*Board Meeting Prep-Guide*

# Overview

There are a number of things that board members can do prior to a meeting that will increase their chance of effectively using the principles of Policy Governance. Although this Board Guidebook describes an approach to preparing for board meetings, it can’t cover all aspects of a board’s process. This is particularly true for Policy Governance boards, as that it lends itself to more variety and unique approaches to board activities. There may be unique aspects that you will need to consider for your specific situation or topics. There may be items you wish to add or to avoid.

# General Guidelines

There are two general guidelines that should direct actions by the board and should, therefore, direct board member’s preparation for board meetings. The first is what has the board already said about a topic or issue, and the second is whether the issue is about Ends, board Means or staff Means.

## What has the Board already said?

Any new issue or question should be studied in light of what the board has already said, and this can be found in the board’s policies. Reviewing the policies is good practice for several reasons. First, it ensures that the policies are guiding the board and executive’s actions by putting current policies upfront for every issue. Second, it helps the board function with policies in mind rather than trying to solve a specific problem.

**Tactic:** For each new issue or topic, first make a list of the policies that already speak to it.

## Separate Issues into Ends, Board Means, and Staff Means Elements

Boards will often struggle with issues or problems because it is difficult to identify whether an issue is an End issue, board Means issue or a staff issue. When this happens, it is common for the issue to be a combination of several of them. It may have to do with monitoring, a board Means issue, as well as an End. Providing the separation of the issue into components early in the discussion will allow a more focused approach to providing good board leadership.

**Tactic:** For every issue that the board is to discuss, identify whether it affects Ends, Limitations, or board Means. If it affects more than one, separate the elements into separate groups.

# Consent Agenda

Having a consent agenda will certainly speed up the process of a board meeting, but it doesn’t mean that you do not have to review the items on the list. Consent agendas in Policy Governance function as “official” board approval of items that the board wouldn’t otherwise approve. It is done because some outside body requires that the consent agenda item have board approval. However, it is still an official approval, and as a board member, you should affirm that you don’t need to approve the item, as that it is not outside of the executive Limitations.

For each consent item, you should be presented with a list of Limitations that would guide this decision. Many items will have none, but some may have quite a few. Along with the Limitations, there should be proof or explanation that approval of this item will not cause the organization to exceed any Limitations.

**Tactic:** Review consent agenda items to assure that those that might be affected by Limitations have been identified and that proof that none of the Limitations will be exceeded has been given. If this is true, be prepared to vote yes on the consent agenda with no discussion. If this is not true, ask the executive to provide proof prior to the meeting or ask that those items that don’t have proof be taken off the consent agenda so that the board may discuss them.

# Monitoring Limitations

Prior to the board meeting, the monitoring reports should be provided to the members for review. These reports should meet the monitoring policies that the board has identified it their board policies. The monitoring reports should identify the Limitation being monitored, the executive’s interpretation of that policy and the supporting data to show compliance or an acknowledgment of non-compliance with corrective actions.

**Tactic:** Review the monitoring reports for acceptance of reasonable interpretation by the executive and that the data provided support compliance or that the corrective actions are acceptable. If there is compliance and the interpretation is acceptable, or the corrective actions are acceptable there should be no need for discussion in the board meeting, or at the least discussion should be short and to the point.

# Communication Reports

One of the common executive Limitations is to provide regular communication to the board about the status and action of the organization. Although this is a specific Limitation policy to which the executive is responding, it should be given special consideration due to the fact that the executive is the primary point for communication to the board about the organization. This area needs special consideration for the board requires enough information to understand the direction that the organization is heading. However, in the execution of this communication, the board has to be wary of taking back authority that it has given the executive by offering subtle or not so subtle directives.

**Tactic:** Review the communication from the executive. The reports should provide enough detail that board members have a sense of what is happening and not happening within the organization. This is a bit of a judgment call, but the report should cover enough without being overwhelming in detail. If it is too little or too much, this is an item for the board to discuss at some point with the executive.

# Big Issues/Major Topics/Presentations

This is the most difficult area in which to give guidance. It is unique not only to the topic but to the board. However, there are some general questions or approaches that should be helpful. The central question is why is the board taking on this big issue, topic, or hearing this particular presentation? What does the board expect to happen because of this expenditure of time: gain knowledge, learn new approaches, or find out more about the industry? The next question to address is whether there are any implications for Ends, Limitations, or board Means.

**Tactic:** Identify why the board has identified this topic as an agenda item. Then identify any concerns, or potential implications for Ends, Limitations or board Means. During the time spent on the topic or issue, these questions may be answered, or further implications may be made. If they aren’t answered, they can be used to generate discussion.

# Future Agenda Items

One of the important responsibilities of board members is to help shape board meetings and their agendas. One of the ways that this is done is for board members to request items to be placed on the agenda for future discussion. Although items can be identified in board meetings, another way is for board members to identify them prior to the meeting and request in the meeting that they are placed on a future agenda.

**Tactic:** In reviewing the prep-guide analysis that has been done, any area that creates concern, is not well understood, or doesn’t have enough information given to the board are items that should be requested to be placed on an agenda.