



How to run a board meeting

# Get your directors engaged in your board meetings

**Fiona McKenzie**

Founder and Managing Director | Resolving Matters





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# Fiona McKenzie

**Fiona McKenzie is a negotiation and conflict specialist. She teaches negotiation skills to government and industry, coaches leaders in conflict management, and facilitates collaborative agreements with boards and leadership teams. Fiona draws on proven frameworks as well as her own models of negotiation and conflict-resolution, which have been developed through training, research and practical experience.**



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**Resolving  
Matters**

# What is engagement ?



**Engagement  
involves  
concepts like:**

- 1 An Intention**

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- 2 A Commitment**

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- 3 Active Contact**

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- 4 Emotional Connection**

**What is  
director  
engagement ?**

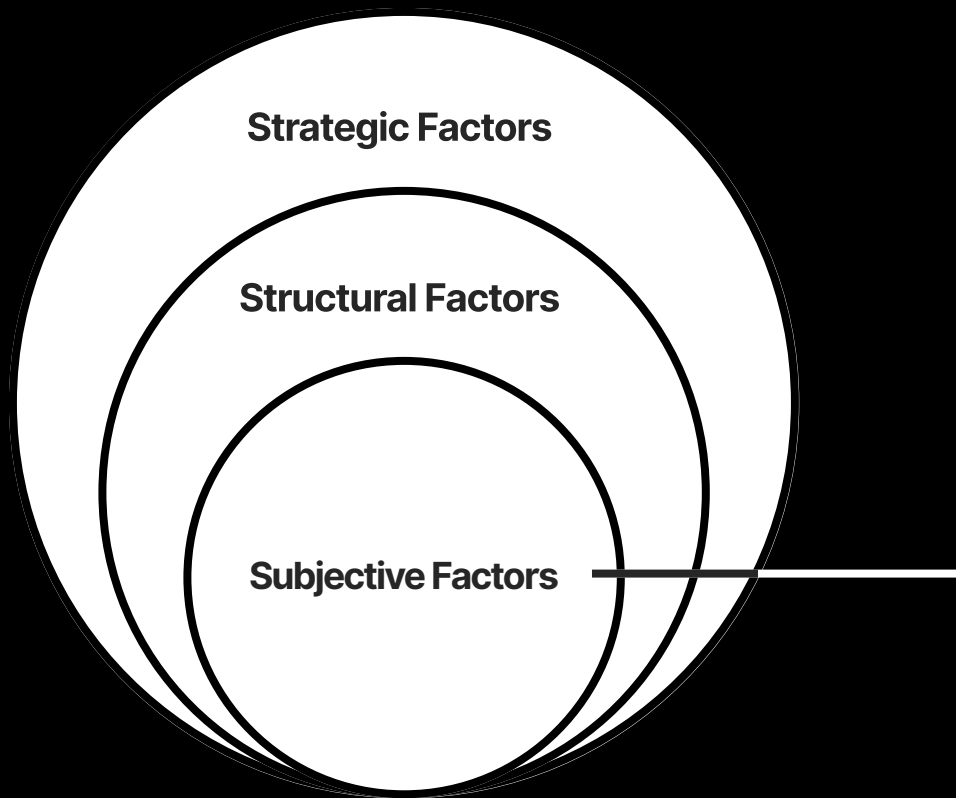
**It is the active, thoughtful  
and consistent contribution  
of board members to the  
governance process.**

**It is marked by their willingness to challenge, collaborate and co-create outcomes, rather than simply observe or approve decisions.**



**What causes  
disengagement?**

# What causes disengagement?



**1**

Lack of personal alignment

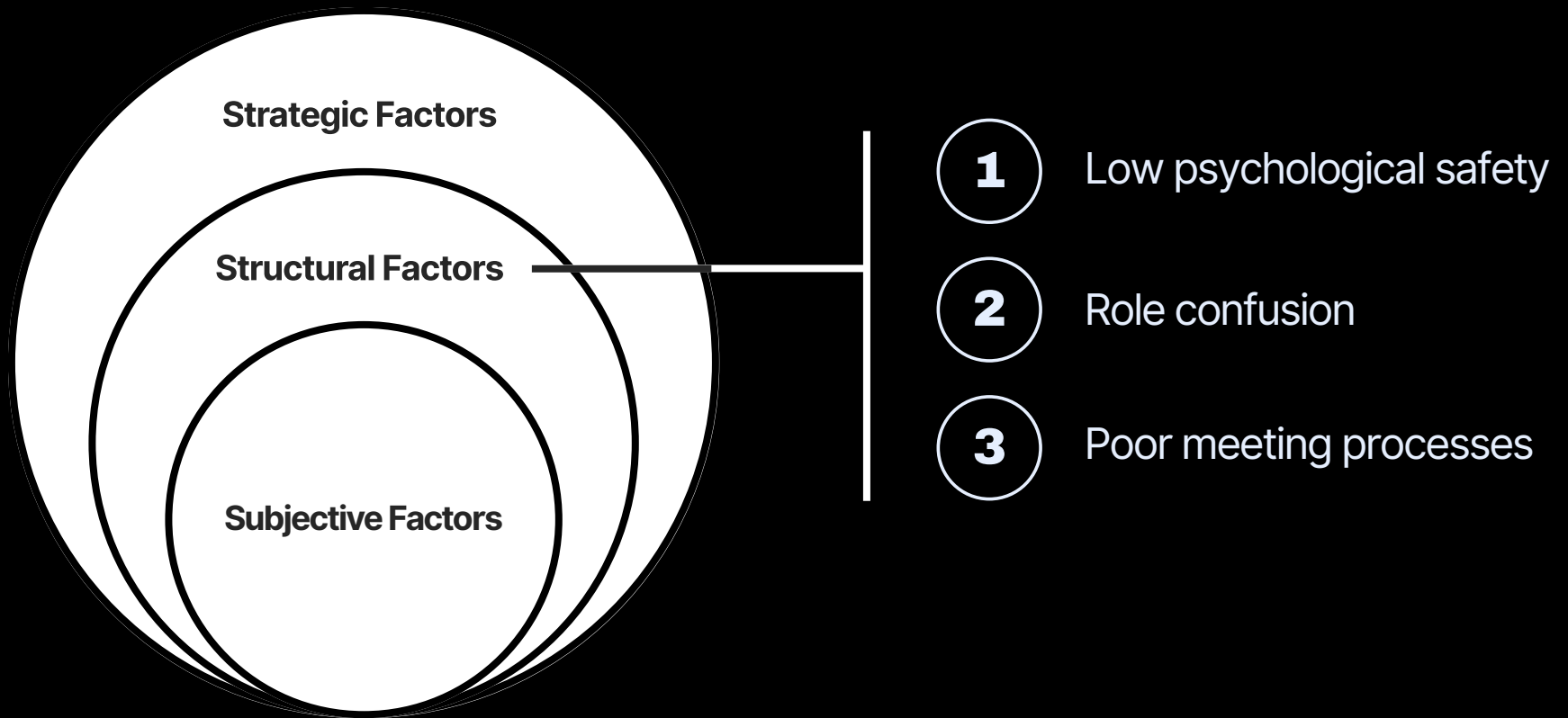
**2**

Overwhelm or fatigue

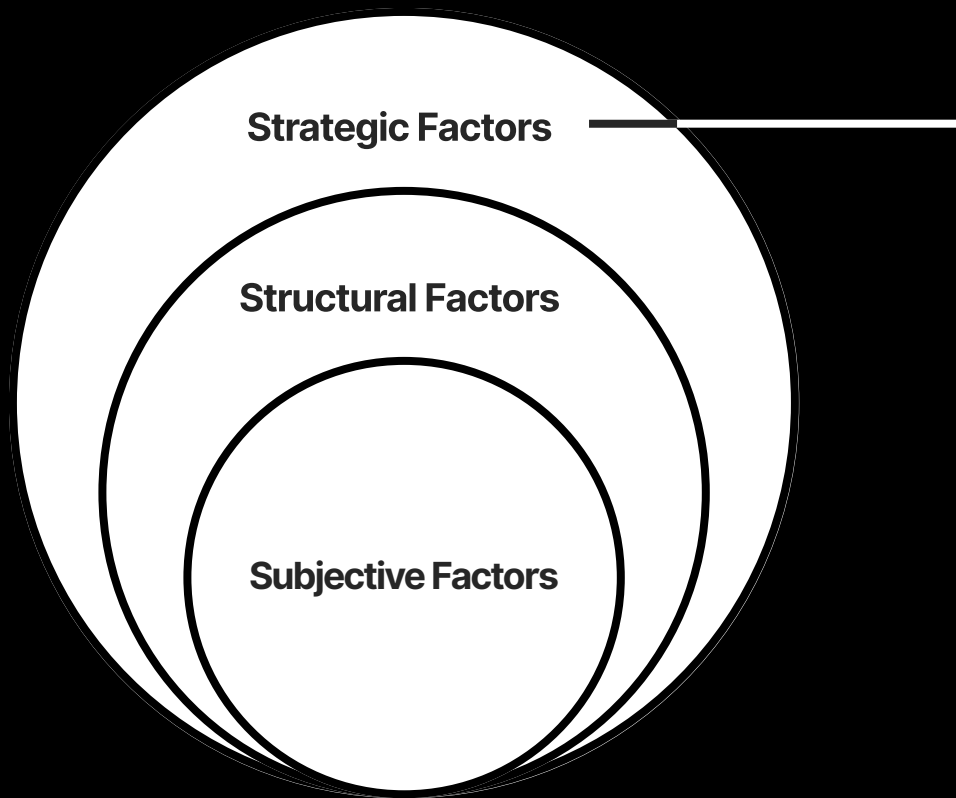
**3**

Disillusionment

# What causes disengagement?



# What causes disengagement?



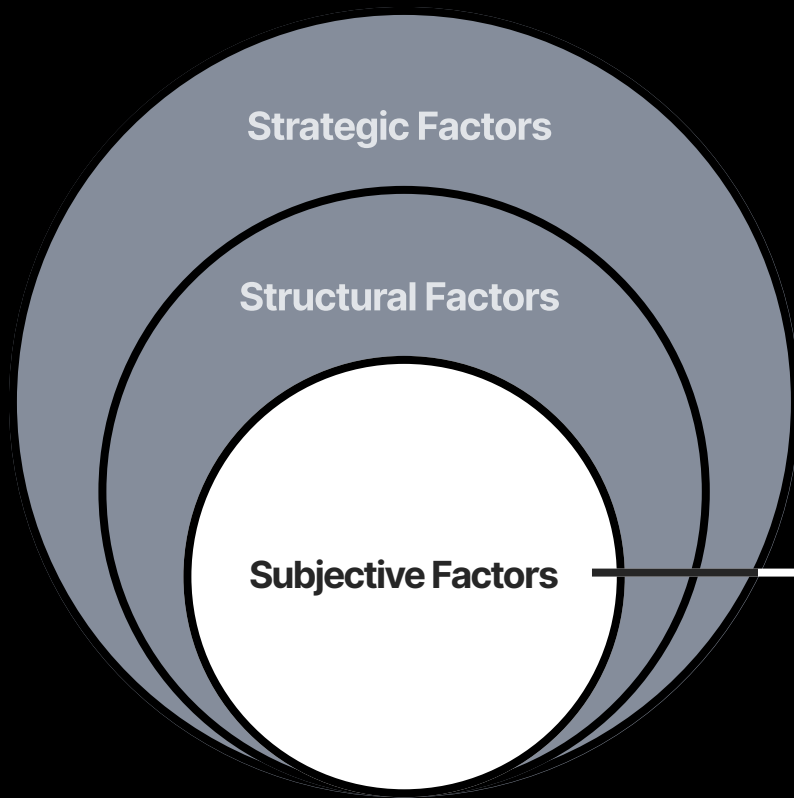
- 1** Misaligned priorities and focus
- 2** Strategic drift
- 3** Lack of shared ownership

# Engagement

## Get it, guard it, grow it

# Engagement

## Get it, guard it, grow it

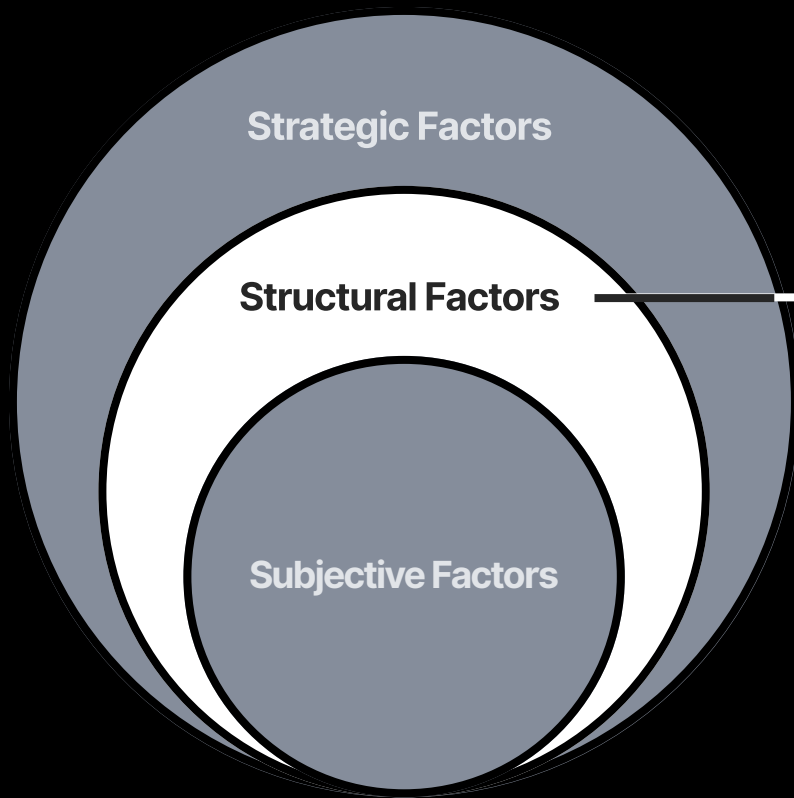


### For Subjective Factors

- 1** **Get it** - Connect to personal purpose
- 2** **Guard it** – Watch for burnout
- 3** **Grow it** – Nurture leadership identity

# Engagement

## Get it, guard it, grow it

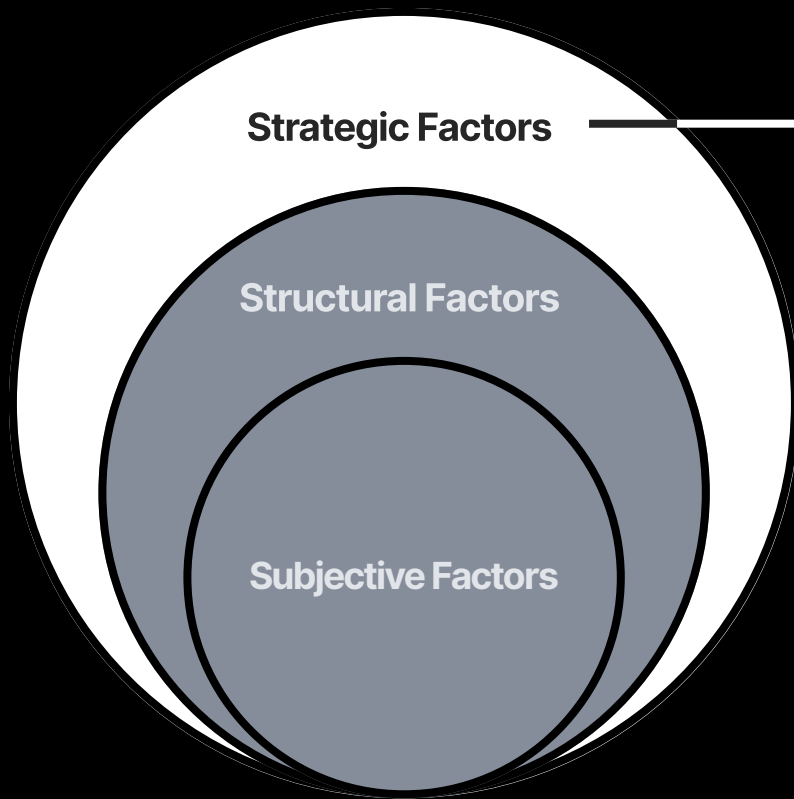


### For Structural Factors

- 1** **Get it** – Design meetings for collaboration
- 2** **Guard it** – Maintain psychological safety
- 3** **Grow it** – Normalise disagreement

# Engagement

## Get it, guard it, grow it



### For Strategic Factors

- 1** **Get it** – Anchor debate to strategic priorities
- 2** **Guard it** – Keep strategy visible
- 3** **Grow it** – Invite to a shared future





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Board Pack

Close

## 1.1 c What-Should-a-CEO-Expect-to-Tell-His-or-Her-Board.pdf



## 1.1 d CE-Report.pdf



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### What Should a Chief Executive Expect to Tell the Board?

Exactly what and how much should a chief executive expect to have to tell the board about what is going on inside the organisation? This question is one that many chief executives ponder on a monthly basis. The flip side of the question, exactly what does the board need to know in order to do its job, often bothers many directors. A failure to find a suitable answer to these questions can have many unwanted consequences for both parties ranging from an ill-informed board to conflict between a board and its chief executive.

In previous articles we have emphasised the board's duty of care. This is typically defined as:

- Governing the organisation in the best interests of all the organisation as a whole, not individual stakeholders or groups of stakeholders;
- Exercising a degree of care and diligence that a reasonable person would exercise in like circumstances;
- Not making personal gain from directorship; and
- Respecting confidentiality and not making improper use of information gained from directorship.

In a nutshell, a director is expected to exercise the same level of diligence and care for the organisation as he or she would if it were their own. In other words, if this were my property, what would I expect to do to protect it?

### The organisation as a car

Think of the organisation as a modern car. Controlled by computer technology, the workings of most modern cars are too complex for the average car owner to

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