

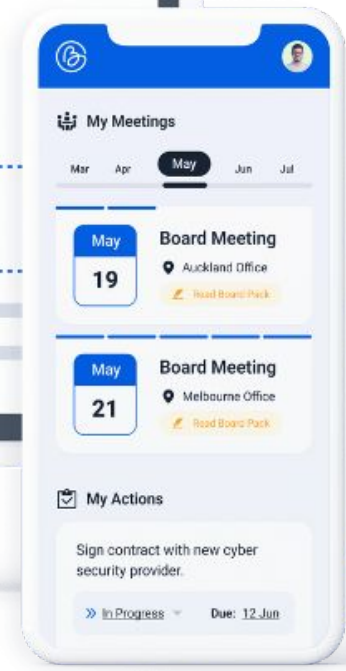
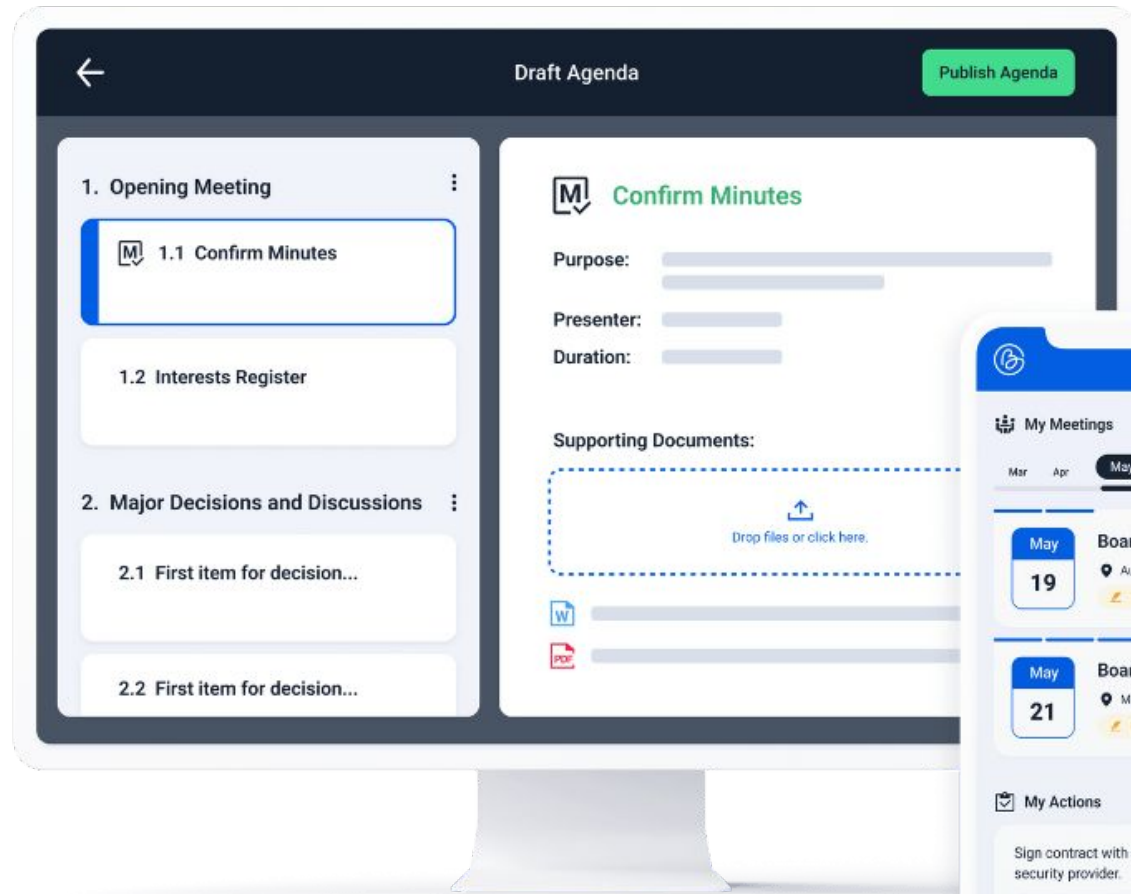


Setting your strategic board agenda

Learn how to develop and structure a strategic board agenda that keeps the board focused on the important matters during the meeting







**Making the fundamentals of
governance free and
easy to implement**

www.boardpro.com/resources



Steven Bowman

Director
Conscious Governance



Margot Foster

Director & Governance
specialist



Georgia Henry

CEO
Henry Reed



**Slides, webinar video,
whitepaper, template
and presentation will be
sent to you.
Relax, listen and ask
questions**





Context

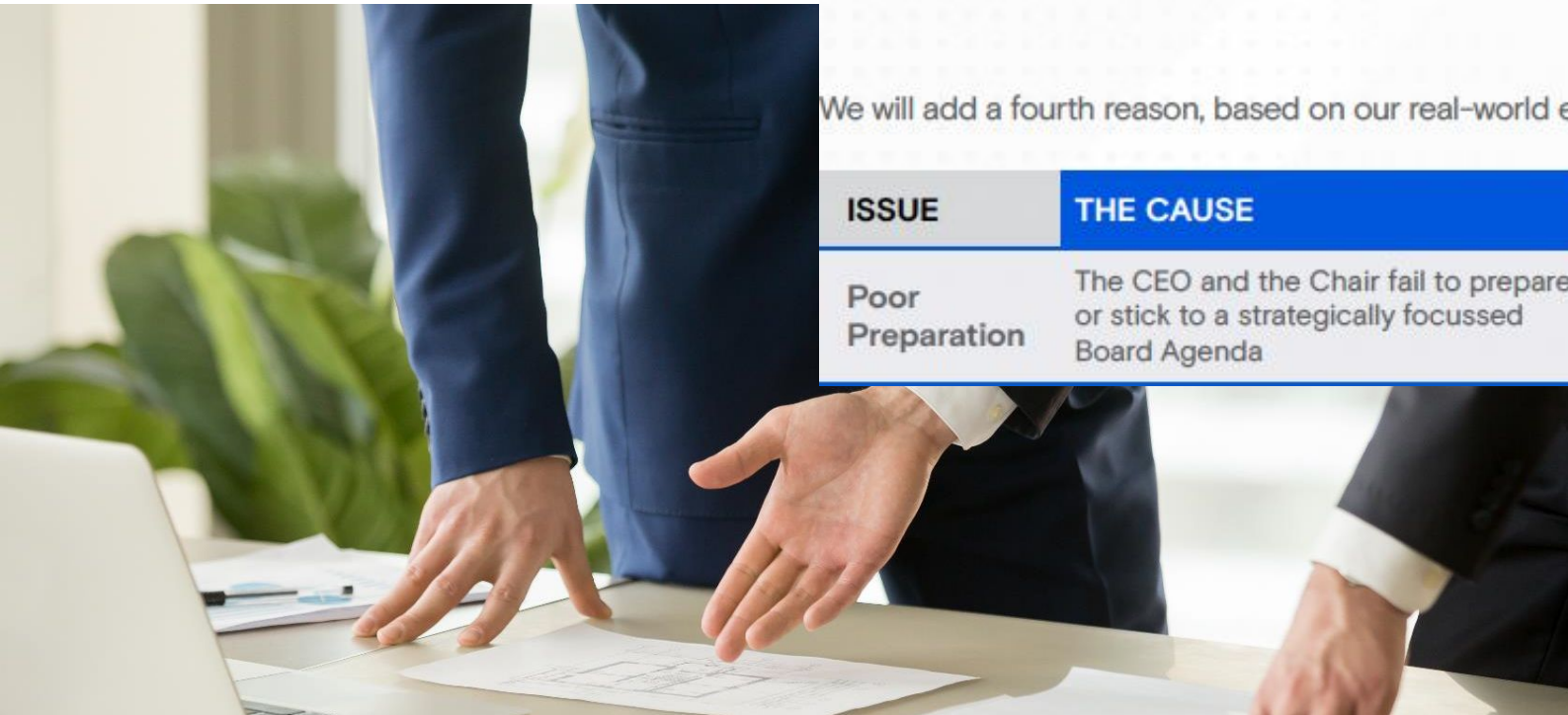


| ISSUE | THE CAUSE | ACTION |
|-------------|--|--|
| Ignorance | Directors don't understand their role | Directors must learn their role |
| Familiarity | Directors understand and are comfortable with operations | Stop interfering in operational matters, and act like a Director |
| Faith | Directors lose faith in the CEO, evidence of dishonesty by CEO | Performance manage the CEO; remove them if needed |

Adapted from https://www.skills2lead.com/Leader_Newsletter-governance-vs-management.html

We will add a fourth reason, based on our real-world experience....

| ISSUE | THE CAUSE | ACTION |
|------------------|---|--|
| Poor Preparation | The CEO and the Chair fail to prepare or stick to a strategically focussed Board Agenda | Dramatically enhance your Board Agenda, using the following thirteen Top Practices (and more!) |





The Chair Owns the Sequence of Events



Place your vision at the top of the agenda

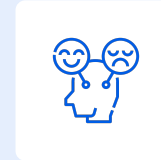
1



Why your organization exists



Steers the conversation



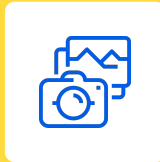
Guides behavior



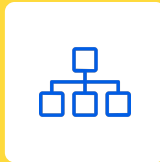


2

Create a cover sheet



Photograph of key work



Reminds directors why the organization exists



Explore your mission moment



3

Strategy ahead of operational matters

01.

Avoids 'rabbit holes'

02.

Prioritize first for strategic matters

03.

What keeps the CEO awake at night?



4

Use a consent agenda



or...a 'block agenda'

Reduces time on ' for noting only'

Group of items placed together

48 hours before the meeting

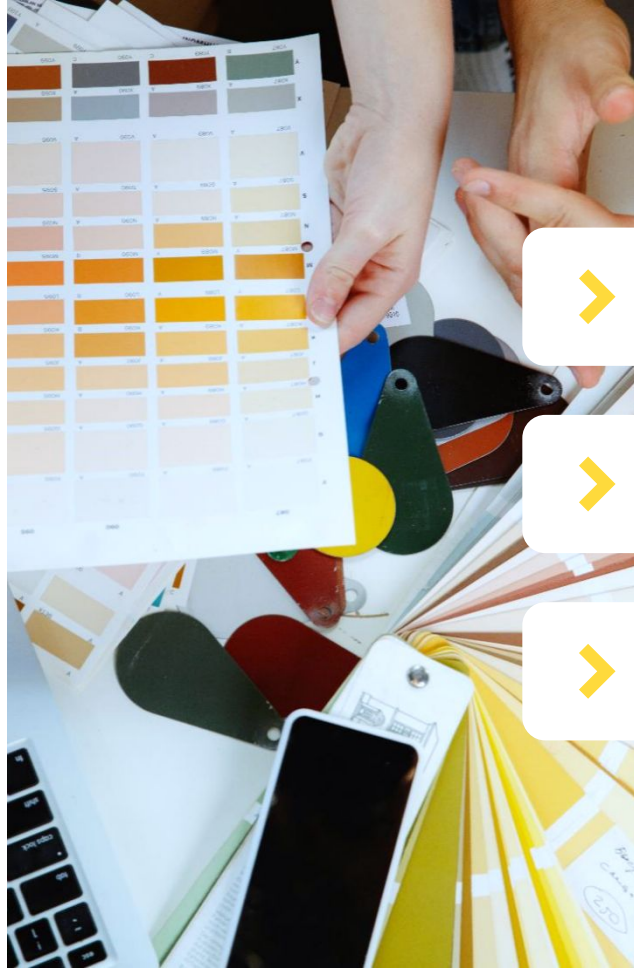
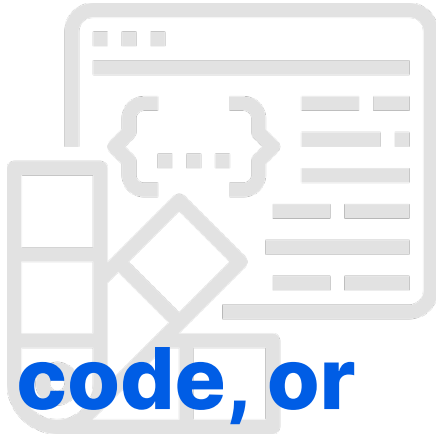
At the discretion of the chair





5

**Color code, or
better still, use a
board portal**



> **“Items for Noting”**

> **“Items for Discussion”**

> **“Items for Decision”**





7

Careful use of ratios

When determined in advanced, some selected, key ratios can help the Board to focus on the strategic issues behind the finance and other numbers

01. Create a legend to explain what they mean
02. Define trigger points for action

> 4 TYPES OF RATIOS

PROFITABILITY RATIOS

How well does the company generate profits?

LEVERAGE RATIOS

How extensively is the company using debt?

LIQUIDITY RATIOS

Does the company have enough cash to pay the bills?

EFFICIENCY RATIOS

How efficiently does the company use its assets and capital?



8

Manage 'board owned risks'

- Separate classification for board owned risks
- CEO and exec team must remain vigilant over all risks
- Risks can be opportunities



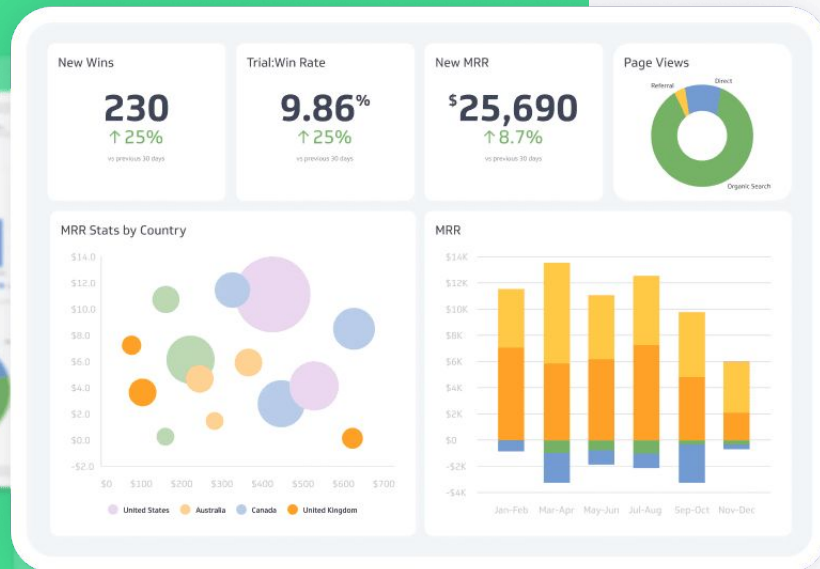


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Use dashboards... sparingly

These summary style reports can graphically represent and summaries key data

01. Measure items of real impact to the organization
02. Include 'people' and 'culture' measures
03. Trend information is very useful





Leading



Influence future performance

Analyze past performance



Lagging

10

Use leading indicators not lagging indicators



11

Measure the right things

➤ Client and target numbers

➤ Clients lost

➤ Benchmarks

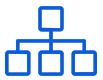




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The CFO and CEO Declaration



The organization is solvent



Key payments update





CONSCIOUS  GOVERNANCE

XYZ Ltd
AGENDA
Board of Directors

A Strategically Focussed Agenda for the Board Meeting...

The Consent Agenda technique used in this Agenda is a powerful tool that reduces the amount of time spent on reports that are 'For Noting' only. This is sometimes called a Block Agenda (Le where a group of items are placed together and approved by the Board as a 'block').

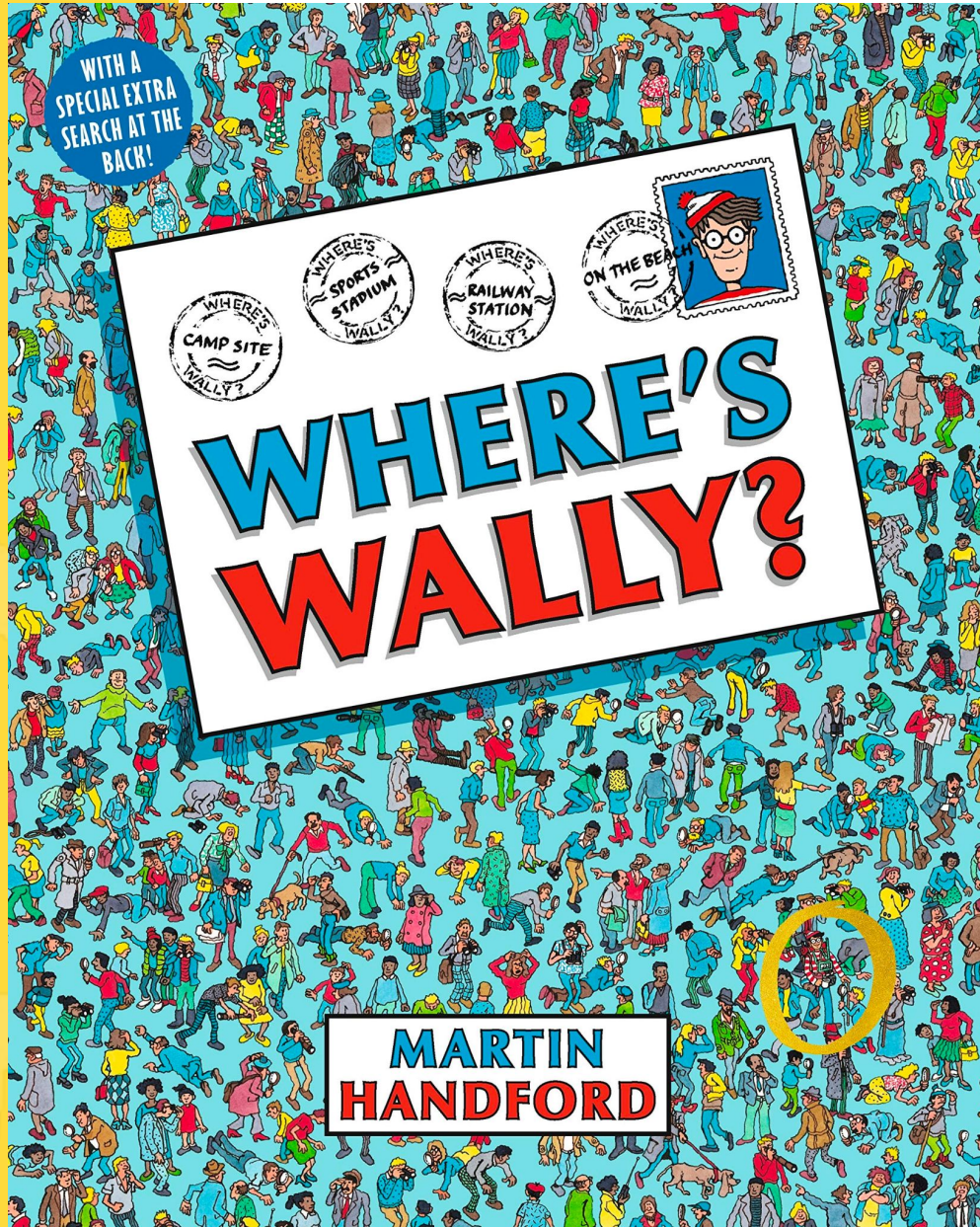
Note to Directors: An Agenda item with the green background colour means this item is for Noting Only, and these items will be voted to be accepted as group (or as a block item) under Agenda Item 4. Up to 48 hours before the meeting, Board Directors may request that the Chair take an item off the Consent Agenda item so that it can be discussed by the full Board. It is at the discretion of the Chair whether to allow the item to be moved onto the Agenda for discussion (or not).

Insert **Vision Statement** here – The Chair and CEO can use this to focus the discussions.

| | |
|----------------------|---|
| | |
| Date: | Thursday 19 July 2022 |
| Time: | 2:15pm to 4:30pm |
| Location: | Macquarie Room, 60 Martin Place Sydney |
| | Zoom URL: TBA |
| | |
| TO BE PRESENT | |
| Board of Directors: | AB (Chair), CD (Dep Chair), EF (Treasurer), and Directors GH, IJ, KL, MN. |
| Management: | YZ (CEO), WX (GM), UV (GM), |
| Apologies: | Director OP |
| Secretariat Support: | ST (EA to CEO) |



The Strategic Agenda Template





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Webinar Schedule

Feb - April 2024

71. **Setting the strategic board agenda**

On Demand

72. **Setting the tone at the top: Leading with board culture**

Feb 15

73. **Options for board evaluations that actually work**

Feb 21

74. **The first 100 days - The 4 key elements of board induction**

Feb 29

75. **Does governance need a reboot? Time to think about Governance 4.0?**

Mar 7

76. **Psychosocial risks / preventing sexual harassment in the work place**

Mar 14

77. **How to work practically with AI in the boardroom**

Mar 28

78. **Risk as a strategic Board conversation**

April 4





Masterclass Schedule

Feb - April 2024

How to be and think strategic (3 modules)

Feb 1

How to become a great board chair (3 modules)

Feb 1

Creating effective board minutes (2 modules)

Feb 13

Creating your board resume (3 modules)

Feb 21

Managing conflict of interest (2 modules)

Feb 27

Writing better board papers (4 modules)

Mar 4

Due diligence before directorship (1 module)

Mar 4

How to run a board meeting (3 modules)

Mar 7



Thank you

