everyone understands what is being discussed. Run the meeting to the agenda and on time.

Allocating time appropriately to agenda items; extracting the view of all directors (especially with contentious issues); ensuring decisions are made and clearly captured; facilitating management input and engagement; working well with the CEO to raise and discuss matters; being flexible in meeting where needed; living the values established the Board and ensuring all hold each other to account through the meeting; question meeting effectiveness at end of meeting

Keep Board on-track of issues or items for discussion. Retain high standards of conduct, etc.

Allows free flowing discussion. Allows the CEO to properly respond to questions Doesn't dominate the conversation.

Clarity of purpose, sticking to the agenda while ensuring everyone's voice (who is willing to contribute) are heard.

Inclusiveness, keeping to time and point, good summarising of outcomes and resolutions and have a laugh occasionally

Understanding on matters being presented/discussed involving directors in discussion regarding papers ensuring all directors have input being respectful

Ensuring all Board members and Senior managers views are heard and ample time is available to discuss the issues raised.

Good preparation and organisation; respectful relationships around the table; sticking to the agenda.

Sometimes - canvas thoughts via email prior to meeting. Ensure board members all have an opportunity to provide input, even if trying to keep the overall duration of the meeting within a set amount of time.

Allow sufficient discussion time but within a time constrained agenda.

Respect, clarity, decisiveness without rudeness. Listening and finding the middle ground

Making sure everyone is heard. Deferring matters if there is no consensus to try to resolve differences. Maintain formality and treat all with respect.

Respected by being well prepared and well read. Able to maintain the momentum of the meeting and achieve outcomes which benefit shareholders. Good chairs have strong interpersonal skills and make every director feel more empowered. They don't drop names, but you know from their commentary they have a strong network which strengthens their perspectives.

Respectful interest in the views of Board members. Ensuring that their lack of immersion in the day to day detail of the organisation does not limit their ability to be heard. Recognising and building on the views of Board members and drawing them in to relevant discussions. Keeping executive focus on the key issues that need to be reviewed/decided and avoiding long story telling / explanations. Recognising and acknowledging successes as well as focusing on the challenges needing Board attention. Maintaining high energy and conveying belief in the importance of the work of the organisation and the capacity of the Board to contribute to this. Enhancing relationships - humor, sport, whatever it takes to get people connecting.

Being well prepared, genuinely excited to hear the views of the board and facilitate good discussion, listening and following the discussion so as to be in a position to offer a resolution and direction arising from debate, not shutting down some off topic discussion, which may be worthwhile, too soon, keeping to time, making sure directors feel their contribution is important and influential, checking in that directors know or understand a specific risk issue before making decisions, and insisting on good governance all the time. Being aware of an issue that CEO and team have worked particularly hard on to give encouragement, resolutions that thank staff for over and above efforts and outcomes. In the NFP sector, recognising directors generally want to feel connected to the social impact being made, especially given the level of pro bono appointments, so the chair should be ensuring reporting and news reflects this social Impact or directors may as well be on the board of a hardware store.

Make sure all get a chance to speak. Try to distil views into a concise summary. The CEO is supported.

Be across the issues be well prepared understand any dissent / differences of opinion on different items lead all to participate in the discussion lead all to make a decision ensure sufficient information is recorded of both discussion and decision.

A chair that drives robust, open, honest discussion where everyone gets the chance to contribute and all views are listened to.

Effective management of the agenda, close collaboration with the CEO, ensuring all directors have the opportunity to contribute, strategic intent.

Patience, listening, balance of pace.

Managing discussion and timing. Confidence in a well run meeting.

Time and participant management. Wrap up and clarity on outcome/decision. Allowing appropriate participation by all directors (to a point though). Keeping management focused and not participating too much.

Inclusive and respectful while ensuring that the meeting moves along appropriately.

Understands the industry Has been a CEO and understands the difficulties faced by CEO's Can mentor and guide the CEO
Garners support and ideas from all Directors Doesn't favour individual directors Deals with inadequate behaviour of directors Understand the strategy and how the Board oversights and ensures delivery of this Good governance - understands and applies.

Time management Preparation Understanding of business Questioning skills Knowing strengths of each Director

Good EQ as well as IQ, respectful, create an environment of trust and respect between directors and between board and management, prepare well, don't allow individual directors (including themselves) to dominate the conversation, encourage all directors to speak up, work well with co sec to plan and prepare the basics (logistics, timeliness and quality of board papers etc). Good time keeping skills, ability to flex and adapt where necessary. ability to read the room.

Being engaged in the preparation of the agenda, ensuring the minutes are written up quickly and ensuring they are accurate. Ensuring board discussions are respectful and open; that everyone's views are canvassed (but not in a mechanical way). Regularly reminding the CEO of the strategic direction/mission of the organisation and suggesting ways this can be built into the agenda and papers. Reminding the board of the shareholders or members as the body to whom the board is accountable. Following up in between board meetings to ensure agreed tasks are being actioned.

Q26 – HAVE YOU CHANGED YOUR CHAIR PRACTICE AND APPROACHES IN RESPONSE TO COVID-19 ZOOM MEETINGS? IF SO, HOW?

RESPONSES

Yes, as we zoom all meetings, the duration is usually truncated with sometimes less discussion, but more shorter meetings to ensure issues are addressed as required. Sharing current information more often and prioritising people wellness and well-being a greater focus.

Not significantly. Bit more challenging but must get through the work systematically.

Not yet but a very important point. The directors unable to attend the meeting are disadvantaged and I consider specific communication needs to be directed to them and sufficient time given for those absent to respond.

10 minute break mid meeting.

Makes it much harder to read the signals from directors wishing to engage. Have to be much more proactive to ensure directors are involved and have the opportunity to speak and ask questions. Almost impossible to have any sidebar discussions during the meeting. Very important to reach out to directors after the meeting for an informal debrief and obtain feedback.

Yes. Need more formal rules about participation.

Not much. Use a good digital platform (TEAMS and Zoom seem to be more reliable than Business Skype). Ensure that all feel included. Having all on mute and one person speaking at a time is better - greater respect and listening to each other. The lack of travel time by being all digital is a blessing.

Not significantly but do check in with Board members on line or by phone.

Probably focus more on everyone having a chance to respond. Try and keep meetings shorter and more to the point, try and have procedural matters dealt with by circular motion.

Managing questions and discussions is a bit harder in this environment. Some directors don't participate, therefore I seek their views if not forthcoming.

It is now regular zoom meetings. Have learnt to manage these "Brady bunch" meetings. Find it far more important to specifically ask everyone to speak as the louder strong can dominate more and you can't see and get a feel for the room.

We have met less often due to individual small business pressures. That is, most directors were concerned about the survival of their own business in the first few weeks of the Covid lockdown. We therefore postponed a couple of board meetings at the request of directors. The monthly financials were circulated regularly and there was no real urgency to hold a meeting. We recently had a zoom meeting which appeared to work quite well. I sit on a couple of other boards and we have been using zoom in an effective way but all miss the face to face contact with people.

Personal check in at beginning for all; more (shorter) breaks; go around the group to check for input - don't assume agreement from silence.

No, other than one voice at a time, don't interrupt speakers. Chair periodically interjects to stay on-track.

Yes - it is difficult with Zoom meetings for some directors to have their say. Dominant directors become more dominant. I will therefore ask individual directors for their views

There is less open & free-flowing dialogue which is a limitation of Zoom vs sitting around a boardroom table. Meetings are by-and-large quicker as I sense attention span is more limited in the Zoom environment.

Yes. For complex and challenging items I ensure that each member is named to have the opportunity to contribute, that all members and staff not speaking are on mute and the opportunity to use chat for matters that do not require discussion but nevertheless allows a member to make a valuable point.

Yes, more inclusive, more supportive, increased regularity, increased communication with directors/ CEO.

No. Still follow the same processes.

We attempted teleconferencing for one meeting but numerous directors had technology issues (a couple of our board members aren't very confident with technology). We then returned to in-person meetings.

More difficult for post meeting discussion as a group.

Yes, now process of Q&A now more structured.

I make sure if one person is on a single Zoom camera, everyone is on. I.e. avoiding having five in the board room and two on Zoom. It completely changes the dynamic of the discussion

Chairing a zoom meeting I am more careful to check specifically with people about their views, agreement etc In a face to face Board meeting I am more confident that I can read what is happening around the table. I have noticed that Board members on zoom are more concrete in their requests for decisions or actions - pushing things to a vote or decision that might otherwise have been aired and left to hang. I note meetings are a bit shorter using zoom technology - less chit chat. May be detrimental in the longer term.

Got to be on the ball checking the screen for who wants to speak or hasn't spoken, have set aside a large issue for separate Zoom discussion before taking it back to the board because of the nature of Zoom. We will still be on Zoom but we will have one topic only. It's easier to call people together now. And have made the meetings earlier in the day since everyone is home anyway.

Nope - but make sure all get chance to speak by working around the zoom room

yes working more diligently to ensure everyone has the chance to speak and be heard taking short breaks often to relieve "zoom overload" shorter but more frequent meetings were necessary in the early days of COVID 19

Yes, remote meetings now held and frequency increased.

More conscious of involving all members.

Greater concentration on ensuring that everyone is heard and contributes

Zoom is different, but not wildly.

Not really

Zoom and Teams Social distancing Dedicated topic - about how affects business

Too many ways to list! But definitely had to be more operationally focused and closer to CEO as well as make more focused financial decisions to eliminate growing/new risk

see above regarding pre meeting meetings. Have increased flash reporting to boards on key issues (e.g. weekly trading updates) and scheduled additional meetings (weekly in some cases) to deal with rapidly evolving situations.

All my board meetings are now on Zoom and we've found this pretty good - efficient and effective. Most of my boards now use "Boardable" software and this also facilitates efficient organisation of board meetings.

Q27 – AS A CHAIR WHAT 2 OR 3 THINGS ARE ‘KEEPING YOU AWAKE AT NIGHT’?

RESPONSES

The outcomes of the pandemic socially, politically and economically; the possibility of long term economic dislocation and disadvantage; the challenges associated with cyber-attacks, how to embrace AI, machine learning, rapid tech evolution.

Organisational difficulties such as workplace safety and compliance. Also, interference in the running of the board

Serious Workplace accident. Growing the business keeping within financial targets and covenants Suitability of key staff in particular CEO.

Where best to help the CEO perform well. Stakeholder engagement. Growth and funding strategy.

How to position the Organization to thrive during/post COVID supporting the CEO who is more isolated in the current circumstances.

Forward strategy (especially after Covid) Before Covid - capital expansion and timings performance to strategic goals surprise change in regulations and political impacts on the sector.

Long term impact of CoVID-19 on economy and therefore community, follow on to employment issues for organisation, lack of government funding for programs which community needs, ensuring right strategic and risk balance.

Covid and poor Director behaviour

Adverse health outcomes for clients that we could have prevented, a positive case inside one of our facilities.

Financial sustainability Getting through COVID-19 and retaining as many staff as possible Helping business grow, respond to challenges and comply

Loss of members and people continuing to play sport, thus the flow on effect to finances. Worry more about loss of engagement in sport than the actual effect of this on our finances. Children and people not wishing to play sport at all levels is scary. Loss of people involved in community sport and how long the effects of this pandemic will affect my sport and others. How the National bodies direction and actions will impact us as a state body.

Post Covid, after the government reduces the JobSeeker and JobKeeper payments, what is business going to look like, and how do we prepare for a probable downturn due to less disposable income, higher unemployment, etc. Will more of our business switch from bricks and mortar to online, and how do we as an organisation adapt to meet the challenge?

Financial and operational impact of COVID over next 3-5 year horizon; employee wellbeing; impact on national volunteer workforce and whether they will step back up - what the business model looks like if they don't.

Serious injury to employees or clients. Brand damage. Skills and ability of employees to deliver desired outcomes for clients.

Financial viability of the organisation & uncertain economic environment. Poor CEO performance.

Succession planning, 'black swan' or high-risk issues.

Major cyber intrusion Significant safety and quality issue that may be systemic (blind spot)

Economics ethics.

Governments response to Business support and Employment support

Nothing keeps me awake. Risks and the way they're managed/ reduced keep me alert.

Am I missing a major issue coming down the road that will negatively impact on the organisation?

Solvency, sales.

Like my golf, wishing to perform at a higher level but limited by reality and factors I cannot control.

Expectation that directors must know all things and be managers. Waves of legislative change, aggressive enforcement of minor matters and scalp hunting by regulators.

Solvency. Maintaining profitability. Minimising job losses. Growing the top line.

Managing Chair succession Managing CE succession Wondering if we are really making a difference.

As a health service the safety of the medical team and outreach workers during Covid19 - Govt Covid19 funding announcements that are replicating poor service provision to the usual suspects who are risk averse, and creating more circular referral and duplication but not more help. - director recruitment (for expanded skills sets) for some issues facing us.

When will we get to a normal? Can we sustain the organisation?

Current economic situation and impact on business sustainability and growth in that environment.

Financial sustainability and the impacts of COVID-19.

The main thing is that the scale and complexity of the demands on management is overtaking strategic and governance work.

How to become efficient so we survive. Demonstrating value in a declining membership.

Risk, compliance and the business environment.

Did we get a "good" outcome, did I "manage" the pre and during meeting properly/ideally.

CEO rem and performance Director issues corporate performance

Transmission of Covid 19 and the effect on business and people.

CEO performance and covid uncertainty locally and globally.

Mass internet outages or cyber security breaches, making working from home impossible. the impact of recession and depression on national and global economies. the impacts of a rapid switch to everything being done remotely (e.g. increased fraud, inability to meet face to face causing break down in communication, increased risks of mental health problems, falling productivity as WFH fatigue sets in).

So far, some organisations are staying afloat mainly because of govt subsidies of one kind or another; viability may well become a problem once these subsidies cease. Some CEOs struggle with isolation and need to have people around them to do their best work. Supporting them is a concern.
