

Board Papers for Boards and Committees

Course outline

Acknowledgements

Written and designed by:

Ian Londish, Company Secretary

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Course Outline

Board and committee papers are the cornerstone of decision making for external directors. Unlike executive directors, external directors by their nature rely on others (normally management) to provide them with information needed to make decisions relating to the business of the organisation. It is unquestionable that well researched and well prepared papers will result in better quality (and potentially faster) decision making both at board and committee level thus providing potentially significant cost benefits to those involved.

The aim of this course is to provide participants with an understanding of board and committee papers, their preparation, purpose and use.

The key objectives are to:

- examine the process for preparing papers, managing timelines and challenges in their drafting, including writing effectively
- provide guidance to achieve a balanced agenda and clearly written paper to enhance the board and /or committee's ability to manage its information flow
- describe time and cost efficiencies which can be achieved in preparing papers, whilst making the information flow to directors more transparent
- apply the process of balancing a strategic agenda to address the board and /or committee's priorities.

Course content

1 Introduction

- 1.1 Aim and objectives of this course

2 Background

- 2.1 Importance of good papers
- 2.2 Legal requirements for board papers
- 2.3 Who are the users – board, committee, management and others?
- 2.4 Board and committee papers

3 Process

- 3.1 Process in brief
- 3.2 How papers are commissioned and the relationship with the agenda
- 3.3 Who prepares papers?
- 3.4 Who reviews and why?
- 3.5 Papers for committees
- 3.6 Papers direct to a board
- 3.7 Sponsor
- 3.8 Approval process and release of packs
- 3.9 Distribution

4 Issues

- 4.1 Legal professional privilege
- 4.2 Confidential papers
- 4.3 Conflicts of interest
- 4.4 Late papers
- 4.5 Urgent issues
- 4.6 Size of papers and packs

5 Policies

- 5.1 Purpose of a board paper policy

6 Guidelines and format

- 6.1 Cover sheet
- 6.2 Writing style and presentation
- 6.3 Executive summary
- 6.4 What to include/exclude in a paper?
- 6.5 Purpose – decision, discussion or information
- 6.6 Formal resolutions

6.7 Consent agendas

7 Reports, tabled documents, external presentations, circular resolutions

7.1 Reports

7.2 Tabled documents

7.3 External presentations

7.4 Circular resolutions

8 Board software

8.1 Types of software and what software aims to do?

8.2 Issues with the use of board software

9 Review and evaluation

9.1 Providing feedback on papers

9.2 Quality control

9.3 Dealing with “it would be nice to have”

9.4 Inclusion in board/committee annual evaluation

10 Conclusion

11 Resources

11.1 Legislation and regulators

11.2 Standards and guidelines

11.3 Governance Institute resources

11.4 Reference books

11.5 Reports and journal articles

11.6 Other resources

12 Appendices

13 Readings