



Tip of the Month for October 2004
Boardroom Etiquette

An effective board is multiple minds speaking with one voice.

I was recently engaged to prepare a presentation about boardroom etiquette. Much of what I presented was basic business etiquette, as those guidelines are well employed in the boardroom. The focus of this presentation was getting to the heart of the matter: How do various individuals come to a collective decision, employing a process that leads to that consensus, while maintaining proper behavior? It is not a simple task.

History shows, time and time again, that groups of people who think and act alike often make very poor decisions.

The most recent and fascinating addition to this debate comes from New Yorker business columnist James Surowiecki, whose new book, *The Wisdom of Crowds* (Doubleday, 2004), mentions that crowds are decidedly more intelligent and reliable decision-makers than most of us would ever suspect. Surowiecki's thesis is that masses of minds working together can be uncannily accurate when it comes to answering and solving certain types of questions and problems. The crucial difference between a dumb crowd with a herd mentality and a "smart" crowd that arrives at intelligent collective decisions is the level of diversity and independence of the individuals in the group. "Diversity and independence are important because the best collective decisions are the product of disagreement

and contest, not consensus or compromise,” writes Surowiecki.

The best way for a group to be smart is for each person in it to think and act as independently as possible. For some this can break barriers and for others it builds them. I agree with Mr. Surowiecki’s theory. My goal is to help others learn ways to collaborate their individual thoughts using proper protocol and etiquette.

Typically a board is comprised of individuals from various industries. Be mindful of the differences. Some industries have varying cultures and protocol of doing business. These differences will generally carry through in how they may conduct themselves in the board room. In life, we all come from different places. A board thrives on people thinking independently. Systematically, these differences will come to a consensus. Listening to others is essential to making an effective board. Remember, a board is a collection of diverse minds speaking with one voice.

It is important to establish rules of etiquette for meetings and each new member should receive a list of meeting rules and guidelines. These would include such things as raising your hand when you want to speak, listening to what others have to say, being courteous to guests, not interrupting a fellow board member, and supporting board decisions. I have compiled the following examples to help you get started on establishing the rules for your own boardroom etiquette.

Inform the board members ahead of time.

An effective and efficient board will have agendas sent to the members before the meeting, so everyone comes prepared. This is critical. If members know about a subject that is important to them, they are less likely to interrupt and make attempts to introduce the topic. Sending the agenda ahead of time serves as an agreement on how the meeting time will be spent. I have suggested to many boards to create a website to which members of the board can log on and get information about agendas, past minutes, and scheduling changes. This is also an effective way to RSVP to the meetings. I’m not a big proponent of using electronic mail when it is more effective to pick up the phone. However, in this case it serves as a nucleus and alleviates the hassle of one person making numerous phone calls. It makes each board member accountable and responsible to obtain agendas and register their attendance.

Arrive early.

If an early arrival is not possible, at the very least arrive on time. Never assume that the beginning of a meeting will be delayed. It is more productive if the more important issues are saved until later in the meeting for those who stray in late.

However, catering to such behavior will only reinforce tardiness.

Late comers should not expect to be briefed on what they missed, and it is not appropriate for the chair to stop the meeting to give an update. This only disrupts the momentum of the meeting.

Do not interrupt.

It seems obvious that only one person at a time should speak. However, those unskilled in board etiquette may interrupt or begin to speak out of turn. This is one of the biggest concerns of board members. Hold comments for the speaker until the meeting allows for questions, or until the speaker opens the floor for discussion. Stick with the topic at hand. It is each board member's obligation to understand both the positive and negative aspects of suggestions. Obtaining the best results is more important than who first voiced the result.

Abstain from electronics.

Some individuals take notes with a laptop. This is only acceptable for the secretary or someone taking the minutes. The "tap, tap, tap" sound is annoying and disruptive. Cell phones should always be silenced.

Wait your turn.

When asking a question, it usually is more appropriate to raise your hand rather than blurt out your question. The speaker needs to acknowledge everyone.

Keep your question brief. When asking a question, be succinct and clear. If your question or comment is too detailed, break it up into parts. Be sure to only ask one question at a time; others may have questions as well.

Pay attention.

After a long day we tend to let our minds wander especially if someone is taking too much time on a topic. If people are not listening, then time is wasted by redundant questions and comments.

Be patient and calm.

Do not fidget, drum your fingers, tap your pen. It makes everyone around you feel uneasy. It's a form of body language that can put many people off if you act bored or fidgety.

Attend the entire meeting.

Leave before a meeting conclusion only if absolutely necessary and only after obtaining prior permission before the meeting's start.

Some of the above etiquette rules appear very basic; the dynamics of consensus building also require more complex protocol.

The person conducting the meeting needs to keep in mind the pecking order.

Accomplished group leaders or facilitators promote participation. They never take sides or show favoritism. A chair who wishes to be part of a discussion may assign another person to facilitate. If there is a time to collect comments from all the members, start with the least senior person. This is a bold and powerful move. It allows others to have an opportunity to speak when they otherwise would not. If the most senior person speaks up first it sounds final, others feel that they can't contradict. An idea may be well received when brought up by a highly respected group member, although it was ignored a few minutes earlier when brought up by someone in a less powerful position. Beginning with the least senior person helps eliminate tendencies to lean towards the senior members.

Rather than begin with solutions, first focus on a detailed analysis of where things can go wrong.

Seek consensus. Avoid premature voting merely to arrive at decisions. Document both the opinions and the process that produced the final consensus.

Conflicts are a necessary by-product of reaching consensus.

If serving on the board were this easy, most of us wouldn't hesitate when asked to get involved and give our time. The leading reason most individuals do not wish to serve on a board is fear of conflict. Either they have had a situation where there was conflict, or the board was unmanageable and the fear of that happening again is undesirable. I am often asked about the proper etiquette to resolve those conflicts that arise during the process that takes place within the boardroom. Seems like a loaded question: I'm not a psychologist and have not studied board dynamics to the degree that allows me to answer those questions completely. However, I can provide ways to deal with those personality conflicts that always arise while serving on a board.

Deal with conflict directly.

Tackle the situation immediately. Don't try to sweep it under the rug. There may be a need to have a consultant address the board's concerns in and around conflict to provide a more objective point of view. The board shows integrity by recognizing that there is a problem rather than ignoring it.

As Mr. Surowiecki says, "diversity and independence is important," and this will inevitably lead to moments of conflict. Sometimes people show a lot of emotion during a discussion. This should be looked upon as an opportunity to better

understand each other, not a sign of weakness. Don't let personalities disrupt a meeting. If there are two people who don't get along outside the boardroom it's unlikely they will get along in the boardroom. Board members must set personal animosities aside in the meetings; otherwise they will make board meetings miserable for everyone. When arguments erupt, remain objective. It's easy to make up your mind and refuse to listen to another member. Don't be too sensitive. If another person ridicules your idea, you don't have to respond negatively. Try to keep emotions out of the board room if possible.

Apologies are always in order.

It is important to make appropriate apologies. Once you understand what is expected, then you will recognize those times in which you owe an apology. At times you may wish to make an apology to the group and later follow up with a personal apology to the individual you offended.

Never try to come to consensus outside the board room.

You may be asked to work on a project with other subcommittees; be careful to not discuss consensus with other board members. This is a very common mistake made by board members. It is also a mistake to discuss meeting topics with others who are not serving on your board. Once your board has made a decision, it is responsible to be loyal to that decision even if it was not yours.

Once again, understanding both the pros and cons of a proposed solution is the purpose of the board. Any business that is not fully dealt with will appear time and time again.

Mind Your Manners specializes in seminars and consulting services in business etiquette and international protocol. For more information, please contact Amy Palec at (262) 376-0515 or visit her web site www.amypalec.com.

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