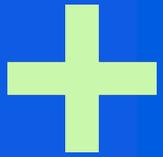

Setting your Strategic Board Agenda





BoardPro™

Beautifully functioning boards

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

Introducing

Steven Bowman

Professional Director - Advisor



Giselle McLachlan

Professional Director and Advisor

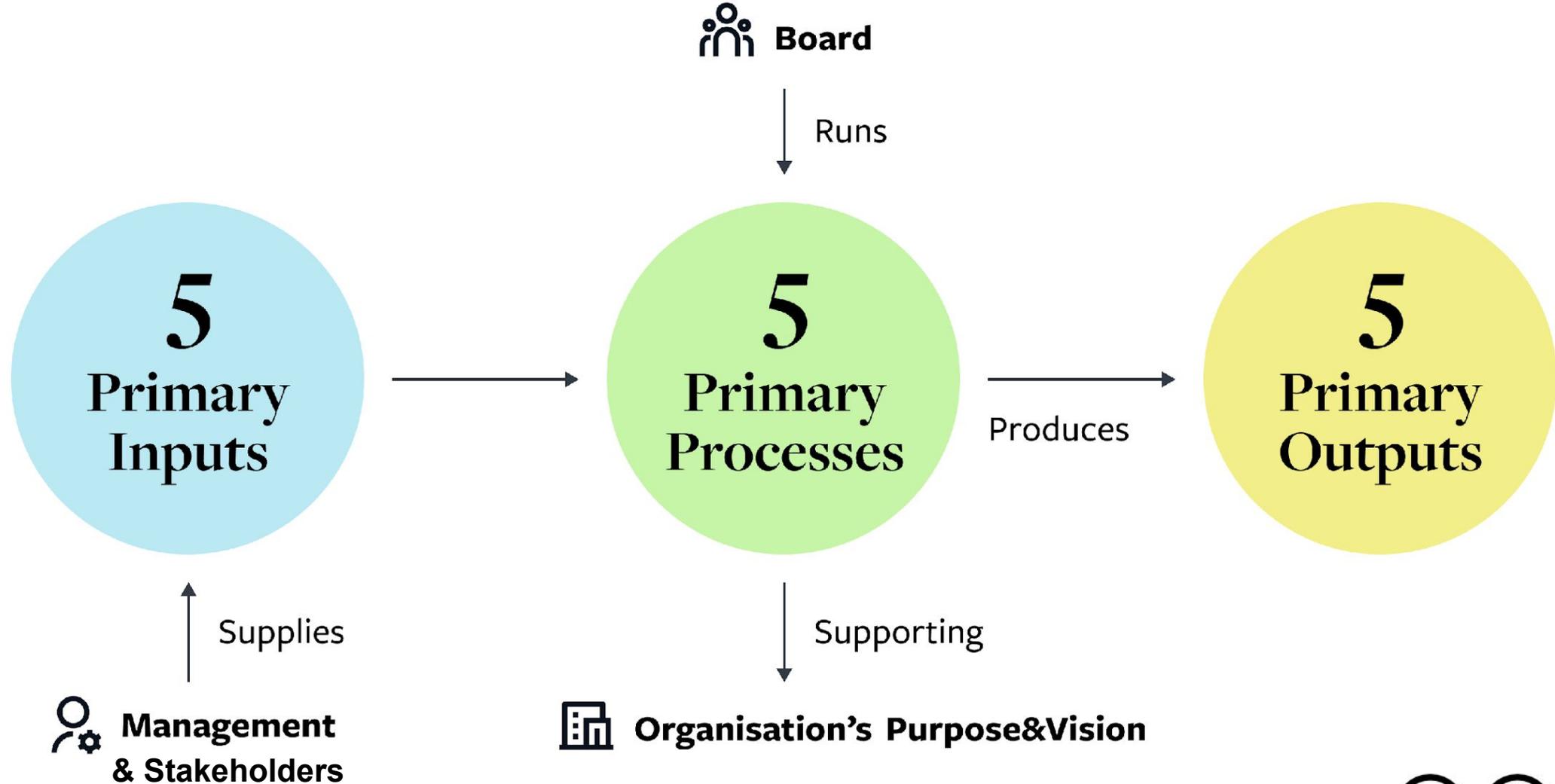


Brett Herkt

CEO & Cofounder BoardPro



The '3 x 5 Governance



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



Setting the Strategic Board Agenda



Steven Bowman & Brendan Walsh

CONSCIOUS GOVERNANCE

www.boardpro.com

The graphic is a vertical rectangular layout with a white background and a thin blue border. At the top left, there are four grey chevrons pointing left. At the top right, there is a 3x3 grid of grey dots. In the center, a blue square contains the title 'Setting the Strategic Board Agenda' in white text. Below the title are two circular headshots of men. Underneath the headshots is the text 'Steven Bowman & Brendan Walsh'. At the bottom of the blue square, there is a quote icon. Below the blue square, the text 'CONSCIOUS GOVERNANCE' is centered, with a small circular logo between the words. At the bottom right, there are four grey chevrons pointing left. At the very bottom, a dark blue horizontal bar contains a white arrow pointing right and the text 'www.boardpro.com'. There are also decorative grey asterisks on the left and right sides of the page.

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





1 Place your vision at the top of the agenda



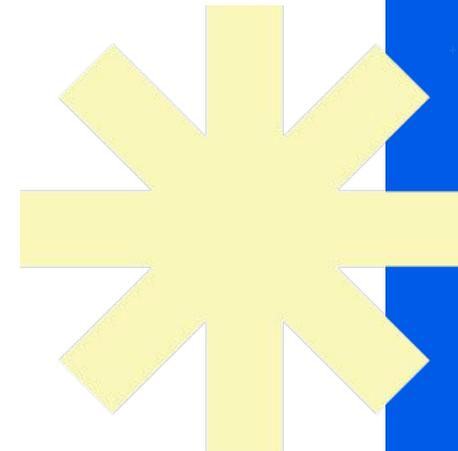
Why your organisation exists



Steers the conversation

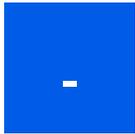


Guides behaviour

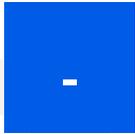




2 Create a cover sheet



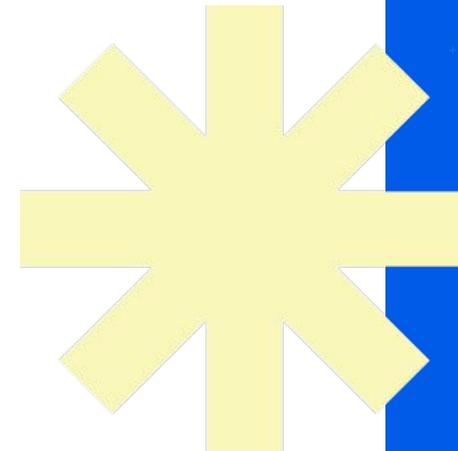
Photograph of key work



Reminds directors why the organisation exists



Explore your mission moment



3 Strategy ahead of operational matters

-

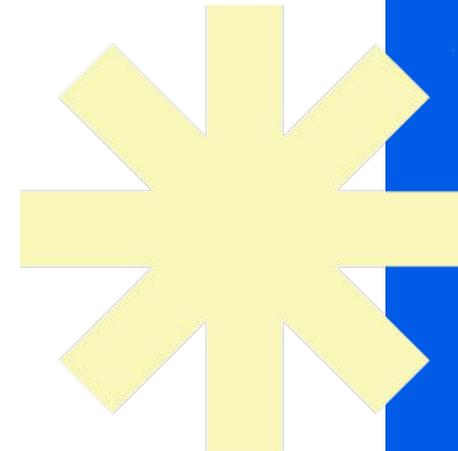
Avoids 'rabbit holes'

-

Prioritize first for strategic matters

-

What keeps the CEO awake at night?



4

Use a consent agenda

or....a 'block agenda'

- Reduces time on 'for noting' points only
- Group of items placed together
- 48 hours before the meeting
- At the discretion of the chair





5

**Colour code or note,
or, use a board portal**

“Items for Noting”

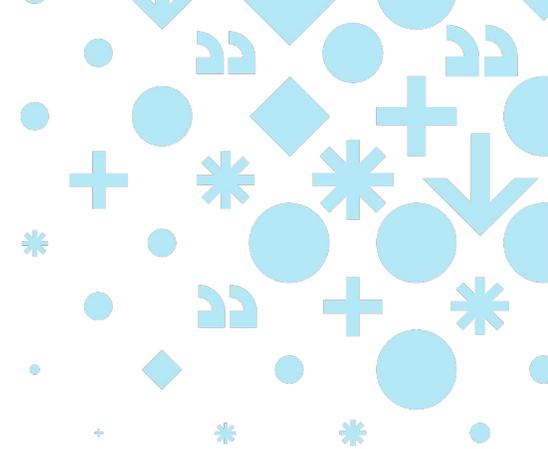
“Items for Discussion”

“Items for Decision”





Panel Discussion

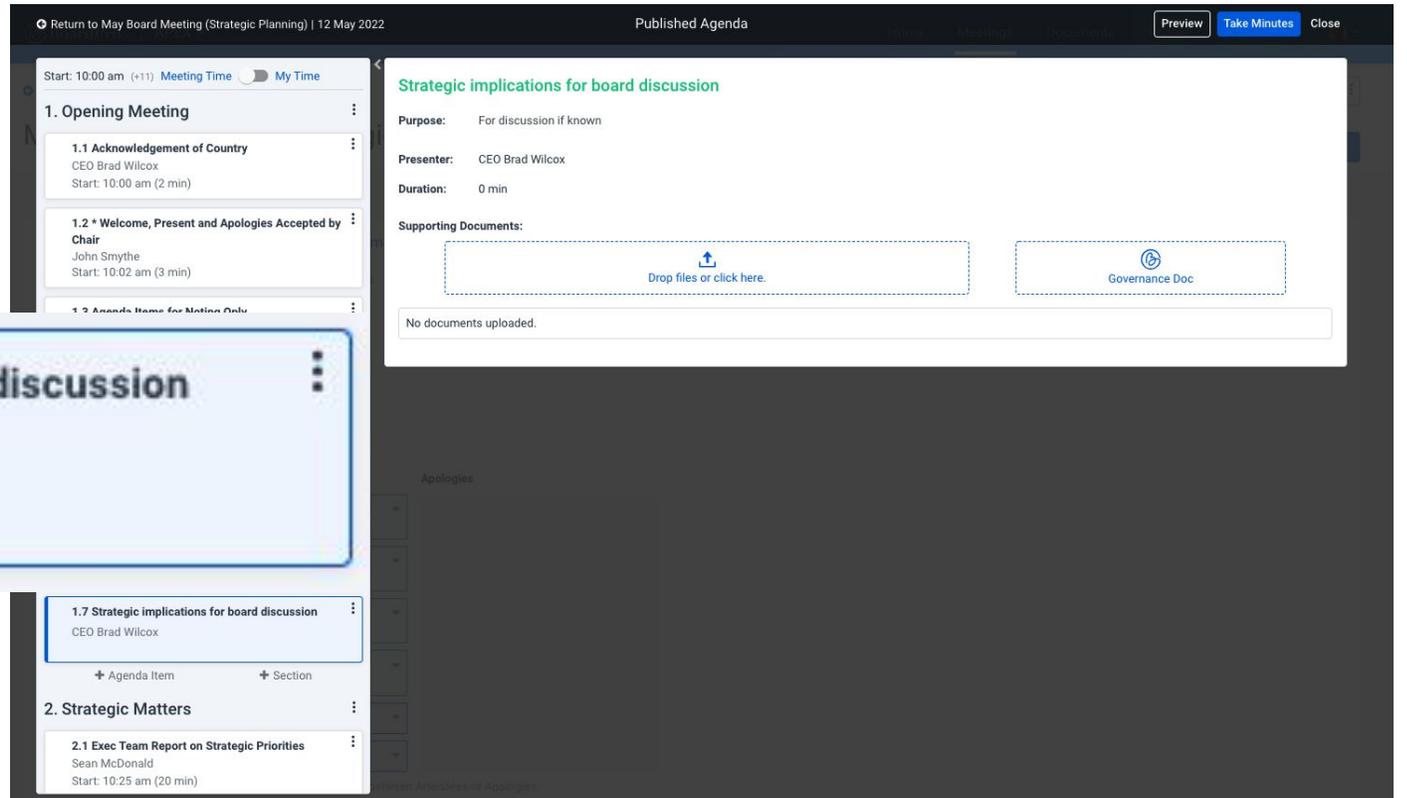
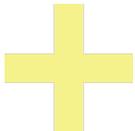


6

Standard headings strategic implications

1.7 Strategic implications for board discussion

CEO Brad Wilcox



The screenshot displays the BoardPro interface for a meeting agenda. At the top, it shows 'Return to May Board Meeting (Strategic Planning) | 12 May 2022' and 'Published Agenda'. The agenda is organized into sections: '1. Opening Meeting' and '2. Strategic Matters'. Under '1. Opening Meeting', items include '1.1 Acknowledgement of Country' by CEO Brad Wilcox and '1.2 * Welcome, Present and Apologies Accepted by Chair' by John Smythe. A callout box highlights item '1.7 Strategic implications for board discussion' by CEO Brad Wilcox. The detailed view of this item shows its purpose ('For discussion if known'), presenter ('CEO Brad Wilcox'), and duration ('0 min'). It also features a 'Supporting Documents' section with a 'Drop files or click here.' button and a 'Governance Doc' button. The interface includes navigation buttons like 'Preview', 'Take Minutes', and 'Close'.

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

- Create a legend to explain what they mean
- 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





9 Use dashboards... sparingly

These summary style reports can graphically represent and summarise key data

- measure items of real impact to the organisation
- include 'people' and 'culture' measures
- trend information is very useful



Panel Discussion

10

Use leading indicators not lagging indicators

Leading



Influence
future
performance

Analyse
past
performance



Lagging



11 Measure the right things

- Client and target numbers
- Clients lost
- Benchmarks



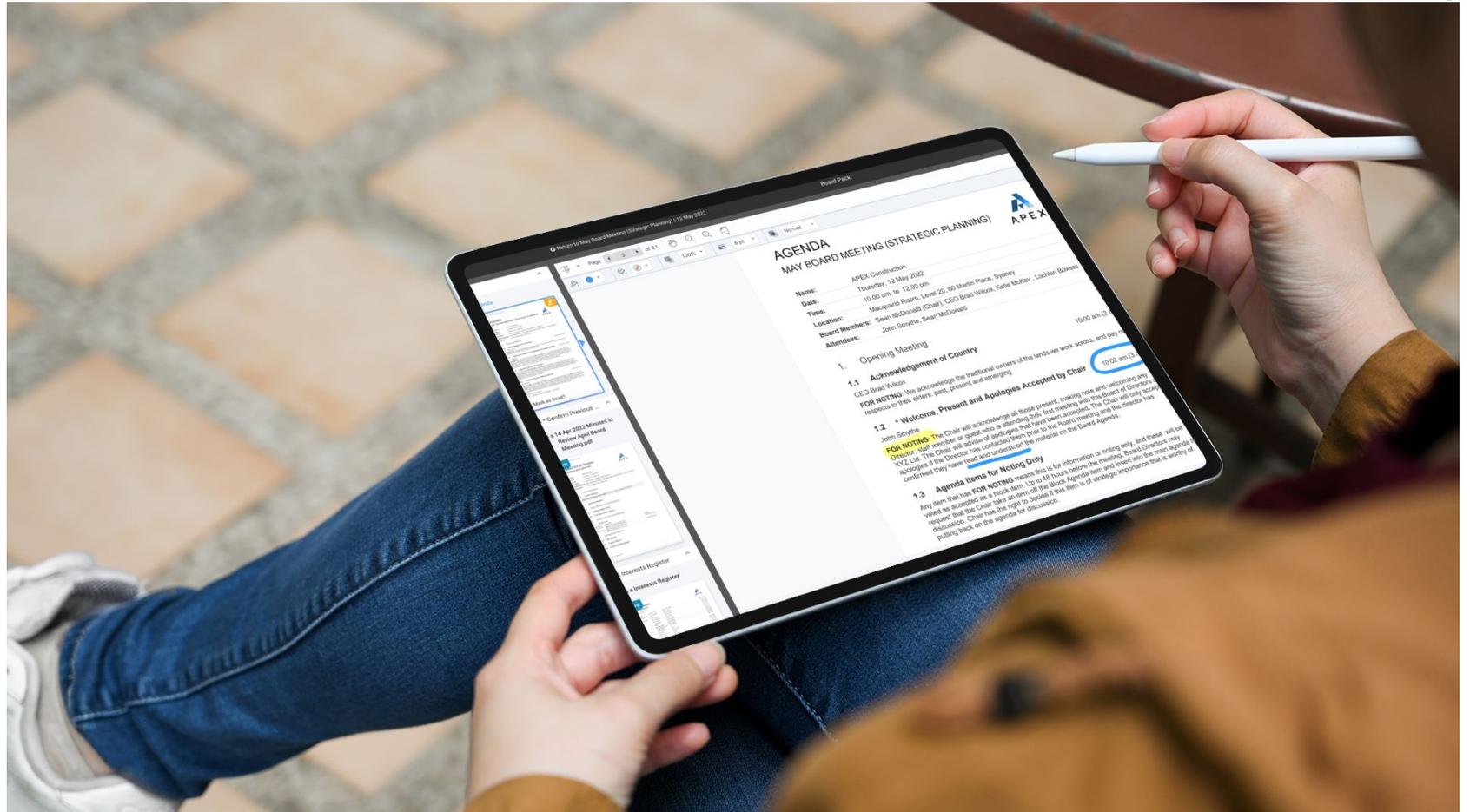


12

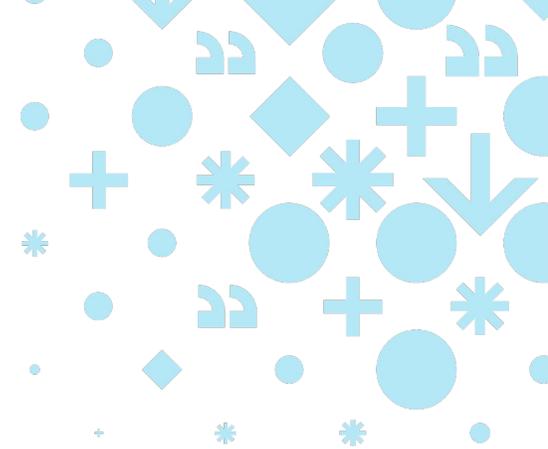
The CFO and CEO Declaration

- the organisation is solvent
- key payments update

13 Agenda for next year



Strategic Agenda



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 will be voted to be accepted as group (or not) as a block. Items with a yellow background colour will be voted on individually. Up to 48 hours before the meeting, Board members may take an item off the Consent Agenda item so that it can be discussed at the meeting. It is at the discretion of the Chair whether to remove an item from the Agenda for discussion (or not).

Insert **Vision Statement** here



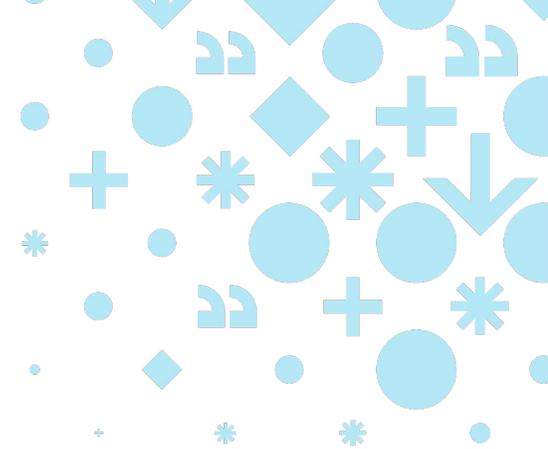
to focus the discussions.

| | |
|-----------|--|
| Date: | |
| Time: | |
| 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) |



 **Strategic Agenda - with**



 **BoardPro™**



Special thanks

Steven Bowman FAICD

<https://www.linkedin.com/in/stevenbowmangovernance>



Giselle McLachlan

<https://www.linkedin.com/in/giselle-mclachlan>



Brett Herkt

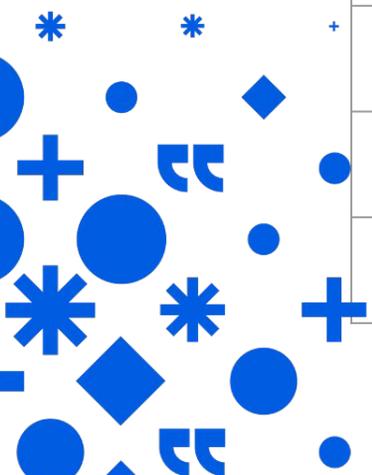
<https://www.linkedin.com/in/brettherkt>



Webinar Schedule (May - August 22)



| | |
|--|---------------|
| Creating a strategic board agenda | May 26 |
| Not For Profit Governance: What You Need To Know | June 2 |
| The Boards responsibility for setting corporate culture | June 8 |
| Preventing Fraud - A Boards Duty of Care (Sam MacGeorge) | June 16 |
| Governance and Management Effectiveness - (Julie Hood) | June 23 |
| How to conduct board evaluations | June 30 |
| How to build a portfolio of board roles | July 7 |
| Nuances of governing in a privately owned business | July 28 |
| Board appointments that form great boards | August 11 |
| *Create a CEO Report that will delight your board | August 25 |



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Promo Code: AGENDA