

Prompt sheet for Governors observing the Board of Directors and Board Committees

Prompt	What to look for	Notes
<p>Was the committee chaired effectively?</p>	<p>Did the meeting run to time?</p> <p>Did the committee devote the right amount of time to the items listed? (ie. More time for the more significant issues)</p> <p>Was the Chair well prepared for the meeting?</p> <p>Did everybody who wanted to participate get a chance to do so? Note in particular if any member or attendee appears to have been ignored or sidelined.</p> <p>At the conclusion of every item, was there appropriate summing up and was it clear what the outcome of the discussion was?</p> <p>Was there appropriate intervention? For example, if members strayed away from the topic or were prolonging a discussion unnecessarily?</p>	<p>The meeting ran to time and sufficient time was allocated to each agenda item.</p> <p>The Chair was extremely well prepared for the meeting.</p> <p>The Chair was very open to everyone around the table asking a question or making a comment &amp; actively sought the opinions of committee members.</p> <p>The Chair made sure that everyone was clear of the outcomes</p> <p>The Chair kept everyone around the table on track throughout the meeting.</p>
<p>Did the non-executive directors participate effectively?</p>	<p>Were the non-executive directors well prepared for the meeting? How familiar did they appear to be with the detail in the papers or did they come across as not having read the papers?</p> <p>Did they ask insightful questions about the items under discussion?</p> <p>Was there any non-participation/apparent disinterest from a non-executive?</p> <p>Were the NED inputs to discussions balanced across all agenda items? [Some NEDs have a comfort zone</p>	<p>It was clear that all 3 NEDs attending the meeting were fully prepared to participate by asking lots of questions throughout and many references to the papers were made.</p> <p>I felt that some very prudent and insightful questions were asked.</p> <p>Every NED was happy to seek clarity if they required more information. I witnessed lots of constructive challenge from all the NEDs throughout the meeting.</p> <p>Quite the reverse to lack of interest – all 3 NEDs were extremely interested in every agenda item and on several occasions asked multiple questions.</p> <p>I witnessed no favouritism to any of the agenda items</p> <p>Every NED contributed equally.</p>

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	<p>and they will spend more time discussing favourite topics at the expense of issues that interest them less, even if they are a bigger issue for the organisation)</p> <p>Did any of the non-executive directors not challenge?</p>	
<p>Was there effective challenge by the non-executives?</p>	<p>Did the non-executives challenge appropriately? In other words, did they challenge on suitably material and significant issues or were they overly concerned about trivial matters (eg. Spelling mistakes, immaterial issues)</p> <p>Were there any items discussed where you consider that there could have been more challenge by the non-executives?</p> <p>Was the nature of the challenge constructive, supportive, non-confrontational and respectful or did it come across negatively (adversarial, argumentative)?</p>	<p>Each challenge was made in a constructive and respectful manner all were appropriate.</p> <p>The NEDs made lots and lots of constructive challenges, I do not think they could have done any more!</p> <p>The NEDs seemed to challenge because they needed to know more about the answers given by staff present to some of their questions, but also challenged/sought clarity whether applications brought to the meeting were things which should be provided by the Trust or should come from charitable funds.</p>
<p>In general, was it a good meeting</p>	<p>Was the debate constructive, positive and respectful?</p> <p>Was there a general atmosphere of mutual trust and candour?</p> <p>Was there any evidence of “group think”? This is a risky situation when groups become so collegiate and complacent that all members start behaving in the same way?</p>	<p>I felt that this was an excellent meeting, very well chaired. The meeting on May 21<sup>st</sup> had a positive atmosphere and everyone around the table was given the chance to contribute. It is clear that everyone very much has their own thoughts and therefore discussions are balanced and very interesting as not everyone thinks exactly the same and it was healthy to see different points of views before reaching a general consensus</p>