

Role of the Board

Board Diversity Programme

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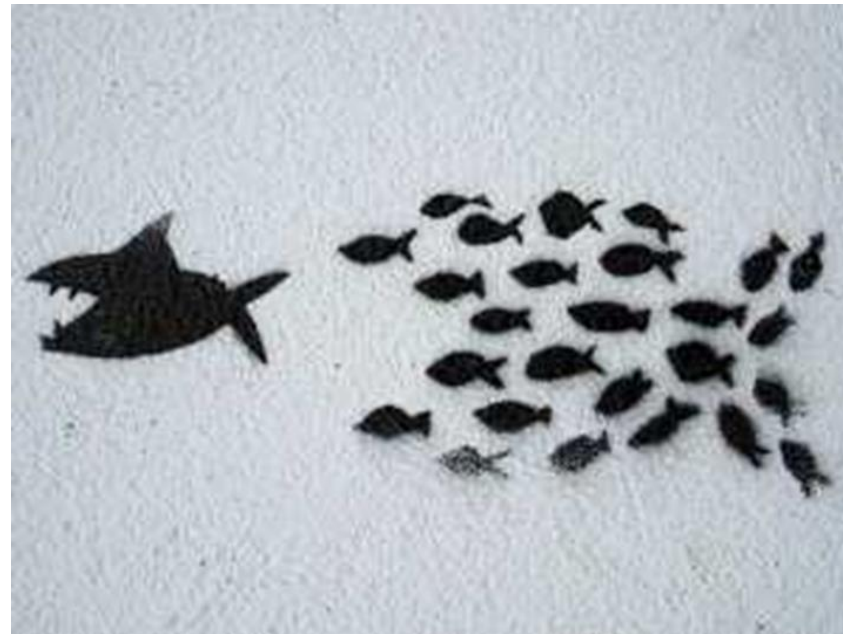
The Cunning Plan

- Getting to know each-other
- Understanding the format of Meetings, the role of the board member and the role of the Chair
- Preparing for your board meeting
- Order of business
- Collective decision making
- Managing conflict
-Our forward plan



Introductions

Who are we all?



The Board



- Sets the vision & values
- Board define the overall direction, then protect & uphold these
- Make sure the strategies & plans are in place to deliver the vision and that they are being delivered effectively
- Agree the way they will govern through committees, each has delegated powers - there are written down delegated powers for the CEO & staff team too – all in the **Governance Framework/Policy**
- Ensure the organisation delivers its Governance Framework, complies with laws & regulation

Where this Committee interacts with the Board

- The Committee Chairs report to the Board following each Committee Meeting
- Minutes of all Committee Meetings are provided to the Board for consideration & noting
- Each Committee will provide an annual report to the Board
- A Committee will advise the Board of any issues considered by the Committee which it considers the Board should be made aware of. Where appropriate, the Company Secretary will submit, both the minute of the discussion at the meeting & a copy of any relevant papers, to the next Board meeting for their consideration



Understanding the format of Board Meetings – where to spend your time

- Reports – 7 days in advance?
- Sometimes a late paper?
- Agenda – order of business
- Conflicts of interest
- Minutes of previous meetings (& others?)
- Training items
- Directors report
- Presentations from staff
- Decision making items within terms of reference
- Discussion items
- Information items
- Any other Business
- Date & time of next meetings



Governance – Style & Reporting

The way we govern our meetings:

- *Generative Governance* leads you to ask the questions (that come before the finance & strategic questions) such as:
 - Have we framed this important issue for customers correctly?
 - How else might we look at this?
 - What else should we consider?
 - How do we bring out & use our experience & skills?
- Can we be creative in our time, rather than reviewing reams of paper with little time for discussion?



“Don’t do anything at a Board/Committee Meeting that you can do at home in your pyjamas”.

Preparing for your Meeting – How?

This Committee has more time to delve into the detail on matters that it knows are important to the organisation & customers.

It is likely you may be attached to a Committee/Charitable Board subsidiary before being attached to Board So a bit more about Committees

A Committee provides expertise to help the Board, within the remit of that Committee, to:

- Scrutinise the delivery of Corporate Plan objectives
- Scrutinise performance & monitor activity
- Deliver effective governance of matters within its Terms of Reference (TOR)
- Deliver in depth focus to issues
 - What do we think these issues might be?
 - Strategic v operational discussions
- Identify and manage risks in the organisation
- Produce an annual plans and reflect on this, for the Board
- Occasionally – delve deeper through task & finish groups on an item within the TOR – terms of reference



So – how do you prepare (1)?

Read the Papers

Make a commitment to do this in advance, so you can make a contribution

Questions

- Send them in, in advance, so you get an answer on the day of the meeting – to the officer, copied to the Chair
- Agree which questions will be asked for the benefit of the meeting to discuss
- Agree which questions are just to meet your training or information needs
- Questions should not be about your home or anything personal , or be about anything other than the very recent past, or tabled report
- **You will have lots of learning questions at first – don't be afraid to ask your link officer or your mentor, or Kam/Sue**
- Always maintain good relations with fellow Board Members, the Chair and staff



Managing Conflict – Examples?



“Register all interests that might have a bearing on your **sponsoring organisation's' work**. Declare any potential or actual conflicts of interest as and when they arise.”

- High standards of ethics are expected from the Board & Committee Members, you must:
 - Uphold the **values** of your sponsor & always act in the best interests of your **sponsor**
 - Comply with the code of conduct for Board Members, the standing orders/rules, regulations

You are expected to fill in a form annually – and also:

- Promptly declare any actual or potential interest which might affect or influence your approach to a matter under discussion/sponsor's Business
- If this is minor – raise this as soon as you have read the papers, with the Chair/key staff contact
- If this is substantial – withdraw from the meeting for that item
- If you are invited to remain – you need to refrain from participating in the discussion

So – how do you prepare (2)?

Turn up & be on time

If there is food, be there to eat it before the meeting starts

You will observe at first, not much of a speaking part til you settle in, but don't be surprised to be asked your opinion

Making a contribution at the meetingif you have a speaking part

Try to prepare one really good question for your first speaking part meeting

- You bring a wide range of skills & experience to help the committee reach good decisions
- Meetings mostly consider reports & proposals prepared by staff or consultants
- You may need to ask for clarification or explanation of matters which are not clear
 - Is the report robust enough to enable you to give a view/make a decision?
 - Do you need to discuss the appropriateness of the recommendation?
 - Can you carry everyone with you to change that decision – are you sufficiently prepared?
 - Ensure that poor performance is being addressed with actions? (& monitored?)
- Be aware of the time for the agenda item and the need to conclude meetings on time
- Try not to speak to repeat others (you can nod for that), try to speak to make an alternative or for additionality, otherwise leave the meeting to flow well. You are not expected to speak on every item



The day after the Grenfell Tower Fire

What assurance would you need – as a BM?

- Breakout rooms not used this evening as we are a small group
- Feedback



Possible answers along these themes

What assurance would other stakeholders need too – like other customers/tenants?

Key points:

- Staff and customer welfare
- Communications to everyone on safety and assurance
- What do we need to do to ensure this cannot happen again?
- What is the role of the board in a crisis event – our role is usually strategic oversight – but you sometimes will need to ask operational assurance questions!
- Financial exposure and reputational/PR requirements

Board Diversity Programme (BDP2)

– important dates - for your diary ;)



BDP Workshop Dates

12-2pm with a 5/10 mins break

Today

5th April 2022

26th April 2022

5-7pm with a 5/10 mins break

19th April 2022

12th July 2022

11th October 2022

24th January 2023

18th April 2023

Board Excellence Programme Dates:

5-7.30pm with a 10-15 min break

28th April 2022 (Mick)

9th June 2022 (Yvonne)

7th July 2022 (Yvonne)

1st September 2022

(Mick from his date will deliver all BEXP sessions and Yvonne will deliver BDP)

20th October 2022

10th November 2022

8h December 2022

3 more dates to be added for 2023 to complete your programme – Jan, Feb and March 2023, by Mick

What else - with Kami

- Strengthscope
- Assigning a mentor – 6 sessions a year
- Reading and developing yourself – with advice from Kami and your mentor
- Trainee network
- Assessment from your fellow board members of your progress – against your self assessment
- CV and Interviews Skills
- Graduation

Is there anything else you would like to pick up and discuss today?

