



“Do we still have everyone online?”: 3 practical tips for effective virtual board meetings

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Directors need to be at their most effective when facing challenging times such as the current COVID-19 crisis.

Here are three practical tips we suggest for effective virtual board meetings which maintain positive boardroom dynamics. You probably don't have time for four.

Tip 1: Get your technology right

- **Prioritise videoconferencing over teleconferencing.** Obviously, this will limit the common frustration with teleconferences, where people talk over one another or there is confusion over who is speaking. You may need to overcome prejudices against video conferences. Unlike traditional office-based videoconferences, meeting from individual locations (e.g. on Zoom) allows for a greater ability to participate and to pick up non-verbal cues.
- **Be cyber security aware.** Some of the issues include whether the service has end-to-end encryption for sessions, whether recording is or is not activated, data privacy conditions and whether invitations to participants and entry to virtual meeting rooms have sufficient security protections such as user authentication.¹ Sometimes these features are available but need to be separately enabled (or disabled), or are only available for a fee.

Tip 2: Adjust your meeting procedures and agendas

- **Establish some simple written meeting procedures up front.** Explicit rules can limit awkwardness in ensuring that adequate conversations take place. For example, procedures can make clear that feedback will be expressly sought from each director on each agenda item, rather than waiting for directors to speak up. Share these procedures with management, so they understand the board's approach.
- **Consider shorter, more frequent meetings.** This is both due to the increased work rate required of boards during COVID-19 and the impact on communication quality when multiple participants are meeting remotely. When you are not physically present, it is harder to remain mentally present. Also, you need to concentrate harder to pick up body language.
- **Promote review and reflection by splitting the agenda across more than one day.** Opportunities for review and reflection are so important to quality deliberations and are easier to achieve in physical meetings, where there are natural breaks or conversational asides. Splitting the agenda across more than one day may also assist with dealing with rapidly changing information.

- **Be aware of the tone of conversations.** Intended tone is harder to achieve when people are not in the same physical location. This is a particular issue for discussions with management. The level of enquiry expected of directors after the 2018 APRA prudential enquiry into CBA (“don’t tell me, show me”)² is one of the factors that has damaged trust levels between boards and management. Instead, it should be interpreted as a tool directors and management can use together to achieve better outcomes for the organisation and buffer it from later challenge.
- **Don’t drop ‘in camera’ sessions, just because you are on camera.** These board-only sessions are good governance practice at the start of meetings, to raise any particular concerns and prioritise the discussion to take place in the meeting. Ideally, they should also be repeated at the conclusion of the meeting. Video conferencing applications can offer virtual ‘break out’ rooms to facilitate these sessions.
- **End each call with a short review session** to discuss what was effective in the meeting and what could improve. Consider if your written meeting procedures need amendment. Some boards like to rotate a reviewer role to different members of the board. This is also a useful tool for in-person board meetings.
- **Minimise distractions, particularly from devices.** You can put rules in place regarding the use of devices during meetings. Observance of the rules will be assisted by scheduling breaks in your virtual meeting agenda.

Tip 3: Maintain your focus

- **Maintain strategic focus when working through operational issues.** This is a hard one in a crisis, but one of the most important for a sound outcome. Test whether the decision is consistent with your purpose, strategy and code of conduct. Consider adding this step into your written procedures, as well as your board paper templates.
- **Maintain your focus on culture.** Directors know that culture underpins governance structures, particularly risk structures. Culture will be strained by remote working, so consider elevating culture in your agenda. Engagement strategies may include formal communications (e.g. updates, virtual ‘town halls’) and creating groups to communicate across business functions. Communicate decisions to staff by reference to purpose and strategy. Also consider if your organisation is in a position to take advantage of any spare capacity, to use the opportunity to develop those staff.

If you would like to share what your board is doing, please leave a comment.

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¹For some strategies to mitigate the risk of cyber incidents, see the Australian Signals Directorate’s [Essential Eight Explained](#).

² Australian Prudential Regulation Authority *Prudential Inquiry into the Commonwealth Bank of Australia Final Report*, April 2018, at page 14.