

Tips for Running Effective Charity Board Meetings

Boards must work effectively to ensure they govern the organisation properly. One of the key mechanisms for this is the board meeting.

Productive board meetings can contribute to the well-being of the whole organisation. Poorly-managed and unfocussed board meetings can have a trickle-down effect on the organisation, damaging the morale and sense of purpose of board members, staff and volunteers. It is critical to get your board meetings right and to use the time spent on board meetings to further the mission of the organisation.

Under Principal 5: **Working Effectively** in the [Charities Governance Code](#), effective board meetings are identified as a key feature in the following core standards:

5.2. Hold regular board meetings. Give enough notice before meetings and provide prepared agendas.

5.3. At a minimum, your board agendas should always include these items:

- *reporting on activities;*
- *review of finances; and*
- *conflicts of interests and loyalties.*

5.4. Make sure that your charity trustees have the facts to make informed decisions at board meetings and that these decisions are recorded accurately in the minutes

In order to comply with the Charities Governance Code, you must provide examples of actions/evidence. These could include:

- Board meets six times a year, secretary sends out notice and agenda one week in advance
- Agenda includes report by Manager on activities and report by Treasurer on finance
- Chair checks in on potential conflicts of interests/loyalties at the beginning of each meeting
- Secretary gets the Chair to approve minutes before circulation

The Charities Governance Code also has additional standards for more complex organisations. These include:

5.10. Make sure you send out board packs with enough notice and include all relevant reports and explanatory papers to enable informed decision-making.

This standard requires some thought on the content of board packs. It would be worth having a checklist with e.g. the following items:

- Agenda
- Minutes of last meeting
- Report from Manager
- Accounts

- Relevant policy documents/explanatory papers

Make sure board minutes follow standard practice, for example, advice sheets from the [Office of the Director of Corporate Enforcement](#) (page 31).

Role of the Chair

Being the Chair of any organisation demands a whole range of talents and skills, from managing and leading the board to managing key relationships, guiding and supporting staff and volunteers as well as acting as a figurehead and/or spokesperson for the organisation. On top of all of the above, the Chair has to manage board meetings. Regardless of the size or structure of the organisation, the Chair should have a role in all of the following aspects of board meetings:

- Preparation. To ensure that the meeting is effective and fit for purpose, the Chair should have an input/oversight into what goes onto the agenda. The agenda should tell board members what to expect at the meeting and what they need to prepare in order to effectively contribute to the meeting.
- Managing the process and behaviour. The Chair must work through the agenda in a timely fashion, but also allow for adequate discussion so that everyone feels they have an opportunity to contribute. Some board members may exhibit unhelpful or obstructive behaviour at meetings. It is the Chair's role to deal with this. (See scenarios outlined below).
- Decision-making. Meetings are not just for discussions. Decisions need to be made. It is helpful if the agenda indicates where decisions need to be taken and, where appropriate, supporting papers should outline options. The Chair's role here is crucial, in testing for agreement and making the decision explicit to everyone. It may be necessary for the Chair to put the decision to a vote. In such cases the voting procedures laid down in the organisation's governing documents must be adhered to.
- Checking the minutes. The Chair should read over the minutes before they are circulated in order to correct inaccuracies. At the next meeting, the Chair should check with the board that they are an accurate record.

Dealing with challenging behavior

From time to time the Chair may need to deal with challenging behavior. The following are typical problems that the Chair may be faced with. Possible solutions are suggested.

Problem: people start having side conversations

Solution: Sometimes just looking at the people who are having the side conversation can be enough to bring it to an end. If this doesn't work, you might need to say "Can we have one speaker at a time please?" Remind people that time is limited and there is an agenda to get through.

Problem: one person dominates

Solution: Make a ground rule that everyone is given a chance to participate. However, if someone does dominate, you could either stop looking at the person who is speaking and make eye contact with someone else, or if this subtle approach does not work, you have to

be more direct and say something like: "I'm going to have to interrupt you there, Bill. Time is running out and I was wondering what other people thought".

Problem: the discussion is going round in circles

Solution: Is the agenda clear about the purpose of this item? If there is no decision to be made, try and summarise the comments and move on by saying something like "So, what we seem to be saying is ... Is everyone happy with that?" If there is a decision to be made, try and summarise the different positions and identify the options, as this can help people make a decision, but if the problem is a lack of information, defer the decision to the next meeting. Or throw the problem back to the group by saying something like "We seem to be struggling here, does anyone have any ideas?"

Problem: a row breaks out

Solution: Regain control of the meeting as soon as you can and use people's names to get their attention. If the row is nothing to do with the group, ask the people concerned to deal with the issue after the meeting. If the row concerns the work of the group, ask each person to state their case without interruption. Or, you could shelve the discussion for a future meeting when tempers have cooled and facts have been checked.

Problem: there is a cool or even hostile atmosphere

Solution: If you create opportunities for socialising, for example by eating together, this helps a group to bond. Make time for introductions and give people a chance to say something about themselves if they do not know each other. Get people to talk about why they are on the board and why they feel it is worthwhile. It is also worth checking if the physical environment is comfortable, as this can have a significant impact on people's behavior. However, if measures such as these do not do the trick, throw the responsibility for the negative atmosphere back to the group by saying something like "I get the feeling people aren't happy with this, is there a problem?"

Problem: general unease about the effectiveness of meetings

Solution: Spend some time evaluating the meetings process with the trustees. Use their opinions to make changes to the way the meetings are run, as even subtle changes can make a big difference.

Collective responsibility

While we can see that the Chair has a key role in managing meetings, there is an onus on all board members to ensure that meetings are effective. This involves preparing for the meeting by reading relevant papers in advance, making sure they are available to attend meetings, arrive on time and stay for the duration of the meeting, and follow through on any tasks assigned to them at meetings. All board members, including the Chair, should take time to reassess how effective their involvement and contributions are. A good way to initiate this is to have an away day or a break from the normal cycle of board meetings, where the board goes through a self-evaluation in terms of how they contribute to the organisation as a whole as well as how board meetings are managed and/or can be improved.

Ground rules

It is worth developing a simple set of ground rules for board meetings. This can deal with straightforward issues of courtesy such as: "keep contributions brief and to the point", "don't interrupt" or "don't use your mobile phone". Some boards are forced to develop ground rules

as a response to inappropriate behaviour at meetings. However it is better to pre-empt this problem by drawing up ground rules early in the life cycle of a board, which can be referred to if a problem begins to develop.

Effective board meetings are also contingent on an appropriate code of conduct for the board. Principle 2 of the Charities Governance Code: **Behaving with Integrity**, focuses on the following:

The physical environment

It is worth bearing in mind that the physical environment can have a direct impact on the effectiveness of meetings. Some practical items to consider are: room layout, lighting, heating and refreshments. Bear in mind that people may be hungry and tired at the end of a working day. Make sure that the time, day and location suits the maximum number of board members. It is worth checking in occasionally with all involved to ensure that a comfortable and relaxing setting is available not just to get the work done, but to make the experience enjoyable!

Top Tips for effective meetings

1. Make sure all trustees can attend meetings regularly.
2. Ensure all trustees can make meaningful contributions to meetings.
3. Keep an eye on timing.
4. Ensure that effective decision-making happens at meetings.
5. Ensure the agenda provides direction, control and balance for the meeting.
6. Minutes must be accurate, objective and succinct.
7. Deal with challenging behavior before it gets out of hand.
8. Develop ground rules for meetings.
9. Put a Code of Conduct in place and get trustees to sign it when they are appointed.
10. Comply with the Charities Governance Code.