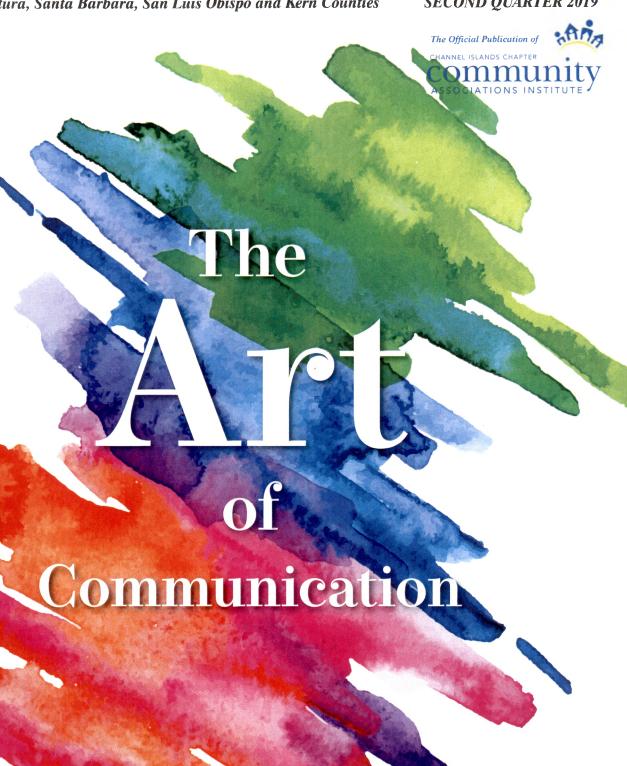
Channels of Communication

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The Art of Leading a Successful **Board Meeting** By Jason M. Adams, Esq.

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et's face it - no one looks forward to attending an association board meeting. At best, a board meeting is ✓ just another to-do item on a board member's already busy schedule. At worst, a board meeting is a multiple hour scream fest where volunteer directors who are doing their best to run a corporation get publicly scrutinized by the same neighbors they see every day.

In the association members' defense, many boards bring the negative aspects of board meetings upon themselves by how poorly they run their meetings. Board members often try to hide their ill preparedness behind incomplete or inaccurate information which makes it seem like the board has something to hide. This makes the members understandably suspicious, and more likely to become adversarial at meetings.

With the foregoing realities in mind, the issue becomes how to diffuse this inherent powder keg of a situation and make board meetings successful. The first task is to define what a "successful" board meeting is so the goal is clearly identified. Civil Code §4090 defines a Board Meeting as: "A congregation, at the same time and place, of a sufficient number of directors to establish a quorum of the board, to hear, discuss, or deliberate upon any item of business that is within the authority of the board."

Based on the definition of a board meeting, the goal should be to hear, discuss, or deliberate association business as smoothly and efficiently as possible, and to do so in a manner that ensures members will want to volunteer for the board in the future. Achieving that goal is attainable if the board follows some relatively straightforward principles that are generally applicable to all well-run meetings.

Preparedness

"Give me six hours to chop down a tree and I will spend the first four sharpening the axe."

- Abraham Lincoln

The first principle is preparedness. Preparation is critical to laying the track for a successful board meeting. All of the other components set forth below flow from being prepared. When the board demonstrates that it is prepared the members are more likely to trust the process. It is difficult for anyone to disrupt the process when the rules are clearly defined and it is apparent that the board is following those clearly defined procedures.

Preparedness starts with the governing documents before the meeting even begins. The board should analyze the association's governing documents and ensure that they contain clearly defined rules regarding how board meetings will be conducted, as well as penalties for disrupting meetings. These rules should be reiterated in the meeting agenda, which should be circulated to the members well in advance of the meeting. Although Roberts Rules are not required for board meetings, they provide an excellent basis for establishing universally agreed upon procedures for conducting the meeting and executing the agenda.

Once the meeting begins, stick to the agenda and follow the rules. The more polished and professional the board, the higher the likelihood of a successful meeting.

Brevity

"The longer the meeting, the less is accomplished." - Tim Cook, Apple CEO

Brevity is a key component in most professional situations, and especially when it comes to meetings. Everyone is busy and respecting everyone's time is paramount. If the board is adequately prepared, then board meetings should be concise and efficient. The more efficient the meetings, the more likely people are to attend and participate in future meetings.

Again, use the rules to stick to the agenda. If issues come up that are not on the agenda, and not an emergency, put those issues on the agenda for the next meeting.

The biggest challenge in sticking to the meeting agenda is generally accommodating members who wish to speak. This issue can be addressed if the association is prepared. Members are entitled to attend board meetings and must be provided the opportunity to speak. However, the board may establish a reasonable time limit for member comment. The time limit should be one of the rules that is clearly defined in the governing documents and laid out in the meeting agenda in advance of the meeting. If a member attempts to speak beyond their allotted time, the board should calmly and respectfully remind the member of the time limit set forth in the rules. Advise the member that their comments will be taken under consideration and the board will provide the necessary response if a response is warranted.

Associations often consider inviting guest speakers or including other "fun" activities as incentive for people to attend board meetings. Those strategies are likely ill advised unless they add enough value to the meeting to avoid being considered a waste of time. Such potential time wasters should probably be avoided and/or deployed in a different venue out of an abundance of caution unless the board has confirmed that it is an activity the members are truly clamoring for.

People hate to have their time wasted. Avoid that concern by making board meetings concise and efficient.

Transparency

"A lack of transparency results in distrust and a deep sense of insecurity." - Dalai Lama

Boards should be as transparent as possible without divulging confidential or other information better served for executive session. Members are generally inclined to think that board members are hiding information or advancing their own agendas. The best remedy for such suspicion is to shine a light on the process and show the members that is not the case.

Consider easy to read graphs or charts demonstrating exactly where the association's money is going. Remain professional and do not gossip about association issues outside of association meetings. Again, successful meetings do not happen without establishing a sense of trust with the membership about the process.

inclusion

"When everyone is included, everyone wins."

- Jesse Jackson

Similar to the issue of transparency, the board should take great care to minimize any "us versus them" type of thinking as it pertains to the members and the board. Encourage participation. Invite the "difficult" members to serve on a committee. It is amazing how fast complaints tend to subside when the complainer is invited to actually do something remedy the issue they are complaining about. If managed properly, seemingly difficult members can be a valuable asset if their energies can be refocused on the association's behalf.

Positivity

"Perpetual optimism is a force multiplier."

- Colin Powell

Positivity is a powerful force and can set the tone for board meetings. Miserable and negative board members are almost guaranteed to carry out a miserable and negative meeting. No one is suggesting disingenuous cheerleading or a Kumbaya session, but the board should do its best to maintain a positive light as it pertains to the association's issues. Highlight the good news at the association. Talk about the fun or popular things the association accomplished with association funds, and emphasize any other positive developments affecting the community. It may sound silly but casting a positive light over the proceedings can have a drastic effect on everyone's tone.

Conclusion

Being prepared, transparent, inclusive and positive will help the board conduct efficient meetings that people will actually want to attend. The first step to implementing these recommendations is to review the association's governing documents to ensure that the rules are in place to achieve success. Assuming that is the case, the rest is up to the association's board, community manager and attorney to implement the plan according to the specific makeup of the association. Associations vary by size and personality and there is no "one size fits all" board meeting. Whatever the circumstances, successful board meetings are achievable with straightforward concepts that anyone can initiate at any time during their tenure as a board member.

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