

VIRTUAL BOARD MEETINGS - TIME FOR A FRESH APPROACH

October 2020



*A Governance Company Survey in Partnership with Bob Semple
In Association with The Corporate Governance Institute*



CONTENTS

- 3** Introduction
- 4** Key Challenges
- 5** Respondents' Suggestions
- 6** Bringing UX to the Boardroom
- 7** Maturity Model for Virtual Meetings
- 10** Detailed Survey Findings
- 15** Case Studies
- 19** 10 Key Questions
- 20** Appendix

INTRODUCTION

This report was prompted by the challenges that Boards faced as a result of the COVID 19 pandemic. To understand how boards were responding to these challenges, we conducted a survey to assess how organisations were conducting board meetings during these strange times and to identify practical areas for improvement.

01**RESPONSES**

140 responses from Chairs, Directors and CEOs worldwide

02**COUNTRIES**

Respondents from 8 countries
Ireland | UK | France | India | Canada
| Switzerland | Mexico | Argentina

03**SURVEY DETAILS**

Research findings and causes of low quality virtual board meetings

Practical tips to conduct radically better virtual board meetings.

04**INSIGHTS**

Insights for:

- Chairs
- Directors
- Company Secretaries
- CEOs
- Anyone wishing to have productive, efficient virtual meetings.

Based on the responses it became evident that a change in thinking was required to imagine what virtual board meetings might look like in the future. Replicating the traditional board meeting virtually was clearly not the right approach. We concluded that fresh thinking was required to imagine and create what the roadmap to the new world of virtual board meetings would be.

We hope you find this report stimulating and practical.

David W. Duffy, Rhea Albuquerque and Bob Semple.



KEY CHALLENGES

Unsurprisingly, respondents' top concerns included financial and operational risk and staff/customer safety. For virtual meetings, they identified three key concerns:

BODY LANGUAGE

By far the most frequently mentioned difference between in-person and virtual meetings was body language, as it is far harder to read body language / non-verbal cues in a virtual meeting. Some respondents stressed the importance of being able to 'read the room'; others suggested it was more difficult to disagree/debate than in an in-person meeting (asserting there was less time and that Board Members needed to be more careful with criticism and challenge).

Our Take

On a virtual call, everybody appears "face-on", whereas in an in-person meeting, that is the case only for the person directly opposite you; if anything, a virtual call allows far closer scrutiny of body language

FLOW

Some respondents expressed concerns, given less social interaction, about keeping Board Members engaged, and about ability to ask hard questions.

Our Take

Virtual meetings can be much better: with greater preparation, disciplined application of ground rules, tighter timing and more focused discussion.

INTERACTION

The main concern expressed by respondents was that interaction between Board Members was less social and less spontaneous (especially for 1 on 1, 'sidebar' interaction).

Our Take

A "check in" agenda item enables the Chair to mimic the social interaction of in-person meetings. Breakout rooms are an excellent way to interact in small groups.



RESPONDENTS' SUGGESTIONS

Respondents outlined numerous suggestions for improving virtual board meetings. These go a long way towards addressing two important missed opportunities:

- To ask how face to face meetings need to be improved in the first place, and,
- Replicating in the virtual board meeting what has always been done in a face to face meetings, without thinking about how the board meeting could be even better by making smarter use of technology.

Their suggestions are grouped below using four levels of a Maturity Model for Virtual meetings:

LEVEL 1: MEETING BASICS

All respondents referred to the fundamentals of good in-person meetings:

- An Effective Chair and agenda
- Better pre-meeting papers, read and understood by attendees
- More concise Board papers
- Clear definition of items for information, discussion and decision
- Maintaining good online etiquette
- More reporting between meetings
- Training for Chairs

Of these, perhaps the most interesting is training for Chairs, an area that rarely gets the attention it deserves.

LEVEL 2: TECH BASICS

By far the most cited improvement was better WiFi/Broadband and the associated training/practice, to ensure Board Members are completely comfortable in using the technology, in an appropriate setting.

LEVEL 3: ADAPTING TO VIRTUAL

The most frequently suggested improvement was the formulation and application of better ground rules by the Chair for more effective meetings. Numerous suggestions were made to shorten meetings and to use more frequent breaks. More disciplined preparation for meetings was also a recurring suggestion. Finally, respondents also mentioned more training/practice which they believed would lead to better practices.

LEVEL 4: BEST PRACTICE

Respondents had fewest suggestions to make on 'Best Practice'; that's probably because the discipline of UX (User Experience) has yet to penetrate many board rooms. A thoughtful approach using UX, however, can transform the average Board Meeting, as the case studies set out later in this report demonstrate.





BRINGING USER EXPERIENCE (UX) TO THE BOARDROOM

UX design has been defined as :

“improved customer satisfaction and loyalty through the utility, ease of use, and pleasure provided in the interaction with a product”

In the context of a Virtual Board Meeting, that means:

- Making the Virtual Board Meeting tools virtually invisible to the user - at least matching, and preferably enhancing, the experience of interacting with colleagues face to face
- Ideally, making it a delight to use this fresh approach to meetings

This is where electronic meeting tools can really shine, since they:

- Ensure **ALL** voices are heard
- Improve decision making
- Build board morale and mutual support
- Make more effective use of time
- Provide detailed meeting documentation and agreed actions instantly

By ensuring that every Board Member’s voice is heard, that their input is sought and acted upon with highly interactive tasks, typically using breakout rooms or collective brainstorming, the level of engagement achieved far exceeds the average in-person board meeting.

Yes, additional planning is required, new ground rules are required and Board Members need to learn some new tricks. But the end result is worth it.

The result is vastly more effective Board Meetings, superior decision-making and much more engaged Board Members.

MATURITY MODEL FOR VIRTUAL MEETINGS

It is interesting to note that leading regulators have little to say about virtual meetings. The FRC's "Guidance on Board Effectiveness" (2018) for example, has no reference whatsoever to audio or video conferencing or virtual meetings. One consequence of Covid will surely be a reconsideration of board dynamics given the meteoric rise of virtual meetings.

Our Virtual Board Meeting Maturity Model addresses the most common challenges of ineffective meetings by identifying opportunities at four levels of maturity. Tackling each of these issues at every level ensures better UX and radically better virtual Board meetings.



LEVEL	MATURITY LEVEL
1	MEETING BASICS
2	TECHNOLOGY BASICS
3	ADAPTING TO VIRTUAL
4	BEST PRACTICE

MATURITY MODEL - LEVEL 1 & 2

LEVEL 1: MEETING BASICS

No apologies – it's back to the fundamentals of good meetings:

- Properly constructed agendas with clearly articulated intended outcomes
- Timed agenda items with clarity on items for information, discussion and decision
- High-quality board papers with a summary sheet
- Thorough preparation by all attending
- Competent chairing, with agreed board meeting 'etiquette' and strict time-keeping
- Prompt minutes and a clear action log.
- Suggestions for improvement at the end of every meeting



LEVEL 2 : TECH BASICS

- Confirm your constitution allows online meetings and votingⁱ
- Select and implement a dedicated technical solution for board papers (such as Diligent or iBabs) if your budget allows
- Choose technical solutions for virtual meetings and deploy them with appropriate training for all Board Members
- Provide for early sign-in to address any technology or user problems
- Assess and implement strong security and privacy measures
- Ensure your Chair, Directors, Board Secretary and CEO are comfortable using your chosen solutions – e.g. settings on video conferencing, security, who can share screens etc.
- Ensure discipline around use of microphone, cameras, background noise are understood and respected



MATURITY MODEL - LEVEL 3 & 4

LEVEL 3: ADAPTING TO VIRTUAL

- Keep it human: remember to connect with colleagues
- Use icebreakers to compensate for virtual interaction
- Promote new ground rules for effective virtual meetings; use a 'round robin' to ensure everyone's voice is heard
- Use more structure, but with UX principles in mind
- Keep agendas shorter and incorporate more breaks
- Use 'energisers' to keep Board Members engaged
- Ensure voting procedures are clear and simple to use (especially voting in between meetings)
- Provide training for Board and Subcommittee Chairs

LEVEL 4 : BEST PRACTICE

- Make extensive use of breakout rooms
- Use polling and brainstorming tools (either in your video conference platform or using complementary systems such as MeetingSphere)
- Leverage board interaction by using pre-meeting collaboration
- Use anonymous brainstorming and votes/soundings in-meeting
- Agree whether you plan to use recordings of meetings (and the procedures for deletion after minutes are approved)



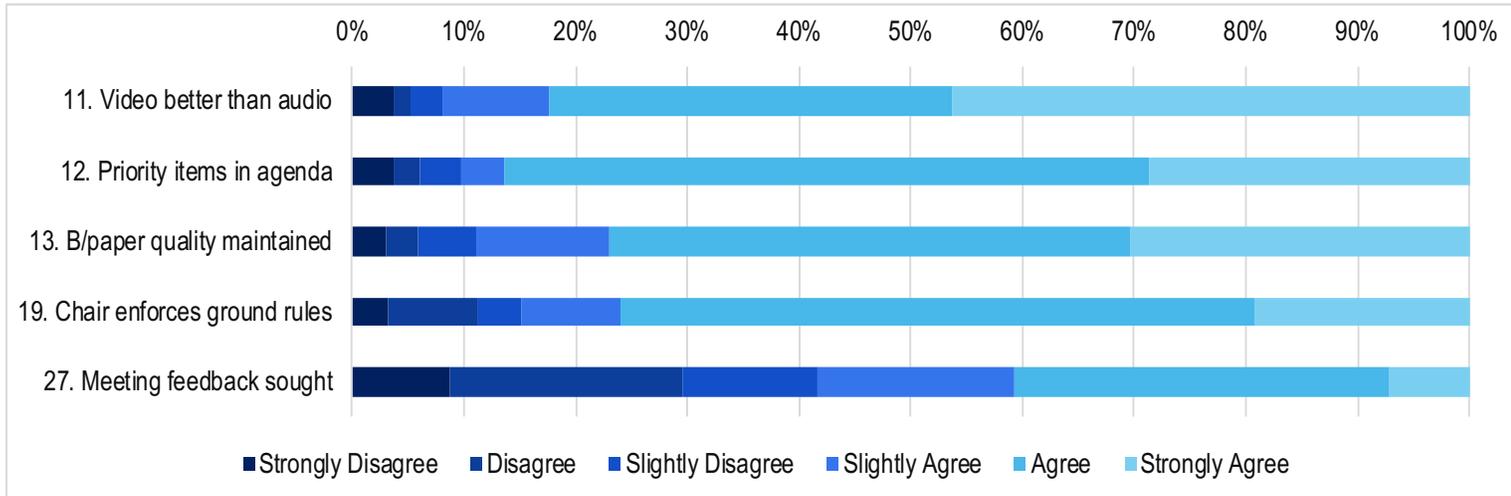
DETAILED SURVEY FINDINGS



Key Survey Results are set out in line with the 4 levels of our Virtual Board Meeting Maturity Model, with 'Initial Observations' providing an initial interpretation of the results and 'Looking beyond the Data', identifying changes which Boards can make for effective virtual meetings.

Note: for space reasons, a shortened form of each question is used. The full text of the question and the corresponding short form are set out in Appendix I, along with all results.

LEVEL 1: MEETING BASICS



INITIAL OBSERVATIONS

- 11. A common-sense recognition of the importance of visual cues
- 12. Respondents are satisfied that agendas are well-constructed.
- 13. Respondents also appear to be happy with the quality of board papers
- 19. Despite some slippage – most appear happy with the Chair’s performance
- 27. The weakest result in Level 1 – warranting deliberate reflection and measures to improve feedback

LOOKING BEYOND THE DATA

11. More Frequent Breaks

HBR reports that video calls are more exhausting and prescribes several precautions to prevent burnout,ⁱⁱ especially more frequent breaks. *How could you better incorporate appropriate breaks?*

12. Setting an Effective Agenda

Three key questions for each agenda item: *does your agenda include who is speaking to it, for how many minutes and whether the item is for information, discussion or decision?*

13. Summary of Board Papers

The Financial Reporting Council in the UK (FRC) says that Board papers should: be accurate, clear, comprehensive and up to date, contain a summary of the contents of any paper, and inform the director what is expected of them on that issue.ⁱⁱⁱ *Do yours?*^{iv} Studies suggest there is much potential for improvement in this area.^v

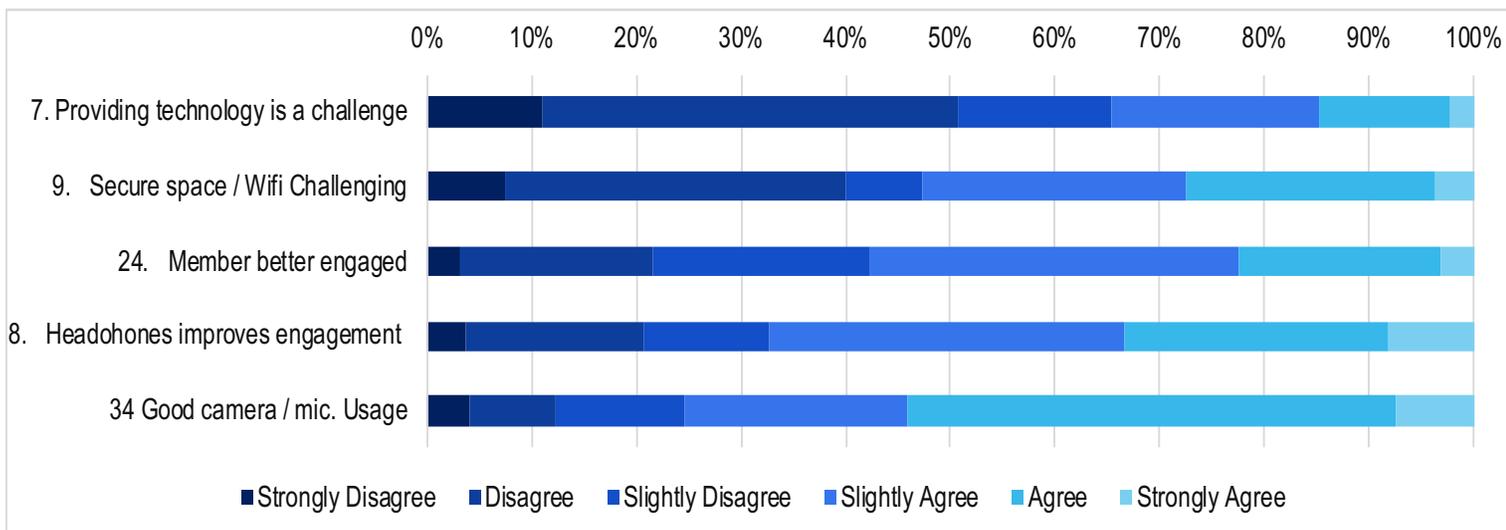
19. Boardroom Etiquette

When Board Members describe encountering problems in the boardroom, the quality of chairing is often mentioned in the same breath. The Institute of Chartered Secretaries and Administrators (ICSA) has an excellent Guide on Boardroom Etiquette.^{vi} *What does your Board have to do to encourage effective meeting etiquette such as: punctuality, prohibition of use of smartphones etc?*

27. Respectful Challenge

Two useful criteria for assessing the quality of feedback are ‘rigorous candour’ and ‘respectful challenge’. *How well does your Board fare against these criteria?*

LEVEL 2: TECH BASICS



INITIAL OBSERVATIONS

- 7. With over one third expressing concern in the provision of tech, this area clearly needs attention
- 9. Results raise concerns not only about the effectiveness of the meeting but also about security
- 24. Only a slim majority agree that participants are better prepared and engaged in virtual meetings
- 8. About a third of respondents have yet to be convinced about the importance of using headsets
- 34. With a quarter disagreeing on good camera/mic usage, this area that could do with greater discipline

LOOKING BEYOND THE DATA

7. Streamlining Technnology

There is a plethora of guidance notes available,^{vii} the challenge is to apply them. Some tech-savvy Chairs and Company Secretaries can handle the technology themselves; others will benefit from having an IT expert on hand to safely guide the meeting in and out of breakout rooms, sharing documents etc. *What can you do to streamline the use of technology on your video-calls?*

9. Cyber threats

Regulators are expressing concern about vulnerabilities in the cyber area. The Central Bank of Ireland reported: "Boards and Senior Management are not prioritising to a sufficient extent the need to have a robust cybersecurity culture".^{viii} The ESRB reported that: "It is indeed conceivable that a cyber incident could evolve into a systemic cyber crisis that threatens financial stability".^{ix} *What else should your Board be doing in this area?^x*

24. Better engagement

Other results reinforce the need for Board Members to take action to improve their performance in this area. *What measures could your Board take to improve preparation and engagement?*

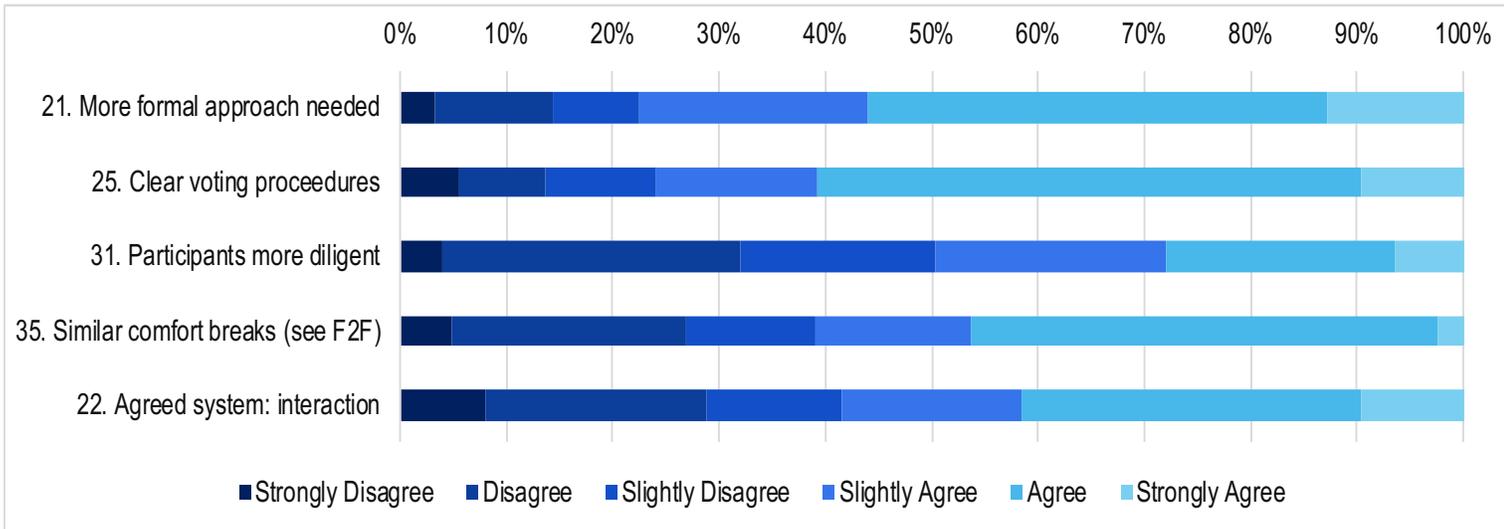
8. Audio Quality

Headsets reduce the risks of being overheard and significantly improve the quality of audio. *What does your Board use?*

34. Keeping it Human

For a fun mic/camera test Diligent recommends "A virtual icebreaker or starting each meeting with a personal touchpoint". *Does your Board provide such an opportunity, perhaps, as part of an early sign-on? What improvements can you make by more closely following best practice advice?^{xi}*

LEVEL 3: ADAPTING TO VIRTUAL



INITIAL OBSERVATIONS

- 21. Nearly 80% agree that the Chair needs a more formal approach in a virtual board meeting
- 25. Findings suggest breakdown in ground rules and missed opportunities to use electronic voting tools
- 31. Despite challenges posed by Covid-19, surprisingly only 50% report taking meetings more seriously
- 35. The majority of respondents use the same approach to comfort breaks
- 22. Failure to agree clear rules for intervention runs the risk of dysfunctional exchange, undermining the quality of decision-making

LOOKING BEYOND THE DATA

21. Smarter Chairing

A more formal approach can compensate somewhat for lack of ground rules on interventions, but a well-run virtual board meeting requires even more. A good Chair will use conventional techniques like ‘round robin’, as well as employing the anonymous voting/polling referred to earlier. *What opportunities can your Chair further capitalise upon?*

31. Diligent Decision Making

The survey result begs the question about the quality of decision making if Board Members are not taking meetings as seriously as they should, given the many and real risks and uncertainties due to the COVID crisis. *Is there a danger that they will be found wanting in discharging their fiduciary responsibilities?*

25. Electronic Sounding Board

Virtual meetings present far greater flexibility for voting through the use of both attributed and anonymous voting. Another approach which can prove helpful in resolving contentious issues is the use of an anonymous ‘sounding’.

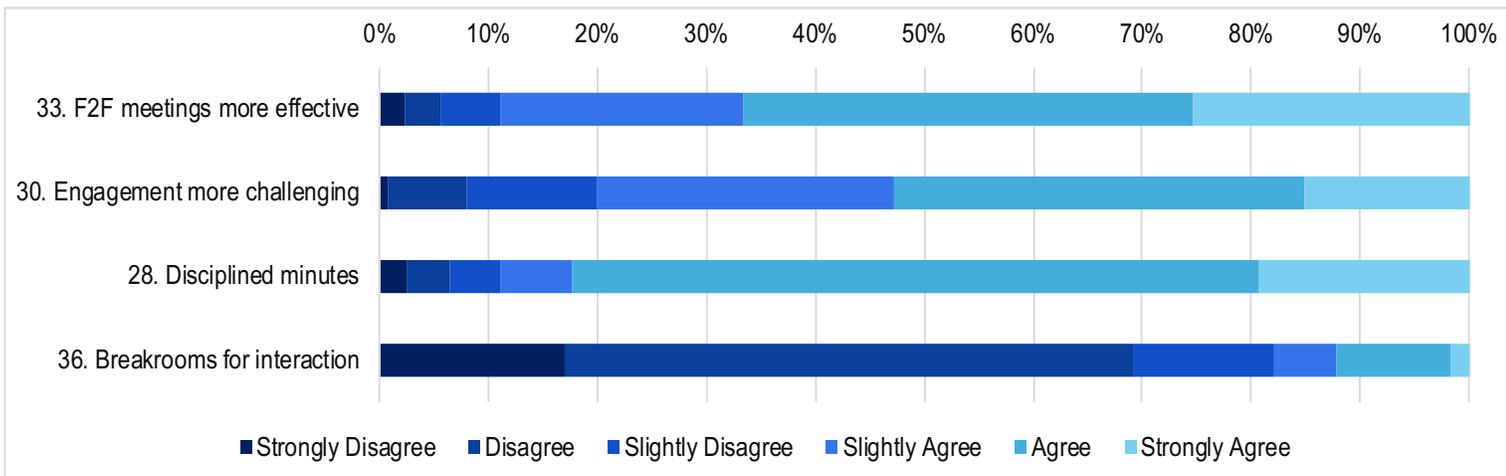
35. More Comfort Breaks

Research indicates that more comfort breaks are required to compensate for the intensity of video meetings where Board Members are, ironically, more face-to-face than at in-person meetings – *What changes does our Board need to make?*

22. More Effective Interaction

Kellogg recently reported that “During virtual meetings, team members need to work doubly hard to ensure that their own intentions are made clear.”^{xii} *What techniques has your Board adopted?*

LEVEL 4: BEST PRACTICE



INITIAL OBSERVATIONS

- 33. A majority of respondents agree that face-to-face (in-person) meetings are more effective
- 30. Respondents agree that engagement in a virtual meeting environment is much more challenging
- 28. More than a fifth disagreed / strongly disagreed that minutes of virtual meetings were well documented and shared with all participants in line with normal timelines - not a resounding endorsement?
- 36. Over 80% of respondents reported that breakout rooms were not available for Board Members to interact socially during breaks

LOOKING BEYOND THE DATA

33. Re-Imagined Meetings

The Project Management Institute concluded in a recent paper: "Virtual meetings are a fundamental way of getting things done for many project managers today. Many virtual meetings are frustrating and ineffective. With a little thought and preparation, they can be made both effective and efficient."^{xvii} There's the rub: "with a little thought and preparation". Harvard agrees: "Virtual meetings don't have to be seen as a waste of time. In fact, they can be more valuable than traditional face-to-face meetings."^{xviii} The challenge is to find the way that works for you. *Have you?*

28. Enhanced Minutes

Minute taking is an art, not a science. ICSA have issued excellent guidance on the topic^{xv} but it does not address the virtual board meeting world. In practice, the Company Secretary may be distracted from minute taking if he/ she also has to look after use of technology on the virtual call especially where polls or votes are required. A new option for Boards is to consider automated voice transcription. A different approach is to use complementary tools to take contemporaneous notes throughout the meeting. *Which of these tools have you considered for your Board?*

30. Re-Invented Meetings

It need not be so! The availability of a vast array of electronic meeting tools^{xvi} provides enormous opportunities for Boards to re-imagine their board meetings. Instead of mimicking the conventional in-person meetings, these tools enable Boards to reinvent much better interaction and decision-making.

36. Effective Breakout Discussions

Many Boards do not know about Breakout Rooms, let alone use them effectively. HBR suggests: "If you're on a virtual meeting platform that allows for breakout groups, use them liberally."^{xix} This is only one of a wide range of techniques that can be deployed.^{xiv} *What new ideas can you bring to your Board for more effective meetings?*

CASE STUDIES

- UX IN THE 21ST CENTURY BOARDROOM



We present three case studies to illustrate how smart use of technology can assist in improving the user experience of Board Members and, as a result, their engagement.

- 01 Getting agreement on difficult proposals
- 02 Resolving divided board views
- 03 Developing consensus on strategy



CASE STUDY 1

GETTING AGREEMENT ON DIFFICULT PROPOSALS

The CEO called on the Chair to schedule a Board Meeting to consider 6 key proposals arising from the Covid crisis for a quick decision on them including shutting down part of the organisation and imposing a salary cut across the board.

The only time that could be found that suited all board members at such short notice was a lunchtime slot for 60 minutes. Soon after the CEO circulated his paper, one of the Board Members circulated directly to all board members a lengthy paper challenging a number of the CEO's proposals.

To avoid a potentially confrontational and divisive meeting, the Chair announced an approach he planned to use for the meeting:

- First, an anonymous 'sounding' (using the polling feature in Zoom)
- Next, an anonymous brainstorm of the topics board members felt most strongly needed to be debated
- Then, a 30-60 second 'round robin' of each board member to summarise key issues, and
- Finally, a plenary discussion with a view to getting agreement

The 'sounding' revealed unanimous support for the first three proposals but less support for the other three. The 'round robin' channelled the energy of the Board Members into a focused discussion of the most difficult points. After 55 minutes, unanimous agreement had been secured for all 6 proposals: five as originally presented and the sixth with a small amendment.

CASE STUDY 2

RESOLVING DIVIDED BOARD VIEWS

The Board was split down the middle on two key policy issues. The Chair called on an external facilitator to try to resolve the impasse. The facilitator arranged an asynchronous pre-meeting collaboration. Each Board Member was invited to participate in an anonymous brainstorm and rating exercise in the 5 days immediately before a specially convened board meeting.

Board Members were able to see each other's anonymous ideas. The facilitator summarised the results and circulated them the day before the board meeting.

On the day of the Board Meeting, the facilitator used a combination of technologies: Zoom for videoconferencing and MeetingSphere for in-meeting collaboration. After briefly summarising the results of the pre-meeting collaboration, the facilitator sent Board Members into four breakout rooms, for ten minutes, with the following instruction:

- Discuss the progress reported from the pre-meeting collaboration
- Suggest the smartest way to continue to develop consensus on the remaining points of difference
- In three-minute slots, have one person ask questions of another with the third taking notes using the online tool.
- Swop roles every three minutes until everyone has acted in each role.

The facilitator brought Board Members back into plenary session and reviewed progress. Over the next ninety minutes, the Board discussed detailed issues both in plenary session and in breakout rooms. Within two hours, the Board had unanimously agreed compromise positions on both issues and declared it to be one of their most successful meetings in recent times.



CASE STUDY 3

DEVELOPING CONSENSUS ON STRATEGY

A company embarked on a new strategy process and quickly discovered huge difference of opinion both between the Board and Management, and between different members of the Board.

Several members of the Board and of Management had strong, extrovert personalities.

The Chair used a collaboration tool as a pre-meeting platform to navigate her way through what was clearly going to be a difficult discussion:

- She designed a rating tool using the Likert Scale (Strongly Disagree to Strongly Agree) to gauge the level of support or otherwise for a series of key statements
- She used a brainstorming tool to collect as broad a range of views as possible on strategic options
- She also used a 'discussion tool' to stimulate ideas on how best to conduct the process

Importantly, all ideas and ratings gathered were anonymous, focussing reflection on the points/ratings made, rather than on who was making them. She used a summary of results to open the meeting and continued to use the collaboration tool within Breakout Rooms for brainstorming.

She managed to make substantial progress and, with two follow-up meetings, succeeded in developing unanimous support from all Board Members and Management for a new strategic plan.

10 KEY QUESTIONS TO CHECK THE MATURITY OF YOUR VIRTUAL BOARD MEETINGS

1

Have you re-examined 'meeting basics' to ensure adequate preparation for meetings? (detailed agenda, high-quality board papers distributed 5 days in advance etc)

2

Are you satisfied that cyber /IT security / privacy issues have been comprehensively addressed?

3

Is every board member comfortable with their technology set up? E.g. - camera at eye level, using a headset, access to adequate Wi-Fi /broadband and comfortable switching between meeting tools

4

Are you using collaboration tools before meetings for brainstorming and for ratings?

5

Does your agenda include appropriate breaks (frequency and duration) to compensate for the demands of virtual meetings?

6

Are your meeting 'ground rules' adapted to ensure the most effective virtual meetings especially for board interaction and discussion and to preserve 'the human factor'?

7

Do you use polls/ratings tools to provide an opportunity for soundings?

8

Are you using electronic collaboration during meetings (especially in breakout discussions) to assist in recording key points arising from discussions and brainstorming. Do they allow for anonymity?

9

Are you making effective use of breakout rooms throughout your meeting to stimulate discussion and ensure high levels of engagement?

10

Do you use electronic meeting tools at the end of each meeting to record ideas for improving future meetings?

If you have scored 7 or more, you are well on your way to best practice. If you scored below, you have lots of opportunities to explore.

APPENDIX

REFERENCES

- i. The survey findings were that about one third of respondents were unable to say that their Constitution allowed virtual board meetings/votes
- ii. <https://hbr.org/2020/04/how-to-combat-zoom-fatigue>
- iii. Guidance on Board Effectiveness, FRC, July 2018
- iv. https://bobsemple.ie/wp-content/uploads/2016/06/Information-governance-time-for-a-fresh-look-at-board_papers.pdf
- v. <https://bobsemple.ie/wp-content/uploads/2016/06/Infographic-Board-Papers-Quality-Brainloop-Bob-Semple.pdf>
- vi. Specimen Board Meeting Etiquette, ICSA, September 2009
- vii. <https://diligent.com/wp-content/uploads/sites/8/2020/03/20200326-Virtual-Meeting-Toolkit-Guide-APAC-Final.pdf>
- viii. Thematic Inspection of Cybersecurity Risk Management in Asset Management Firms, Central Bank of Ireland, March 2020
- ix. Systemic cyber risk, ESRB, February 2020
- x. Cyber Security Toolkit for Boards, National Cyber Security Centre (UK), 2019
- xi. Virtual Meetings don't have to be a bore, A. Molinsky, HBR, March 2020
- xii. Too Much Cross Talk. Too Little Creativity. How to Fix the Worst Parts of a Virtual Meeting, <https://insight.kellogg.northwestern.edu/article/too-much-cross-talk-too-little-creativity-how-to-fix-worst-parts-virtual-meeting>
- xiii. <https://hbr.org/2020/03/how-to-get-people-to-actually-participate-in-virtual-meetings>
- xiv. <https://bobsemple.ie/wp-content/uploads/2020/05/Virtual-meetings-gone-wrong-a-guide-for-the-bewildered.pdf>
- xv. Guidance Note Minute Taking, ICSA April 2017
- xvi. <https://bobsemple.ie/wp-content/uploads/2020/05/Surviving-Covid-19-with-Smarter-Meetings.pdf>
- xvii. <https://www.pmi.org/learning/library/successful-virtual-meetings-skills-improvement-6267>
- xviii. <https://hbr.org/2015/03/how-to-run-a-great-virtual-meeting>

SURVEY QUESTIONS

SD: Strongly Disagree | D: Disagree | d: Slightly Disagree | a: Slightly Agree | A: Agree | SA: Strongly Agree
 Values in columns are in percentages and total 100%

Q No.	Short form of Statement	Full Statement Used in Survey	SD	D	d	a	A	SA
3	Technology tested in advance	My organisation tests the technology to facilitate online meetings in advance	4	6	3	10	45	32
4	Good document sharing facility	The technology we use has a document sharing facility that works well	6	10	2	12	43	27
5	Secure access to meeting	The meeting is secure and only accessible to invited participants	3	3	1	9	56	28
6	Technology effective	The communications technology we use is effective, appropriate and facilitates the meeting well	3	3	1	16	54	23
7	Providing technology a challenge	Providing the technology we need to host and run meetings is a challenge	11	39	15	20	13	2
8	Headphones improves engagement	The use of participants headphones improves meeting engagement	4	17	12	34	25	8

SURVEY QUESTIONS CONTINUED

SD: Strongly Disagree | D: Disagree | d: Slightly Disagree | a: Slightly Agree | A: Agree | SA: Strongly Agree

Q No.	Short form of Statement	Full Statement used in Survey	SD	D	d	a	A	SA
9	Secure space/WiFi challenging	Getting access to a well-lit, quiet, secure space with adequate WIFI to participate in a meeting can be a challenge for board members	7	33	7	25	24	4
10	Contingency dial-in option	We have a dial in option in case we don't have access to good WIFI	5	14	3	1	52	25
11	Video better than audio	Video based meetings are more effective than audio meetings	4	1	3	10	36	46
12	Priority items in agenda	The agenda focuses on the priority items	4	2	4	4	58	28
13	B/ Paper quality maintained	The quality of the board papers has been maintained during the CV crisis	3	3	5	12	47	30
14	Focussed CEO Report	I get a real sense of the key issues we need to consider from the CEO Report	2	0	5	13	55	25
15	Use instructions in advance	Instructions on how to use the technology are sent to each member of the Board prior to the meeting	4	4	7	9	52	24
16	Early sign-on encouraged	Participants are asked to sign in early online to get comfortable with the online environment	4	11	10	14	50	11
17	Meeting participation clear	All participants are aware of who is present on the online meeting	2	2	5	6	55	30
18	Chair covers meeting ground rules	The Chair runs through the online meeting ground rules at the beginning of the meeting	6	4	6	12	50	22
19	Chair enforces ground rules	The ground rules are enforced by the Chair	3	8	4	9	57	19
20	Chair follows agenda/timing	The Chair adheres to the agenda and meeting timing well	3	1	4	11	61	20
21	More formal approach needed	The Chair has to have a more formal approach to manage board meetings in an online environment	3	11	8	22	43	13
22	Agreed system: interaction	An agreed system for intervening in discussions (thumbs up, hand up, questions in Chatbox) has been agreed	8	21	13	17	32	9
23	More careful challenging	Challenging each other and the executive needs to more carefully considered and concise in an online meeting	2	4	6	10	52	26
24	Member better engaged	Member are better prepared and engaged in this online environment	3	19	21	35	19	3
25	Clear voting procedures	Voting procedures are clear for virtual meetings	6	8	10	15	51	10

SURVEY QUESTIONS CONTINUED

SD: Strongly Disagree | D: Disagree | d: Slightly Disagree | a: Slightly Agree | A: Agree | SA: Strongly Agree

Q No.	Short form of Statement	Full Statement used in Survey	SD	D	d	a	A	SA
26	Attendance challengeing	Members joining and leaving meetings outside of meeting scheduled times is a challenge during this crisis	3	29	18	22	22	6
27	Meeting feedback sought	After the meeting, the Chair / Company Secretary asks for feedback about how well the meeting was conducted and any thoughts for improvement	9	21	12	18	33	7
28	Disciplined minutes	The minutes of virtual meetings are well documented and shared to all participants after the meeting in line with normal timelines	3	19	21	35	19	3
29	Chairing more challenging	Chair leadership is a greater challenge in virtual board meetings	2	9	5	18	43	23
30	Engagement more challenging	Board member engagement is much more challenging in a virtual meeting environment	1	7	12	27	38	15
31	Participants more diligent	Members are taking Board meetings much more seriously in the Corona Virus environment than they were before	4	28	18	22	22	6
32	Attendance more challengeing	Board meeting attendance is a real challenge in the Corona Virus environment	17	49	14	10	7	3
33	F2F meetings more effective	Face to face board meetings are more effective	2	3	6	22	41	26
34	Good camera/mic. usage	Participants are aware of the need to turn off their camera and microphone if interrupted	4	8	12	21	47	8
35	Similar comfort breaks (as F2F)	Comfort breaks are scheduled as they would for an in-person meeting	5	22	12	15	44	2
36	Breakrooms for interaction	Virtual breakrooms exist so directors may interact socially during breaks	17	52	13	6	11	1

AUTHORS



About The Governance Company

The Governance Company is a leader in the provision of corporate governance services to boards including, evaluation, advisory and support services using the latest technologies, design and creativity.



Founder and CEO David W Duffy has over 20 years advisory experience, is Ireland's leading author and media commentator on corporate governance

e: dwduffy@governancecompany.com
m: +353 87 242 3046
w: www.governancecompany.com



Rhea is a Master's graduate from the UCD Smurfit School of Business in Ireland. She is responsible for governance research, advisory support, content generation and digital marketing

e: rhea.albuquerque@governancecompany.com
m: +353 89 4109987
w: www.governancecompany.com



About Bob Semple

Bob specialises in providing practical advice on governance and risk management and has a particular interest in accelerating board effectiveness. He also advises family-run businesses on intergenerational wealth and power transfer. Bob has served on boards in Ireland, Europe and North America.



Bob Semple is an independent Director and Facilitator specialising in electronic collaboration. A former PwC partner, he has over 40 years' business experience across all sectors.

e: bob@bobsemple.ie
m: +35386 810 6434
w: www.bobsemple.ie