

TRANSCRIPT - Webinar

How to chair a board committee

Hi everybody. Welcome to another governance made easy webinar titled today how to chair a committee. My name is Sean McDonald, and I shall be your moderator for the next forty odd minutes. But firstly, thank you so much for attending today. We always appreciate the effort you make to be here for our live events.

And during the session, if you do have any questions, please try and use the q and a button on your toolbar. As against chat, it just enables us to track them all, and we'll try to get through as many of those as we have time for. And finally, if you stay through till the end, which of course we hope you will do, and as is customary for our webinars, we have a special treat for you. By answering a really short one minute survey at the end of the webinar, you'll go into the draw to win our beautiful gift hamper worth about four hundred dollars. So for those who are not too familiar with BoardPro, we are a board software provider, sometimes called a board portal, and we serve around about thirty four thousand users across about thirty four different countries these days.

And we enable organizations to prepare for and run their board meetings more efficiently and effectively with clever software, with less time delivered, and also delivering more impact and value for the organization.

And as much as we are a board software provider, part of our wider mission in the business here is to make the fundamentals of governance free and easy to implement for all organizations, especially those, organizations with resource constraints.

And these free webinars and the many templates, guides, and white papers we have on our resource page of our website are a great tangible example of how we look to achieve our mission for non profits and small to medium businesses around the world.

Now the slides from today, a recording of the webinar, and the transcript will be sent to you via email tomorrow.

So just relax and listen.

Ask as many questions as you would like.

So let me hand over to our team now starting with, Linda first to introduce themselves to you all.

Oh, thank you, Sean. So my name is Linda Carroll. Kia ora, everyone. I am the CEO of Align Group. We are a company that's been around for thirty years and we align strategy, governance, culture and performance.

I'm also a Chartered Fellow of the IOD and an accredited Foresight practitioner through the Institute for the Future in California.

I'm looking forward to hearing Giselle's words of wisdom. Thank you.

No pressure. Fiona, over to you.

Good morning, everybody. I'm dialing in from Sydney, Australia.

I am a negotiation and conflict specialist. You might wonder why I'm on the call today. Well, people who chair board committees need to know how to negotiate difficult conversations and manage, conflict and dynamics.

So that's why I'm here. I've got a background in management consulting.

But for the last ten years, I've been helping, leaders and teams to address the challenges that they're facing by applying negotiation and conflict skills.

You may realize this, but we are negotiating And so it's a fundamental leadership skill that I really believe firmly that people need to know more about. We all need to get better at it. And as for conflict, I know it sounds odd, but I actually really love conflict because if we push through and get to the other side, good things are waiting.

And let's face it, it's not going away, so let's embrace it and get good at it. And I'm really looking forward to bringing any insights I have, to Giselle's presentation today. Thanks, Sean.

Thanks, Fiona. And, Giselle, over to you.

Kia ora. Thanks, Sean. And a really big, thank you to Broadpro for this opportunity, but more importantly, for all of the work that you have done in the past few years to make governance, easier and more accessible for across Australia and New Zealand and actually globally.

So I will take a moment to introduce myself. So as you can see on the slide, Managing Director of Grounded Governance and I'm a Chartered Fellow like Linda of the Institute.

I love, making governance easier and more enjoyable and honestly that's something that's so needed across the governance landscape and whether you're at the the conflict end that Fiona is absolutely passionate about or maybe you're just getting started with your governance journey, definitely we want to build skills and make it in the boardroom and committees an enjoyable place to spend your time. So let's get into it. Sean, I'm going to ask you if you can just talk us through the slides.

I'm going to share a couple of models to get started, just to warm up everyone's thinking about where do committees and committee chairs fit into governance frameworks.

This diagram is a model that I was actually challenged to develop.

A client started a conversation with us at Grounded around why is there all this top down language in boardrooms? Why is it the board sets the tone from the top?

Why do so many boards think that they're the boss of the management team when actually the management team are doing most of the mahi, most of the work.

And so this sounded a a way of thinking if you like, which ended up with this diagram showing, I hope, the sense of the board team and the management team sitting alongside each other, respectfully doing the jobs alongside and also this flow. I like this idea of being in flow. Super important as a chair that you can try and get your board team, committee team into flow.

So here in the diagram you see information flowing on the green arrows through this chair and CEO point into the board, decisions being made and flowing back to the management team.

We're not going to focus on that today but I wanted to just share it and you'll see bottom left hand corner I've hung the committees off the bottom and the point I want you to take from this is that the committees are committees of the board. It's a really fundamental thing and we're going to explain later just how much confusion there can be about that. So I'm trying to show this idea of flow. Thanks Nick very much for the comment And I really, wanna we're gonna go into the committee space next. But, Linda, what do you think?

Do committees get in flow as well?

Yeah. Look. I think this is a fabulous diagram because it shows how many players there are and how the relationships are key and it also shows that there needs to be a bit of a structure around how they're going to interact and the other thing it shows is that there's lots of opportunities with so many different roles for there to be a lack of role clarity And so that's where having, a charter for your committee assist them in knowing what is their space and, within this, number of relationships. So I think it's a great diagram, Giselle.

Kia ora. So I really want to, just emphasize this pinch point with this chair CE because of course we can replicate that with how committees work too. There'd be a chair of the committee, which is the people on this call, and we're currently at three hundred people.

Those chairs and the person who's running the committee from the management side, they'll have the same thing the same pinch point, the need to have information flowing from management to the board, and we'll get into that. Let's move on to the next slide Sean.

So this is another model I've developed to help chairs of boards, chairs of committees to do a great job.

Sean might put into the chat the Board Pro downloadable course that we've worked on together around how to be a great chair because that's a very accessible, not free by the way, but an accessible course that would help and where this model is really pulled apart and about four hours of content.

But I started working on this because so many chairs that I encountered or I heard about were struggling and so many moving parts in the role, they didn't know where to start.

So I took a piece of research which talked about the main parts of the job and I started building a picture about it. So I'm just going to explain this and then I'm going to invite Fiona to comment on the model.

So in the middle you can see there are five T's moving around and I want you to get the sense of movement here.

Starting here with time, then tone and talent, teamwork and the traditions of the organization, the board, the committee.

Those are the main jobs that any chair needs to actually grapple with and take responsibility for, not as a dictator but as a leader of a team.

Then in the yellow ribbon around that you can see this constant governance challenge where you've got to blend together both people issues, paperwork and some processes in a predictable, reliable way to get good enough governance done for your organization.

Lots of moving parts as you can see and then around the outside, and I'll just talk about this for a second because I'm not going to come back to this, you've got the chair roll in the blue in three segments. So first of all, during meetings.

Secondly, before and after meetings.

And thirdly, the section which you can call here between meetings, and sometimes I refer to as between and beyond, because the chair role doesn't only involve the meeting part. You're actually leading a team. So that's what we've developed to give people a sense of why is this role so big and confusing. But Fiona, what do you think?

Thanks, Giselle. I think I mean, I'm a big fan of models. I think models take conflict complex information to help us to understand a little bit more about what's going on.

So, always love a model. It makes me think more and, I guess, be a bit more creative when I'm trying to understand concepts. So thanks, Giselle. I really like that you've, you've broken out the five t's, and I'm excited to talk a little bit more about those as we get into them.

And I actually really liked the previous slide with the heading about, teamwork. An associate of mine, Keegan Lutas, he's an expert in high functioning teams, and he says leaders are what they eat, EAT, energy, attention, and time. And I think that's really, critical sort of thinking when we think about the role of, a committee chair.

Yeah. I love that. You can see both Linda and I going, oh, that's good.

But Yeah.

We're writing that down because, you know, it's great to have things to hang your knowledge off, Linda.

Oh, absolutely. You and I are all about the energy. Yep.

Yeah. Yeah. And I think that you've captured the key things that the chair needs to consider if they're going to actually lead a high performing board. So it's a great model.

Yeah. Thanks for that. So I'm wanting just I can see we've got a question being asked and I want to deal with it because it is really important.

So someone saying, 'hey I love you figure eight, that infinity diagram, but surely, you know, things go to the committee first' and that is absolutely right and we'll deal later with the flow of information.

All I was trying to really illustrate was a bigger picture view of just how lots of committee lots of boards don't have committees of course, so how the the board management team interact and then for today we've hung the committees off, but yes they have their own flow and we will come to that.

Alright, so Sean if we move on then, to the idea of we're going to work around the clock with the five t's and we're going to explore them a little bit more detail.

We're starting with teamwork because for committees this is absolutely where they play. They are playing, they are acting as a team and doing part of the board's job, depending on their terms of reference. So the paperwork needs to to work.

So we've got the board working as a team and saying to some people, two, three, maybe four members of the board, can you please work as a team to do a piece of work? And in that way, there's a delegating, the analysis and some deep diving in the committee's chosen area. So it might be an audit and risk committee, people and culture, remuneration, nominations, it could be a health and safety committee. Whatever it is, they're taking one of the board's responsibilities or more and doing some deeper work on it.

What the committee does then is make recommendations back to the board.

That's generally how it works, but Linda occasionally committees also do make decisions.

When how do you know let's unpack that ambiguity.

Yeah. So, I've been involved in, a few investigations, when I've been on boards.

And those are the times where you need to be very quick and agile as a as a board, and a complete board can slow you down. And, and it's hard for everyone to get across the detail. So, in these instances, often the board will actually delegate to an investigations committee the ability to actually liaise with the investigator, manage the whole investigation process, make

decisions as they go through the investigation process, and then, bring the report, the investigation report back to the board. So all of the admin that goes with running investigations can be done much more quickly. And so the board then is still accountable for reviewing and making the decisions on what to do next. But it means that the committee has the authority to actually do their nuts and bolts.

Yeah, so that's a really good example of where it can happen that a board delegates some portion of the decision making but still carries the ultimate accountability.

But let's make sure everyone understands from a committee chair point of view you normally, you're not a decision maker, you're a leader of a team of people who are going to make a recommendation to the board as a whole of which you are a member.

So this layering, which does relate to one of the comments I can see in the chat, this layering where you're one moment you're a member of the committee, you're a chair of that committee, and the next moment you're a member of the board.

It can be complicated, this role clarity, role confusion thing is a real problem. Many people who are chairing committees are not understanding that role and it can also be a bit awkward. I thought Fiona could probably help here with the kinds of EQ skills and influencing skills and processes that those committee chairs need to consider when they are then reporting through minutes and maybe an oral report to a board?

How do you influence that?

Yeah, I think the very first step for the committee chair actually is to understand the types of conflict that might come into play for them. And I always think about it that there are broadly three types. So there's task conflict, and that's the sort of the what and the how conflict. So, and that's where role definition really plays an important role. That's how you minimize any role or task conflict. So are the people unhappy with their role, on the board or the committee? Are they unhappy with the task allocation?

Do they disagree on how tasks are executed?

The second type of conflict for the committee chair to think about is relationship conflict. These are really destructive. They need to be dealt with quickly. These are the who conflicts.

Is it personal? Is it between you as the chair committee and, another director? Is it all the chair of the board or somebody in the management team? And sometimes teamwork issues are fueled by things like jealousy or grievances or personality clashes.

And the third one to think about is value conflicts, and resolving these needs empathy and respect. So these are the why conflicts.

Why why, a slight competing values are getting in the way, competing norms or beliefs.

Is somebody experiencing some sort of ethical challenge? So there is a lot of BQ required from the committee chair in identifying and managing those types of conflicts.

Nice. And I really love that model. It's super useful for lots of roles. But bringing it back to committee chairs, I'll just wrap it up to be to be saying, hey, sometimes these all of those conflicts arise, but we can manage them. For example, task conflict by clear paperwork, relationship conflict by clear planning, and the value conflicts by bringing the values of the organization to life in your committee.

If your committee is seen to and does live in line with the values, operate in line with the values, you at least reduce the risk of there being problems with that. Let's keep moving Sean, thank you.

So I'm going to come to time now, one of the second of the five t's, and just recognizing that this is where a lot of people focus when they are chair of anything.

Time planning is super important. Chairs are often criticized for meetings that go over time. They can be a lot of attention paid to this. So we want to just make sure today that all committee chairs know that they need to grapple with time planning and time management.

Again, we'll look at this a little bit later on with the flow of information, but what makes your job a little bit more complex, I think, as a committee chair, is that you're having to fit in with the board's cycles.

So you can't just have your committee meetings when suits the committee, it's got to be at a time that makes sense for the board's work.

And you've got to have your annual work plan for the board, your annual work plan for the committee all working well. Linda, you're a master or mistress of this, tell us more.

Well it is, it's critical And there's all sorts of deadlines that you have as a board that you have to fit in with, whether it's reporting back to shareholders, AGMs, currently with your changes in legislation.

There's lots of things that you know you have to do by when, whether it's, you know, reviewing your constitution or whatever. So your board has the plan, and then constitution or whatever. So your board has the plan. And then if you've actually got a committee that's deciding that they're going to rewrite the constitution or they're going to deal with the, the audit, then, you need to make sure that you've timed it within that board board plan. And also within that, it's about how do you feed your information back to the board. So there's no point really in having your, committee meeting the morning of your board meeting unless you've agreed that the way that it's always going to be fed back is just a verbal debrief, which isn't really ideal. So, yeah, it's all of those things lining everything up, planning, let alone planning the actual committee meeting agenda and how long you're gonna spend chatting on each topic.

So Exactly.

And people often say, you know, the role of a chair is two to three times the amount of work of a normal non chairing board member. So I think this sort of unpacks why that is. I'm gonna move us on to the tone side of things.

And this is an area where I think all three of us in our professional practice really focus on how do you bring a healthy tone to board and committee work.

So, Fiona, we talked already about the idea of the tone needing to reflect a healthy tone and and the the values of the organization.

What would your other big plug be for setting a healthy tone around a committee?

I really think that a committee chair is setting the tone, and and I also think this is where, like, good management of conflict comes to the fore. You you want your, committee chair to really find ways to be counteracting the really dominant voices and bringing out the quieter ones. There are forms of structured descent that can be really helpful, so red teaming or pre mortems, things like that. You can the chair committee should be setting the tone by, using techniques to diffuse any destructive con conflict as well.

And setting the tone isn't easy. It's essentially about values.

And, there's a leadership principle, you might have heard of it, called dissent disagree and commit. It's used by Amazon, which I find quite interesting. People are encouraged to openly disagree during decision making, but once a decision is made, everyone commits to the implementation.

So at the committee level, they might be making a board decision, but they're making a joint decision about what to recommend to the board. And so once that recommendation goes forward, you you wanna during the, discussion phase, the disagree component is important, but then we want commitment. I call it having good fights. So the chair sets the tone so there's a safe place for good fights.

Yeah. Nice. I love that. I might use that. Linda, this is absolutely your your wheelhouse. You're one of your areas of expertise. So what else what other dynamics can affect the tone of committee meetings?

Well, I think that, you come together so rarely that it's really important that you're actually aware of the value that each person on the committee is bringing, that you actually do what you say you're gonna do. So honor your commitments, but you also spend time away from sitting around the table to get to know each other. Because if you actually know the people, then you can have a good trusting relationship that will will, enable you to have those good fights that Fiona's talking about. Yeah.

You know? And, and I also think that having clear, decision making process in your charter really helps you in terms of setting expectations and also how, you know, how you're going to actually make the decision. Is it going to be votes? Is it going to be consensus?

Those sorts of things. They need to be clear so everyone knows the rules and then when you know the rules you can play by the rules.

Yeah, I love that. So I think the other thing that I see a lot of, and you two will be the same, is that one of the things about tone is that committee chairs and the committees can often work very closely with management and we're going to come back to this a little bit later on, but in this area I just want to emphasize the need for the committee chairs to remember those management people who are reporting to your committee, they are not your friends, they are not your, they're not on your team. They want you to keep your distance a little and keep the tone as management reporting to the committee.

Everyone will have heard someone at one stage say, you know, we really like each other, this idea of challenge, we're actually just working together. Like, no, no you're not. In a committee, you are still doing the board's work alongside the management team doing their work. So I do really want to emphasize that important point.

Questions as we go through, we might come to a question next when I finish this talent piece.

So this talent piece is a super important part of the chair's role and it doesn't usually appear in terms of reference. It's actually almost in the invisible ink of doing good governance.

So committee chairs can and should use all of the the talent tools available to the board but in your space. So things like actually doing a skills matrix, which we're going to come to.

What do you need? What have you got? What are the gaps, the spaces in between those two? And resulting from that some idea about what training and development does your committee need, that's something you're going to have to lead on.

Things like succession planning and committee performance evaluation both your leadership is needed to bring those to life in a safe, healthy way for everyone.

And that can be informal, reflective performance evaluation and more formal reviews of how you're going as a committee.

Now this is not easy, the life cycle of committees change, elections, all that sort of thing does mean you might have sort of less stability around your committee than you might have on the board.

But keeping these processes up really is a leadership responsibility and it won't surprise anyone that this space is where there's often challenges for chairs of committees because they're too busy doing the work and not enough time is spent on talent. So Linda, what are the problems that you see around the talent space for committees?

Well, I think that you've got a myriad of committees often, you know, and you've named a number of them Giselle, and you may not have the right skills on your board to actually be able to fill the expert advice pot, you know, for each committee. So when I was chair of Wellington

Water, we had a major projects committee and we had an external expert who came in to to very specifically deal with the construction box, you know? So it's fine if you don't have the people on your, board to fill the expertise that you need on the various committees. You can bring in external advisors onto a committee, and that's how you can fill the gaps. So So I think that's critical because there's so many responsibilities that we now have as board members that and, and the boards aren't growing and you don't want them to grow.

So you do actually need to be thinking about what are the areas where we need somebody sitting at the board table and sitting at the committee table and which are the areas where we can bring in the expert advice when we need it.

Nice. Yeah. So talent scarcity is Yeah.

That's true.

Is a real thing. Fiona, going to the skills matrix idea that we'll come to, I'm just really interested.

How easy is it to get people to be honest about their level of the skills that they bring to the committee?

That's such a great question. Good negotiators are really aware of things like body language and, and that so that so if you improve your negotiation skills, that will help.

But the other thing that I think about with this with talent is there's this really great quote, and it's attributed to about five people.

So I don't know who originally said it, but it's something like if you've got if two people agree on everything, then one of them is unnecessary. And so that's a thought about putting the talent on the team. You and I guess that comes back to my view about dissent. You want to encourage healthy conflict and dissent. And so if we've got two people who agree on absolutely everything, we only need one of them. You could release them to a different committee or whatever it might be.

Yes. That's so nice. And I'll put a plug in here for the diversity of thought scorecard. Some of the New Zealand people on the call might know of this, but maybe others don't. So it's a it's a New Zealand developed tool but it's internationally applicable. The scorecard actually measures measures the diversity of thought of a particular group of people. So it could be the board as a whole, could be management, could be committee, it could be everyone combined, what diversity do we have, and then you've got something to work with, and particularly again for the committee chairs to say I need someone different on my committee, which, yep, sometimes you just do.

So the other piece I want to just pay attention to in this topic is the question I'm often asked, and I'm going to get Linda to answer this, is can the chair of the board also chair a committee?

It is not, appropriate for the chair of the board to chair an audit and risk committee, so that's the one that there are very clear protocols around.

However, if there is a necessity for, the chair to chair some other committee so for example I'm chair of the New Zealand string quartet and we have a people and culture committee because we're doing some recruitment and getting some ducks in a, in a row in other areas. And I'm the person who has that sort of a background.

And so it was appropriate for me to chair that committee as, as I was the only one on our board who has that background.

So so you So needs must. Needs must. Yep.

Yep. And I just want everyone to understand that, you know, it first of all, it does depend on what your rules say, of course. So it depends. If your rules say that the chair of the board can chair a committee, then great. You've got that license.

But also teamwork, if we come back to my first t, is make sure you're not putting too much work on the board chair and that you spread that workload and that experience, if you can. To have a different person chairing a committee is a healthy thing for the teamwork aspect.

Alright, so I want to move to our oh, we'll move to a question first. So let me have a wee look there. What have we got?

Somebody asking about if you meet online. So we actually, in other webinars, have talked about the difference between meeting online and meeting in person, and I don't want to go there today, but I know Sean probably has some resources that can point to something. So, we're going to deal with the board members and external people later.

And, yeah, good question.

Is the chair of the board an ex officio member of all committees? Go ahead Linda.

Yes. That's easy.

Yes. And in fact, any board member can attend any committee meeting. So it's really important if you're a committee chair that you send the agenda and the date and time of the committee meetings out to all the board, not because they have to attend, but if they wish to or there's something on the agenda that they actually would like to have a participate in the conversation about, they can come.

Yeah. So I think, I agree with you Linda. Just actually paying attention to who allowed to be in the room as opposed to who's obliged to be in the room, it it does merit some consideration when you're thinking about that talent piece, but you know a board member who attends a committee meeting is really expected to save their oversight piece for when that recommendation comes to the board.

There's quite a lot of theory on that too, but quite deep, so we're not going to go there today. Let's come on to our fifth 'T' the traditions, or if we were in New Zealand we might say the tikanga of how we do things around here, and the chair does need to take a leadership role here as well. So just some real basics, so are we meeting in person, online travel, social connection, time, any other logistics?

You would expect the management to be working with you as the committee chair on that. But to go deeper on this, you know, how do we engage with each other, with management, with any visitors to the committee?

What else, Fiona? What would you throw in there for traditions of thinking as a leader of a committee?

I think, chairs of a board or a committee obviously have formal authority, but they've also got informal influence, And I think that's related to traditions. So your informal influence can be created by the traditions that you choose. And there are things about, I guess, how we do things around here and how the chair really leads and how they build trust and balance dynamics of power.

I think a really great chair knows when to lean on their formal, authority and when to lean on the traditions that give them informal authority.

And, yeah, I I I like I like to think of that as something that, I guess a a really experienced chair is gonna know how to influence something without relying on authority.

Yeah. Lovely. I love that idea. So I want to just also thread together this idea that the traditions, of course, some of them will relate to time and tone and talent.

You know, the traditions are what underpins them. I think of things like when do we have committee only time, when do we have the committee meeting with external advisors like financial auditors or another expert advisor. Without management present those traditions are very, very important in effective committee work and discharging your responsibilities. So, yeah, pay attention to that.

I've got a I just see one in the chat. There's a question. Can a board chair also chair a remuneration committee? So, that is a really good technical question. It will be and it depends on the paperwork.

Linda's made the point that you might be the very right person to do it, but I do want to weave in this idea that sometimes a remuneration committee which might deal with nominations and performance management of the CE, having someone else chair that can be extremely important for keeping everyone safe in the board, chair, CEO, committee chair relationships.

So separation where possible probably is where I would want to go, and dealing with just because you're the chair of the committee doesn't necessarily mean you're doing that formal piece. So, yeah, it depends. My two two word answer to everything. Alright.

So let's come back to a couple of really important things as we come towards the end of the webinar.

So this diagram I actually developed, for this session, so it's not something I've used before, but hopefully it's helpful to you.

I just want to make a one apology. So this the top row, second item in, we've got meeting minutes and reports are created. That should be just meeting minutes are created. So Sean will tidy that up before we send the slides out to everyone.

I really want to just emphasize that this flow begins with management who are reporting to the committee and the paperwork and information flows as the committee work is processed and then shared with the board, ideally with a clear set of minutes which contain the committee's recommendations to the board.

Done well, it'll look easy and look like no trouble at all, but if you don't get it right this flow piece can be very clunky and cause a lot of problems. So at the, the bottom line again second in we've got this committee chair summarizing their decisions and reporting to the board that's not not in place of the minutes. The minutes are the formal record, but the committee chair having a leadership communication piece just to introduce the draft minutes or speak to them particularly when there might be some contentious issues. That's definitely a responsibility, and you'll see it all goes right back to the right hand side where management is providing ongoing input and reporting to the committee. So I just want to emphasize there's a lot to think about here. Let's go to the next slide.

So this is just I'm sharing here a model that we we are working on actively. We're using this, but I'm sure it's gonna evolve a little bit. What I've done is taken some content in the like a framework from the Institute of Directors in the UK and I've woven in my own thinking and also some stuff from the Institute of Directors here in New Zealand. So this is this matrix is a blend of those sources and what I love about the UK piece is that they they're using these three categories of knowledge and skills and mindset, which I find very, very powerful and it's helping me help wards much better having all three categories.

So Fiona, I just wanna ask you a question, and then I'm gonna come to you, Linda, for a probably a little bit of a different perspective.

What do you think of having the three categories, Fiona?

Thanks, Giselle. Actually, I love that because I think it's really easy in a a board situation to think about, getting people who have the right knowledge and the right skills, but the mindset is critical.

Because in putting my conflict hat back on, if you don't want destructive conflict when the person's got the wrong mindset.

So as soon as you're, trying to fill a committee with people that can work together comfortably, then the mindset is really, really important. So I think that's great.

Great. So Linda, here's a curly question for you. We didn't talk about this last week, so let me just ask you, with your futurist lens, you know, I say that boards are often, thinking about what skills we need right now sorry, committees. What skills we need in this committee right now? But what about what's coming? What skills do you need for the future?

Yeah, I suppose that comes into the whole strategy, arena where, when we run strategy sessions with the board, it's always strategy and foresight or strategy and the future.

So we're not actually looking at only three years ahead. We're looking five, ten years out to say, okay, well, what does it go? What, what environment are we going to be working in that far out? What do we know now that's informing that?

And also that then plays into what does success, what, what does success look like? So if we could actually go and ask a question of someone working in our entity in two thousand and fifty, what what questions would we ask them? And that gives you with a really nice play of what success might look like then. Therefore, what do we need to put into our strategy?

And therefore, what do we need to think about in terms of competence, skills, experience now to give us that platform to take us that runway, to take us there.

Yeah. Nice. I really love that. Good. We want to plug this for everyone that that, you know, we're not we're trying to board's roles are to create the future, so let's make sure we're thinking about the future even in our committee work.

I'm going to take a quick question here then I'm going to come on to the last slide please Sean. So, can a chair the question is, can a chair of a committee not be a member of the board? The answer is yes, but it also depends on your paperwork.

So in order for someone like I am the chair of an audit and risk committee, I'm an independent chair not sitting on the board, that's written into the organization's rules that that's possible.

So if not, then not would be my answer. Okay. Let's go on to the last slide.

So this is I want to just address such a simple thing where I'm asked this probably every month, the the others probably the same thing.

People ask, can management and the board be on the committee together? Can can management members be on this committee? And the answer in our view is no.

This is a committee of the board. So on the left hand side of the slide, board members only on the committee, that's a big tick. On the right hand side, as Linda mentioned, having external people appointed to the committee, that's a big tick.

But in the middle, this idea that management people sit on the committee, that's across a no from our point of view.

Unless weirdly your rules allow it, but this is a committee of the board and the management should be in the role of reporting to the board. It might seem a bit black and white or a bit red and green, but that's how we see it. And of course, like any good governance question, there will be very occasional, exceptions to that rule.

Alright. So, Sean, I'm just conscious of our time. We're at the end of the the webinar, and, Sean, do you wanna help us out? How are we gonna deal with the questions?

If you are all up to it, which I think you are, we'll hold a separate, q and a session, which we will record. So we'll we'll discuss and try to answer as many of those questions as we have time for. We have about fourteen unanswered questions. So my apologies everybody for that. We've just run out a bit of a bit of time, and we will email that out to everybody after. Are you okay with that, Giselle?

I think that's a great idea. I just wanna reflect. We've got a few questions in the chat as well, so we'll try and pick those up.

Kia ora to Fiona Michelle. Her last question, I so know that that needs answered, but I will just, emphasize some of the questions are really, black and white answers. They'll be quite straightforward. Some of them are a little bit more complex. So, yeah, we'll see how we go.

Great. Great timekeeping, Giselle. So feel free to connect with our presenters, everybody, on LinkedIn. As you see their address details here, here, I'm sure I look forward to your connection. And if you'd like to be put in touch with Giselle, Linda, or Fiona to discuss any business opportunities, please indicate your interest on the survey at the end of the webinar.

So as I mentioned before, you'll receive an email from me tomorrow, which will include a video of today's webinar, the presentation slides, and a copy of this of the, transcript. So just as you leave the webinar, don't forget to complete our really short survey going to the draw for our hamper.

I'll announce the winner for that tomorrow as well. So thanks again for your attendance, everybody. I hope you enjoyed the session today. Thank you, Giselle, Linda, and Fiona for the great conversation.

Thanks, everybody. Have a great day.

Kia ora. Kia ora.

Thank you. Bye.