



Management in meetings

When doing [board reviews](#), we typically ask about how non-executives know what's going on deeper in the organisation, how they judge the bench strength, how they get a feel for [culture](#) and behaviours...and invariably we're told it comes from exposure to executives and the rest of the management team in meetings. But quite often we find that difficult to reconcile with what we see when observing board meetings – or with the comments we hear from management (executives and others alike) about their experience of interacting with the board.



THE BOARD FORMS A VIEW

For chairmen and non-executives, it's a difficult balance to get right – time is always short and it's important to factor in the management dynamics. So here are some points on good practice – and things to avoid.

Good practices to consider...

Use the board and [committee](#) meetings as opportunities to actively ask executive directors (and possibly others) their opinions. Of course, they're not going to adopt a conflicting position out of line with the [CEO's](#) – but there are lots of questions or angles still under consideration or not yet decisively clear in anybody's minds. And they might need some encouragement – they won't be shrinking violets but a boardroom is a rarified place and the CEO's role will be the dominating dynamic.

Things to avoid...

Allowing the [CEO](#) to be the sole spokesperson, as though he/she is the sole fount of executive knowledge or the most effective communicator across all topics. Yes, the CEO will look to take the lead – that's quite right. And all will need to make a judgement on how to contribute without seeming to contradict the CEO's position. But all too often this can result in the other executive directors holding back until invited to speak. After all, they share common responsibilities as directors – and everybody should be working to improve the quality of the decision being made. So a chairman – and the CEO – should be actively looking to get them involved across the discussion.

Good practices to consider...

Encourage executive directors and other management in the meeting about angles outside their area of responsibility. As executive team members, they will – or should – have a view. Again, they will be reluctant to contradict the CEO or the colleague responsible, or to diverge from the executive committee’s position. That’s quite understandable. But the same point applies – often board discussion is about forming a picture by highlighting issues and weighing up uncertainties, not taking a position. So better to get the wider view.

Ask for opinions, not just for information. “What do you think?” will invariably lead to a more engaging and insightful discussion than “Can I just clarify?”

Manage expectations before the meeting. When managers are invited to participate, explain the board’s objective and what will be needed from them. This should happen before the pre-read is prepared – and again before the appearance at the meeting.

Explain what’s actually needed in the meeting. Set out that the board does not want to be taken through the paper that they’ve already spent time reading – and rather wants to understand the main issues on management’s minds and the questions they need to tackle as a board. And make sure that the manager understands that a “three-minute warm-up headlines/highlight issues/questions” means precisely that.

Avoid the words “present” and “presentation”. Instead, say what’s needed: “Come to the board to respond to the directors’ questions...with a very quick outline of the issues to tee-up the discussion”.

Things to avoid...

Only asking financial questions of the CFO, operational questions of the COO, people questions of the HR Director...etc. They will be the first person to start with. But others will have very good insights too and see things from different perspectives. So, it’s important to take an inclusive approach to seeking contributions.

. Seeing the executives and other management present primarily as a source of information and a means of clarification. Often, we see non-executive questions directed at eliciting a bit more information or explaining a point, which is fine as far as it goes. But the executives and managers in the room will have much more to offer than that – they’re the specialists who are thinking about these things day in, day out. That’s a valuable resource that all too often isn’t being properly tapped.

Simply assuming that the executive/manager will know what’s needed. Often, they may not: maybe they don’t fully understand the [role of the board](#), don’t understand how non-executives think or work, don’t have the backdrop to the discussion or know what will be on the directors’ minds. So, they need briefing properly on the background.

Asking the manager to attend but giving little guidance on what to do. The starting point needs to be “pre-read has been read” – and this needs to be strictly enforced by the chairman, backed up by the CEO. And then explain, both generically and specifically around the issue in hand, where the board is likely to be coming from and what they’ll probably be wanting to hear about.

Asking them to “present to the board”. That can all too often result (understandably) in a presentation – especially if they see it as an opportunity to show their worth. Often there won’t be time for that or it won’t be appreciated. And when a manager has invested a lot of time in preparation and got psyched up for the presentation, that’s a pretty big let down. It can be quite dispiriting for the manager involved – and can have a wider impact on the management team’s view of the board.

Good practices to consider...

Use the opportunity to judge the manager – but base this more on the discussion not on their presentation abilities. Exposure to managers is a good way of judging the depth of management expertise and getting a feel for succession issues. m But that comes more from how the manager fares in Q&A rather than how they speak to a paper or (worse) slides.

Make manager invitees feel included. If they are asked along to the meeting to talk about an issue in their specialist area, make sure they are properly included in the discussion and their opinions sought. And seat them properly so that the feel part of the discussion rather than perching them on the corner of the table.

Use the opportunity of exposure to a manager to add to the picture of culture and behaviours. The manager is in the meeting largely to tell the Board how he/she is going to make things happen. So, ask questions about the behaviours that are needed to achieve that (and to stop things going wrong) – and how they are managing their people to drive the right behaviours and to overcome the obstacles.

Things to avoid...

Missing an opportunity to gauge a manager's strength by not engaging them properly in discussion. Presentation skills are important but they don't necessarily tell you what's going on underneath. And letting their boss take over the follow-up discussion doesn't help either.

Letting managers give their introductory comments – and then allowing the discussion to proceed as though they are no longer part of the proceedings. All too often follow-up questions are directed at the CEO rather than the person who really is close to the action and knows the topic inside out.

Missing opportunities to ask about how the organisation functions – or not thinking about "behaviour and culture" even though it's a great opportunity to add to the overall picture the board needs to form on how the organisation behaves. Or, worse, having a discussion about "behaviours" and then not asking the leaders around the table for their perceptions of the organisation dynamics, stresses, morale, cultural challenges...

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If you have any questions on the issues covered here, please contact Richard Sheath at richard.sheath@independentaudit.com

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+44 (0)20 7220 6580

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BOARD REVIEW

