41. Meeting Substance & Conduct
VI. Effective Tactics and Strategies for Boards

A. Idea Analysis

For club governance to be totally effective, it must have a solid method of testing ideas for their value to the overall mission of the organization. Problems occur in several areas. It is appropriate that we consider the methods used for evaluation, analysis and how ideas are processed through to implementation.

Ideas come in all forms from strategic issues to everyday operating issues. No matter what context in which an idea surfaces, it must have a systematic consideration. This goes to the earlier premise that what happens in one of the four areas of the club (membership, operations, facilities, governance) can have an impact on any or all of the other areas. Ideas need to be evaluated systematically based on this premise.

Governance is about generating, evaluating, reviewing and processing ideas. For a board to be effective at governance, it must have a clear and concise system in place to analyze ideas. The system must have rules for:

1. Who evaluates an idea first;
2. How and when an idea or recommendation is placed on the agenda;
3. How ideas receive full discussion and analysis;
4. How the board handles spur of the moment modifications or new ideas; and
5. On what basis are ideas implemented and supported.

Unfortunately, many clubs do not follow a standardized path when it comes to accepting or rejecting an idea or recommendation. Without standardization and a clear set of policies, politics and personal agendas can undermine effective governance and negatively impact progress toward goals and objectives. This is especially true when the implementation of an idea, or recommendation, requires the use of club resources.

It is a common scenario for an idea to pop up in board discussion and be rushed through and passed immediately, all based on the passionate arguments of a single director. Or in other cases, recommendations can’t seem to see the light of day because of a strong coalition of a few influential individuals.

The recommendations are continually postponed, tabled or sent back to the committee without clear comment.

What happens when a recommendation is rushed through? If it requires funding, it may end up diverting needed resources from a recommendation that is actually a higher priority. This would have been uncovered if full analysis had taken place. Rush decisions also set precedence. People learn that with a little politicking, a great orator can get what he/she wants for their individual constituencies through bypassing the normal chain of events.

These are the times when it requires real leadership from the president to stay the course and ensure recommendations receive careful evaluation. If an idea needs funding, this is the time that it will be placed in context with all other needs of the club and prioritized. If the recommendation is a modification of policy, it will receive due consideration as it is measured against all the other issues.

1. Who Evaluates Ideas?

Ideas normally come from all sources and fall into three types:

1. Those that have a very minor effect on the total club.
2. Ideas that have a clear effect on one department and minor effects on others.
3. Ideas that have a major impact on the total club.

Each of these types of ideas may or may not require specific funding or the dedication of other resources to be effectively implemented. For the purposes of this discussion, we want to concentrate on ideas that have either an impact on club revenues or expenses. Usually, ideas that are in the third category receive extensive analysis—but not always. Ideas in the first two groups are the ones that sometimes get passed before a full evaluation takes place.

For an idea to receive full evaluation, it must be carefully considered, by both the management team and the committee that would normally oversee the area or item at issue. It is sometimes difficult for the management, when subject to a high-intensity political situation, to request that the consideration of the idea
be postponed until they have had an opportunity to review all potential aspects of it. To prevent this type of scenario, it is important to have a clear system for placing an idea on the agenda.

2. **Putting a Recommendation or Idea on the Agenda**

Having a sound format for the presentation of ideas will ensure a systematic approach to idea analysis. A formal approach, using a standardized form, can clearly delineate the effect of implementation and establish what resources would be required from the club to ensure success. The following figure from *The Service Games* (a handbook on "New Concepts in Strategic Planning and Club Operational Thinking") is one example of such a form.

It is easy to see how, by using such a form, the presenter has to think out all the ramifications attached to his/her idea. He or she must be prepared to defend the idea and the use of club resources, if required, to implement it properly. By requiring all ideas that are placed on the agenda to have a completed analysis form, members of the board will receive a more complete picture of the impact of the idea.

**Practice # 41**—The board will adopt a formal system for the presentations of ideas and recommendations that will allow for full disclosure of revenue and expense ramifications.

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**Idea Presentation Form**

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<tr>
<td>Date</td>
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<td>Description of the Idea</td>
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<td>Purpose</td>
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<td>Answer all applicable questions</td>
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<td>Percentage of the membership affected?</td>
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<td>Any revenues generated?</td>
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<td>Equipment required?</td>
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<td>Extra staff time required?</td>
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<td>Are present systems in place to ensure effective implementation?</td>
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<td>Recommended implementation date?</td>
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<td>Committee:</td>
<td>□ Discussion □ Recommendation</td>
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<td>Management:</td>
<td>□ Discussion □ Recommendation</td>
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<td>Board (when required):</td>
<td>□ Discussion □ Recommendation</td>
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3. How Ideas Receive Full Discussion and Analysis

If an idea is to receive a complete and full analysis, the directors must be prepared for discussion and have thought the idea through from their individual perspectives. Proper discussion is undermined if enough preparation time is not available. It is best if an idea is not voted on at the meeting it is presented. Consideration of the idea should take place at the next board meeting, after the directors have had enough time to research the issue.

The board can adopt a form similar to the following example from The Service Gauntlet. This may help each director as he/she sorts through the ramifications of the recommendations.

By giving directors the opportunity to really think through an idea or recommendation, they will be able to ask better questions. This may lead to adjustments or modifications to ideas that may, in turn, make them that much better.

Practice #42—The board will adopt a policy that provides ample time for each director to clearly analyze the ramifications of ideas prior to their implementation.

Such a system does not eliminate the ability for the board to process ideas quickly. A well-thought-out idea, supported by management and staff, that is presented in writing in advance of a meeting can be immediately supported. However, if a director believes that he/she needs more time for consideration, the system is in place that allows for that time. It is suggested that an action on an idea (one that is not time-sensitive) could be postponed if one or more directors needed more time to prepare for adequate discussion.

The upside of such a system is that it can prevent more problems than it may cause. Full opportunity for discussion will always result in better ideas that can stand the test of time.

Director's Questionnaire

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<th>Idea</th>
<th>Presenter</th>
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<td>Other Questions on:</td>
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Name

☐ My Recommendation
4. Spur-of-the-Moment Modifications or New Ideas

When thorough discussion of an idea takes place, modifications and compromises may result. Certainly, such changes can be reacted to quickly because directors have had time to become knowledgeable regarding the issue. However, many times a recommended modification may substantially change the idea. This is when the original director, who recommended the idea, must make a determination. He or she should have the right to accept, offer concerns regarding modifications or ask that the idea with its recommended changes be sent back to the originating committee for consideration.

A safeguard like this prevents the bad habit of a board changing a committee recommendation and leaving it out of discussion regarding those changes. Such action can have a harmful effect on a system of governance, which relies heavily on committees. Substantially changing a committee recommendation, without allowing for its input can undermine the committee’s faith in the board.

This does not mean that the board should not change, or reject, a committee recommendation. It only means that there should be a clear process of communication regarding why the board wishes to take such action. This process should allow the committee to respond to the board action either positively or negatively, giving its reason. Not only will such a system result in better ideas, it can also prevent political problems.

Practice # 43—The board will offer a committee the opportunity to respond to modifications of their recommendations that have been made by the board.

5. Implementing and Supporting Ideas

It is common that the implementation of an idea, or recommendation, requires the use of club resources. The worst thing that can happen in club governance is for the board to pass a recommendation, but not support it with the resources necessary to help promote its success. Limited, or partial, funding can result from underestimating the true cost. This may happen based on a zealous effort to secure passage, or it may be due to changes in circumstances once implementation takes place. Whatever the case, the decision must be made to either pull back or support the idea fully. It makes no sense to dedicate limited resources, when such a decision can result in total failure.

Ideas also need public support. Many times, the necessary resources are available for an idea to be successful. However, it fails for lack of marketing, advertising or just hype. Once a decision has been made, committees, the board and staff must lend their full public support and encouragement. Many times, ideas and recommendations eventually succeed based more on the public position of club leaders than anything else. Support must come not only from club resources, it must also come in the form of member perception. The idea must be perceived to be in the best interests of the membership, since those representing all groups involved in governance positively support it.

As mentioned previously, this support must also come from those individuals who, during discussion, may have argued against passage. It is sound governance, and best practice, for the board to present a unanimous front to the membership. No good can come from decisive voices attempting to sabotage an issue that has been passed by the majority.

Practice # 44—The board will offer unanimous public support for ideas and recommendations accepted for implementation.

B. Meeting Dynamics

One of the biggest shortcomings in many clubs is their inability to effectively run meetings. Much of the problem has to do with the lack of focus on the board. In several parts of this guide, we have presented best practices regarding board responsibilities. The guide has detailed principles that, when applied, will help provide a framework for progress at meetings.

The ideal board meeting is one that provides a systematic application of actions to affect solutions to problems or attempt to direct the future. There are many books and articles referencing the most productive ways to run a meeting. For the purposes of this guide, it is important that we explore some key aspects that have plagued many clubs.
1. **Length of the Board Meeting**

   It is common to hear a GM bemoan the fact that board meetings last too long. Some very competent club members refuse to run for the board because of perceptions that too much time is spent in meetings arguing over foolish and unimportant issues. We are aware of many managers who regularly sit through meetings lasting four to six hours or more. These meetings are chaotic at best, in that the board has the tendency to chase rabbit trails and allow discussions to deteriorate into less than productive exchanges.

   With exception, it is best that meetings last no longer than two hours. Meetings with this type of time expectation normally have concise agendas, stay on point and limit discussion per issue to reasonable lengths of time.

   The ability to stay focused on the important issues is directly related to the chairman's, or president's, ability to see that the agenda is strictly followed. This concept strongly supports the need for a regimented system of idea analysis detailed in part A of this section.

**Practice # 45**—It will be board policy to limit board meetings to no more than two hours.

2. **Managing the Agenda**

   The time issue will not be a factor if the board leaders properly manage the agenda. It will help to adopt the following rules for meetings:

   - Standardize the agenda so that it is in the same format for every meeting;
   - Place controversial issues at the end of the agenda so that proper time has been dedicated to normal business;
   - Get out the agenda and all back-up material to the board members early so that they have time to become completely versed on all the important issues;
   - Follow a systematic approach to idea analysis;
   - Do not allow last-minute items to be placed on the agenda that require an immediate vote;
   - Limit the time dedicated for discussion on any given item and stick to it;
   - Manage the clock and do not let members wander off on unrelated conversation;
   - Expect board members to attend all meetings and expect each member to fulfill his/her responsibility of coming to a meeting prepared.

3. **Follow Consistent Rules of Order**

   It is common for clubs to dictate that a board meeting will follow some form of order such as Robert's Rules. These rules allow for orderly motions and how business can transpire in a reasonable fashion. These rules work well when followed. However, most boards are made up of individuals that are friends or close associates. There is a tendency to just talk and, on occasion, interrupt each other. This fact alone makes it very difficult for the chairman to manage the agenda and that critical factor of time.

   Rules are very important to the effective use of board time. The format of meetings, and associated rules, must be discussed thoroughly in orientation and at the first meeting so that all members have a clear expectation regarding discussion. A board member must get the attention of the chair prior to conversation. If this single rule is abided by, meetings will certainly run much smoother.

   **Practice # 46**—It is board policy that a member will respect the rules of order and get the attention of the chair before entering into discussion.

4. **Executive Sessions**

   The executive session is an important part of the board meeting process. It allows members to discuss the performance of the GM/COO as a part of their duty to evaluate. The problem that can occur when executive sessions are an automatic part of each meeting is that, in some clubs, members tend to use this time to complain about specific operating issues or personal experiences with other staff members. These experiences, some having been received second or third hand, can reflect directly on the GM/COO.
Personal experiences of board members and second-, or third-hand rumors should be presented directly to the GM/COO for response and action. The way the GM/COO responded to, or took action regarding, a concern and not the problem itself are appropriate for discussion at executive sessions.

The evaluation responsibility of the board is based on clear and measurable goals. The GM/COO should also be evaluated on his/her ability to manage the organization and by the way he or she personally handles problems. It is important that board members realize the difference and use executive sessions as opportunities to help the GM/COO by offering positive suggestions or solutions. It is the president's responsibility to share the executive session concerns with the GM/COO so that he or she can take further action to resolve the issues.

The best organizations believe that the board and GM/COO are in it together. It is each one's responsibility to assist the other to the betterment of the whole.

Practice # 47—The board will use the executive session portion of the meeting to discuss not just problems that have occurred, but how the GM/COO responded to those problems. This is done for the purpose of giving guidance and direction to the GM/COO as part of the board responsibility of evaluation and oversight.

5. Special Sessions and Other Strategies

Many times, it is appropriate to hold special board meetings for the purpose of dealing with complicated issues. Time is always a concern. However, it is best to hold a special board meeting to deal with the very complex issues. If not, regular board meetings may turn into a protracted effort that compromises the good governance principles addressed earlier in this guide.

A one-item agenda meeting can be very productive by keeping everyone focused and on task. Time sharing no longer becomes an issue. Extended discussion can allow for consensus building and generate clarity of direction. More advanced organizations realize that real progress can result from thorough discussion at single agenda meetings on critical issues facing the club.

Retreats are also a form of special sessions. A board retreat is an extended opportunity to review the major issues facing the club in the near future. Many times, clubs will hold retreats as planning sessions for the year. They establish goals, focus on strategic issues and review every participant’s role in promoting good governance.

Retreats have another positive by-product. They give directors the opportunity to bond as a group and with the management team or GM/COO. It is important to realize that the board and GM/COO should have the same overall goal—that being the progress within the club toward greater member satisfaction at all levels. There will be differences of opinion as to how to meet that goal. However, if both the board and GM/COO understand that they each believe in the same thing, it should be easier to work together for progress.

Practice # 48—The board will hold at least one retreat per year for the purpose of developing goals and strategies for the year and beyond.

Most clubs pay the GM/COO well to run the club. A GM/COO should express his/her opinion as a professional, even if that opinion is contrary to the opinions of some directors. The club would not be getting full value for its investment if the GM/COO is too timid to present a professional opinion from his/her operating perspective.

Eventually the board may reach a position that is contrary to one or more of the parties. Good governance is about fully supporting an issue and using every effort to promote the success of a policy or recommendation that is to be implemented. This includes both directors and the GM/COO.

The key is to realize that all parties are part of the same team, with the same goal of enhancing the organization and promoting member satisfaction.

Practice # 49—The board will encourage management to speak out and offer opinions on all issues before the board.