



How to run a board meeting

# How to prepare and write your board papers

**Julie Garland McLellan - FAICD | FGIA**

Founder and CEO | Directors Dilemma





# Julie Garland McLellan

I'm most famous for my practical approach to getting great governance. I have over 25 years' experience working with leading institutions to deliver director education and have undertaken numerous governance evaluations and board reviews across a wide range of companies and sectors.



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The Director's Dilemma  
FROM THE OFFICE OF  
*Julie Garland McLellan*

# Give your board the information to make good decisions



**1**

**Understand the strategic purpose of your paper**

---

**2**

**Place in the board's context (not management's context)**

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**3**

**Write a succinct, compelling, and comprehensive paper**

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**4**

**Close with a clear call to action**

You have been  
asked to write the  
paper because you  
are the best person  
for the task



# Start with your purpose

1

Why does the board need  
this paper at this time?

2

Does it help deliver the  
mission?

3

Does it help advance toward  
the vision?

4

Does it manage a risk?

5

Does it help the board  
discharge their duty?



# Put your purpose at the top of the paper

1

Then put other information such as topic, recommendation, sign-offs, etc

---

2

Generates urgency, clarity and confidence

---

3

Frames your paper as something the directors want to read



# Start with the facts

**1**

What are the key facts?

---

**2**

What do you think they mean?

---

**3**

Your opinion is not a fact; the fact  
that you hold it is!

---



# Move on to the plan

**1**

What do you want to happen next?

---

**2**

How will it be resourced,  
monitored, reported?

---

**3**

What will you achieve when you  
implement?

---



# What else? What if? What could go wrong?

1

What options did you consider and discard before reaching your recommended course of action?

---

2

What contrarian points of view did you encounter?

---

3

What other interpretations of the facts are possible?

---

4

What could go wrong (and what will you do if it does)?

---



# Close strong

Remember that you can colour code decision, information, and discussion papers as shown in episode 1 of this series

1

Management would like the board to resolve ...

---

2

Management invites the board to discuss and provide strategic input on ...

---

3

Therefore the board is now fully informed about ...

---



# Use your company's standard template



**BRIEFING NOTE – FOR DISCUSSION**

Date	Topic
Author	
Background	
Brief Summary of context and relationship to strategic plan and risk management	
Summary	
2 sentence summary of key content	
For Discussion	
Highlight 3 or 4 key questions for consideration, and the key discussion points. Use this to help Directors focus on key issues only.	

Your Vision Statement Here

# Use good grammar

**1**

Clear simple sentences

---

**2**

Unambiguous words

---

**3**

Active grammar

---

**4**

Avoid negatives

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Combine dot  
points and  
data with  
narrative and  
meaning

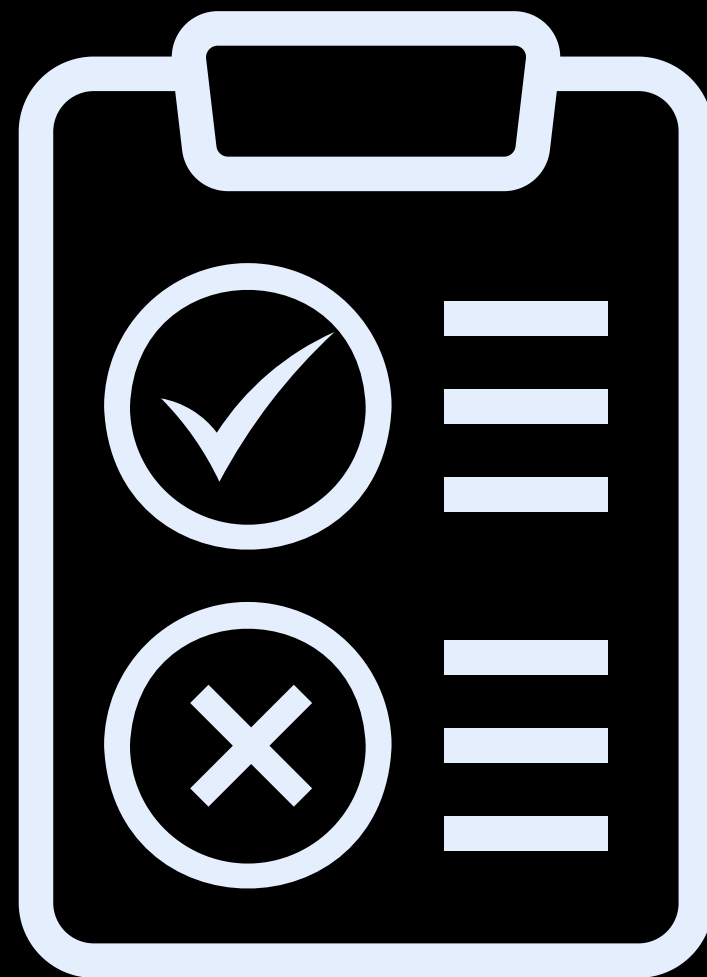


Variety keeps  
your paper  
interesting

# Rules for using graphics

**One idea = one graphic**

**If it isn't clear from looking at it, don't use it**



**Labels and scales legible**

**Colours contrasting**

Surface any  
likely questions



# Commission with care

**1**

Train writers in board expectations

---

**2**

Provide additional context

---

**3**

Enforce delivery dates

---



# Consistent process for questions between pack publication and board meeting

1

Point of contact and protocol for  
copying others

---

2

Timeliness of questions on notice

---

3

Protocol for responses

- On portal
- Email
- Other



# Speaking to your paper

**1**

**Don't repeat what they have read.**  
You are only training them not to read

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**2**

**Remind them of key points.**  
Your job is to facilitate their discussion

---



# What should the minutes say?

**1**

Is your paper persuasive?

---

**2**

Do you know the likely outcome?

---

**3**

Then you should prepare a draft minute

---

**4**

Offer your draft as something for the minuter to consider



**Writing a board paper is a valuable opportunity to help directors make the best decisions possible.**

Don't waste it.



**It is also one of the best ways to position yourself as a person of integrity, ability, and value.**

Don't waste that either.





# Upcoming expert sessions

Make sure you watch the next episodes of “How to run a board meeting”



**Steven Bowman**

EP1: Develop your strategic vision and board agenda



**Julie-Garland McLellan**

EP2: How to prepare for and write your board papers



**Dauniika Maclean**

EP3: Board Packs Made Easy:



# Upcoming expert sessions

Make sure you watch the next episodes of “How to run a board meeting”



**Fiona McKenzie**

EP 4: How to get your  
directors engaged



**Jen Butler**

EP5: Creating effective  
board minutes



**Giselle McLachlan**

EP6: Management  
accountability & follow- up



**Thank you for  
attending!**

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