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Mastering board meeting etiquette:

Best practices for good governance

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Why board etiquette matters

Effective governance is the foundation of any successful organisation, with board meetings playing a pivotal role in this process. Proper board meeting etiquette is more than just a matter of courtesy—it is crucial for promoting productive discussions, informed decision-making, and cohesive board operations.

In conducting a board meeting, not everything will be perfect, says Simon Telfer. "There's a real human element to conducting a board. It's between people. It's making decisions."

This comprehensive guide outlines best practices in board meeting etiquette, whether the meeting is in-person or virtual. You'll find practical insights on preparation, meeting conduct, the vital role of the chair, and post-meeting responsibilities. By embracing the advice and strategies shared here, you will be well-equipped to enhance your board's effectiveness, ensuring a respectful and efficient boardroom environment.

Understanding and respecting diverse opinions, alongside active listening, are fundamental to achieving governance excellence. This guide will help you embed these principles into your board's culture, paving the way for more robust, effective governance.
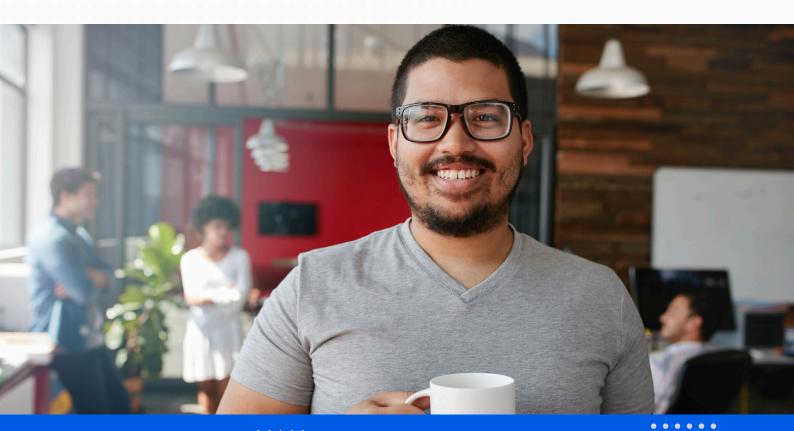
Preparing for effective board meetings

Preparation is the foundation of any successful board meeting. All board members must come to the table well-prepared, having thoroughly reviewed the board papers and any relevant documents ahead of time. This not only ensures that each member can contribute meaningfully to the discussion but also respects the time and efforts of their colleagues. A well-prepared board fosters an environment where discussions are informed and decisions are made with a complete understanding of the issues.

In addition to reviewing documents, it is equally important to communicate any questions or concerns to the chair or CEO before the meeting. This allows for a more focused and productive discussion during the meeting itself.

By addressing questions and ensuring corrections to minutes are handled in advance, the meeting can proceed smoothly. The board can focus on strategic issues rather than getting bogged down in avoidable details. A proactive approach to preparation sets the stage for an efficient and effective meeting, ultimately driving better governance outcomes.

It's also important to remember that everyone coming into the boardroom should be able to bring their whole selves. "What we see around the table is only a very small part of that individual," says Lynda Carroll. "We've got no idea about what else is happening in the rest of their lives."

One way to address this is just before the meeting to go around the room and let people have an opportunity to say what's going on in their life, says Simon Telfer. "This gives the board members insight into what might be happening for people outside the boardroom. It allows a sense-check and sets the meeting up for success."

Best practices for in-person board meetings

To conduct in-person board meetings with the highest level of professionalism and effectiveness, the following best practices should be adhered to by all board members:

- **Punctuality:** Arriving on time is not just about being present; it signals your commitment to the meeting and respect for fellow board members. Being punctual allows the meeting to start on schedule and sets a positive tone for the following discussions.

- **Thorough preparation:** A well-prepared board member is an effective board member. It is essential to review all relevant materials, including board papers and the meeting agenda, before the meeting. This preparation enables you to contribute constructively to the discussions and ensures that decisions are made based on a comprehensive understanding of the issues. Failing to prepare can lead to frustration, says Margot Foster. "We've all been to board meetings where we can clearly see someone hasn't read their board papers, and it is incredibly annoying because they invariably ask a silly question."

- **Active listening and thoughtful participation:** Board meetings are collaborative environments where the goal is to make informed decisions. Listening attentively to others without interrupting is crucial. It's important to consider the perspectives of all members before expressing your views. "Board meetings are one place where you've got to sit, look, listen, and learn," says Foster. This approach creates a respectful atmosphere and ensures that all voices are heard and valued.

- **Respectful engagement:** Recognising that your opinion is one among many is critical to maintaining a constructive dialogue. It's essential to engage in discussions respectfully, acknowledging that every board member brings valuable insights to the table. "Understand your voice and opinion is one of several, and be mindful of others' views," advises Foster. This awareness helps prevent conflicts and promotes a more collaborative decision-making process.

- **Adherence to the agenda:** The agenda is the roadmap for the meeting, ensuring that all necessary topics are covered within the allotted time. Each board member is responsible for following the chair's direction and sticking to the agenda. This keeps the meeting on track and ensures that time is spent on the most critical issues, leading to more effective outcomes.

Navigating virtual board meetings

Virtual board meetings have become an integral part of governance, and they require a unique set of etiquette to ensure they run smoothly and effectively. One of the most crucial aspects of a successful virtual meeting is ensuring that all technical elements are in place before the meeting begins. This includes checking your internet connection, testing your camera and microphone, and familiarising yourself with the meeting platform. Being punctual and logging in a few minutes early can prevent technical delays and demonstrates respect for your colleagues' time.

Such preparation helps avoid disruptions and ensures the meeting can proceed without unnecessary interruptions. Another essential aspect of virtual meeting etiquette is maintaining a professional presence throughout the session. This includes keeping your camera on to stay engaged and present and ensuring that your background is appropriate and free from distractions. "Leave your screen on all the time because if you're in a face-to-face meeting, you're not sitting under the table, and you're not hiding behind the door," suggests Foster.

Just as in an in-person meeting, active participation is key, so it's important to stay attentive, avoid multitasking, and refrain from using the chat function for side conversations. Simon Telfer says focusing on the meeting is essential. "You wouldn't be whispering continuously in a physical meeting with the person next to you; sideline chats are unhealthy. Nor is it healthy to have a video stream of the board meeting conversation and a parallel conversation in the chat function. Chat needs to be used only to share a link or a similar action. It's not to be used to litigate what's happening in the meeting."

Following these guidelines will replicate the professionalism of an in-person meeting, supporting a focused and productive environment for decision-making.

The role of the chair

Maintaining focus and managing time effectively

The board chair carries the crucial responsibility of ensuring that meetings are productive and focused. This involves guiding the discussion to stay on track with the agenda, managing time effectively to address all critical issues, and ensuring that every agenda item receives the attention it deserves. The chair must be vigilant in steering conversations back on course when they stray into irrelevant areas without stifling meaningful dialogue. This delicate balance is key to ensuring that the board's time is used wisely and that decisions are made based on thorough and relevant discussions. It's the chair's responsibility to say, "I'm sorry. This is getting slightly tangential. Let's bring it back around," says Foster. The ability to refocus the board's attention ensures that meetings are efficient and that the board remains aligned with its strategic objectives.

Fostering inclusivity and encouraging participation

Beyond keeping the meeting on track, the chair also plays a vital role in creating an inclusive environment where all board members feel empowered to contribute. Inclusivity in the boardroom is essential for drawing out the diverse perspectives that lead to well-rounded and informed decision-making. The chair must actively prevent any single voice from dominating the discussion, ensuring that everyone has the opportunity to share their views. This approach enhances the quality of decisions and encourages a collaborative and democratic atmosphere within the board.

Foster advises chairs to "encourage directors to speak before he or she does," which helps prevent bias and ensures that all opinions are considered before making a decision. By listening to the contributions of others first, the chair can synthesise these insights, guiding the board toward a consensus that reflects the collective intelligence of the group. This practice reinforces the chair's role as a facilitator of dialogue and a champion of inclusive governance.

Managing post-meeting conduct

To foster a culture of diligence and effectiveness, board members should observe the following best practices after each meeting:

- **Adhere to confidentiality:** Uphold the confidentiality of all board discussions and decisions. Sensitive information must remain within the boardroom and not be shared with anyone outside, including staff or personal acquaintances. "Adhere to board confidentiality. Don't divulge any content to staff who might be friends," says Foster.

- **Unified communication:** Ensure all communications about board decisions are consistent and align with the agreed-upon talking points. This means presenting a united front and directing stakeholder inquiries to the appropriate person, typically the CEO or the chair. Foster advises to "refer member stakeholder matters that come to you to the CEO or the chair. Don't try and resolve them yourself because it just gets you into a really difficult position".

- **Timely review of minutes:** Promptly review the meeting minutes for accuracy and communicate any necessary corrections as soon as possible. This ensures that the official record of the meeting is accurate and helps maintain transparency. "Submit any crisp corrections or edits to the minutes from the previous meeting as soon as possible, and certainly not at the meeting," recommends Foster.

- **Reflect on participation:** Take time to reflect on the meeting's outcomes and your contributions. This self-assessment allows you to identify areas for personal improvement and helps enhance the board's overall effectiveness. Continuous reflection and improvement are crucial for maintaining high governance standards and ensuring that the board operates at its best.

If a contentious issue does arise and is discussed, Lynda Carroll says it's good practice to agree on three things that you can say about it outside the meeting room. In addition, after each meeting, she creates a brief video of three things the board discussed and decided on. This video is shared with all staff, ensuring everyone feels connected to the chair, understands the board's discussions, and knows what's top of mind for the directors.

Meeting etiquette leads to good governance

Consistently applying the best practices outlined in this guide is essential for cultivating a professional, respectful, and effective boardroom environment. These practices are the foundation of a well-functioning board, driving informed decisions, efficient time use, and successful governance.

Preparation, the chair's role, and post-meeting responsibilities are key elements that contribute to the board's overall effectiveness. Good governance is a process that requires continuous reflection and adaptability. By embracing these principles, your board can achieve excellence in leadership and decision-making, ultimately ensuring your organisation's long-term success and resilience.

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