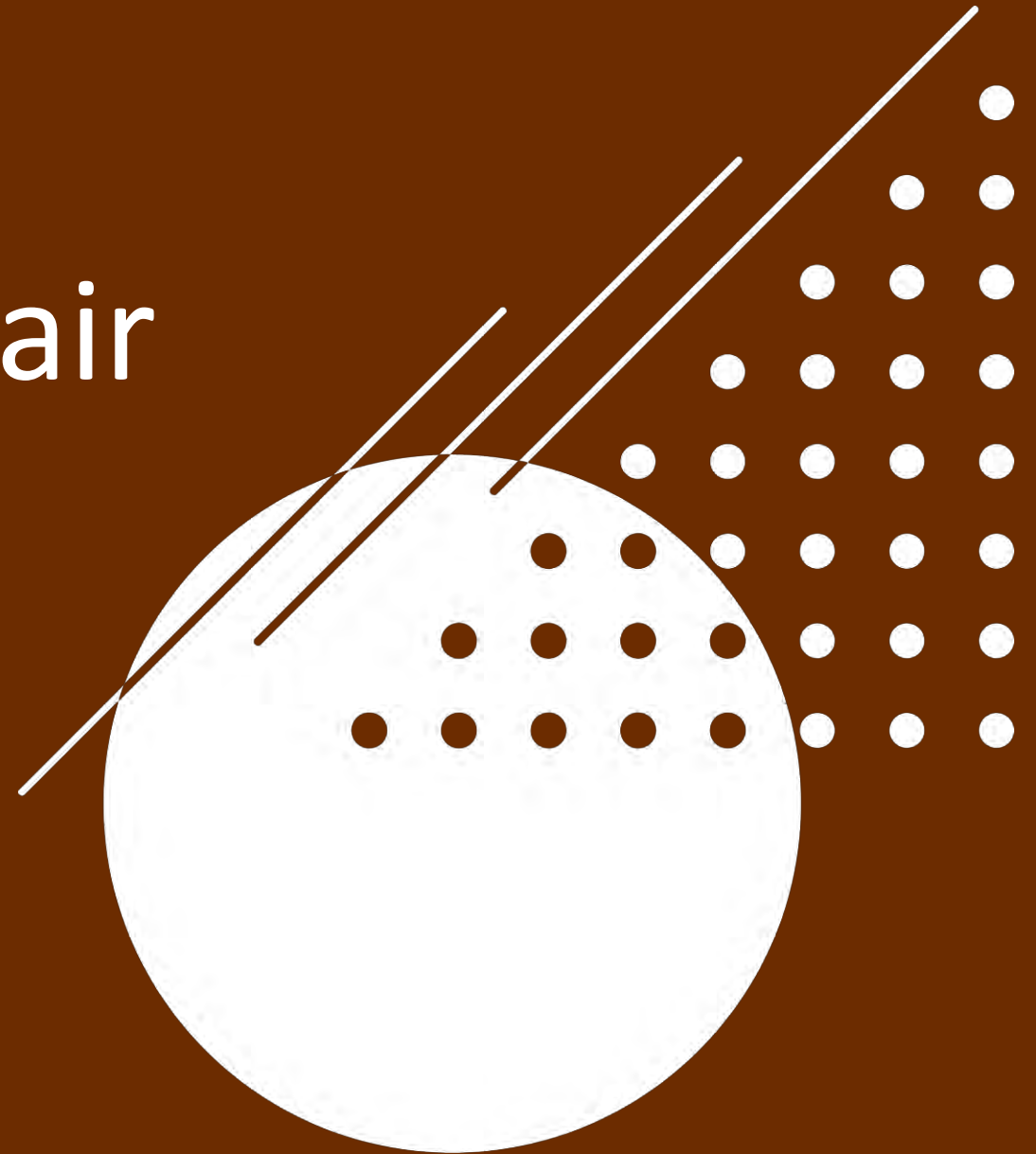


# The Role of the Chair

The Art & Science of Being a Chair

Rob DeRooy, V.P. Governance and Strategy

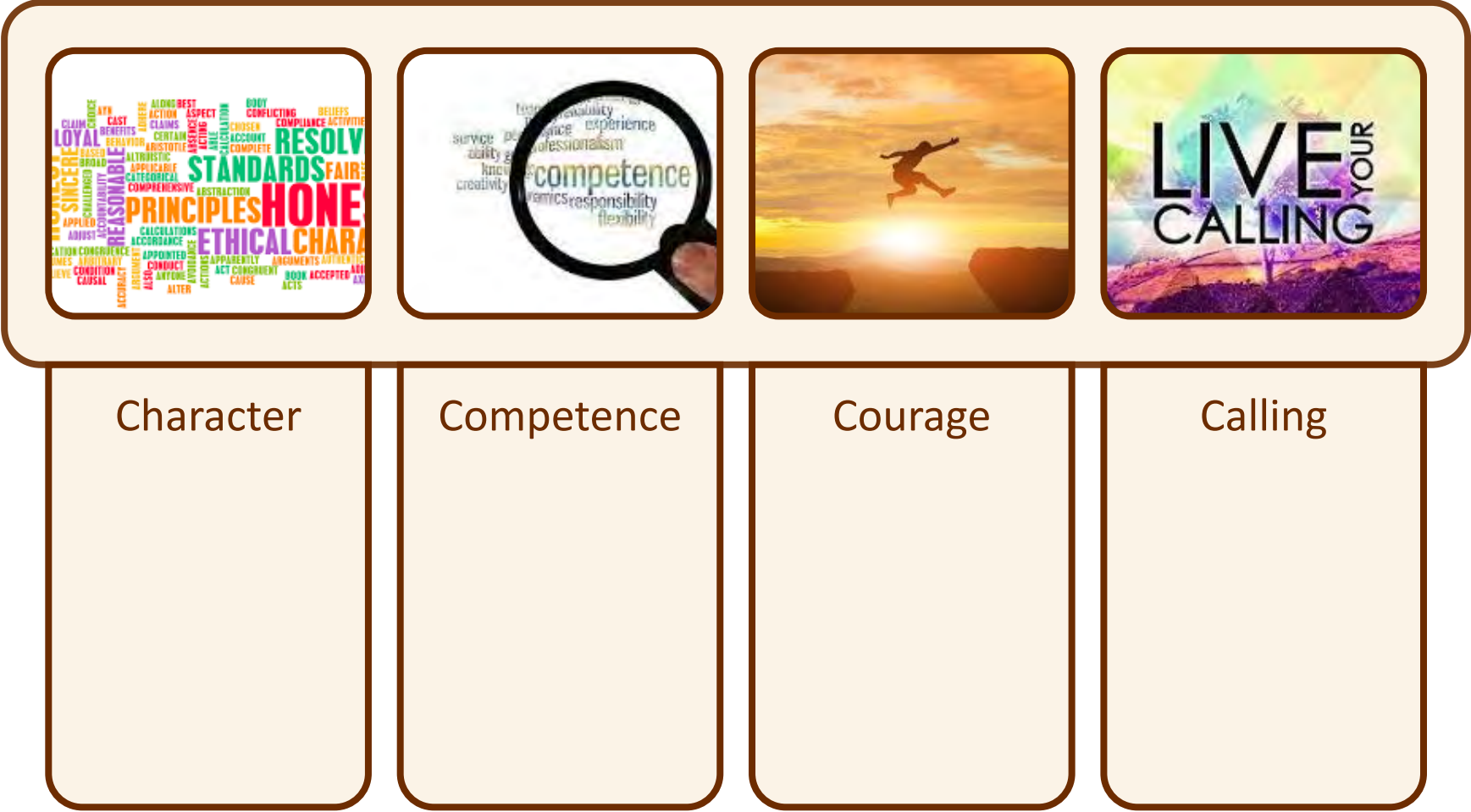


What are the Chair's roles?

... and therefore ...

**What are the qualities of  
a great Chair?**

# Qualities of a Great Chair

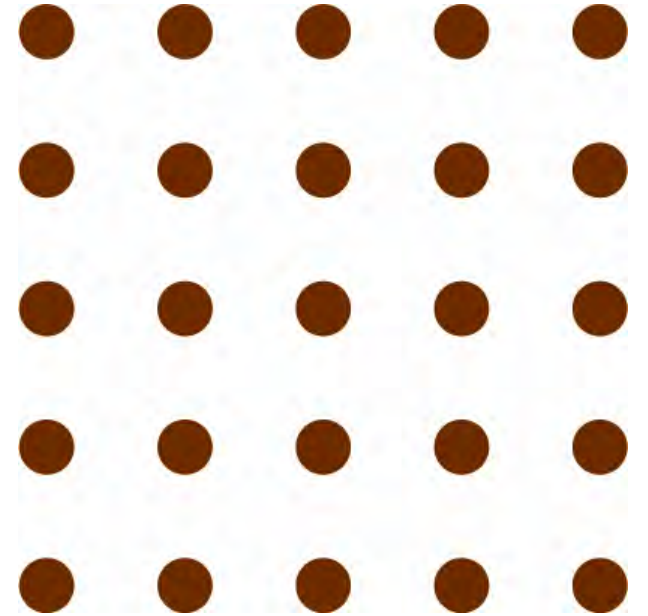


# Character

- Humble
- Wise and discerning
- Open and effective listener
- Enthusiastic and motivated for the role
- Confident
- Able to tolerate a certain amount of ambiguity and remain calm
- Value others
- Stand up for and behind their people – a covenant keeper
- Fair
- Consistent
- A sense of humour
- Self aware
- Courageous
- Persistent and committed
- Decisive
- Trustworthy and Respectful
- Accept responsibility
- Able to motivate others
- A sense of humour
- Great leader

# Competence

- Orderly and purposeful
- Great communicator and conductor
- Understands their role
- Understands the rules of order and how to use them
- Able to frame and reframe issues
- Know when to call for the vote
- Objective and neutral
- Consensus builder
- Able to draw out silent and knows which voices to draw out and when
- Understands governance and may have a governance designation
- Industry knowledge



# Courage

To “comfort the afflicted and afflict the comfortable”

Peter Dunne Finley

# Calling

A good fit with and aligned with the vision and mission of the organization

*If you think you're leading, but no one is following, then you are only taking a walk."*

John Maxwell

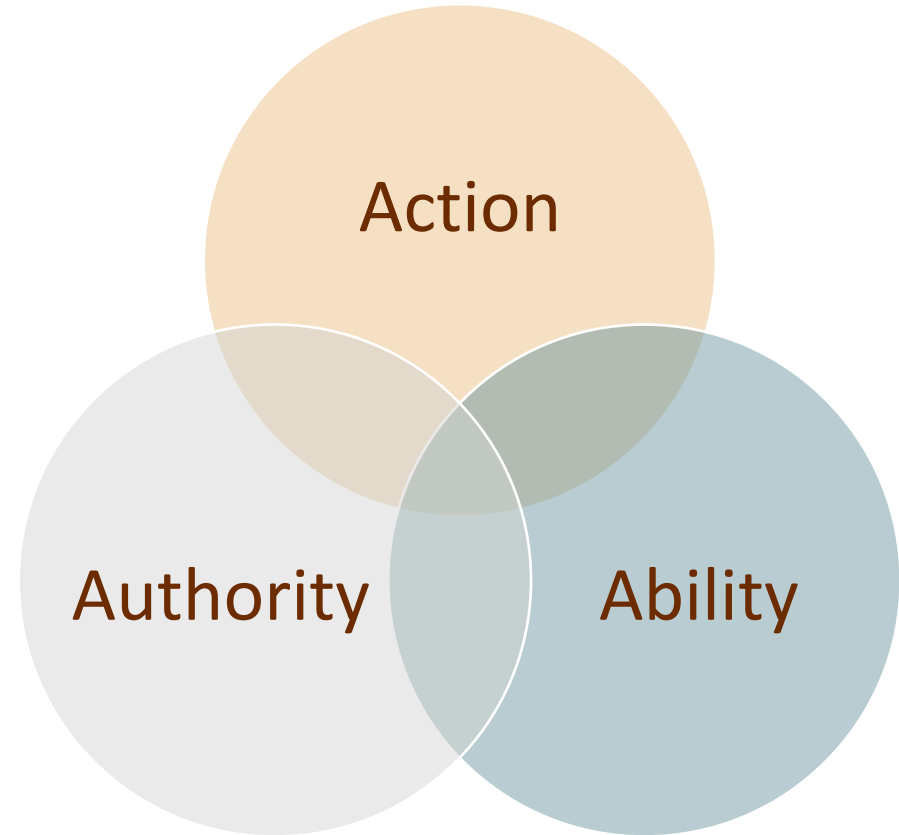




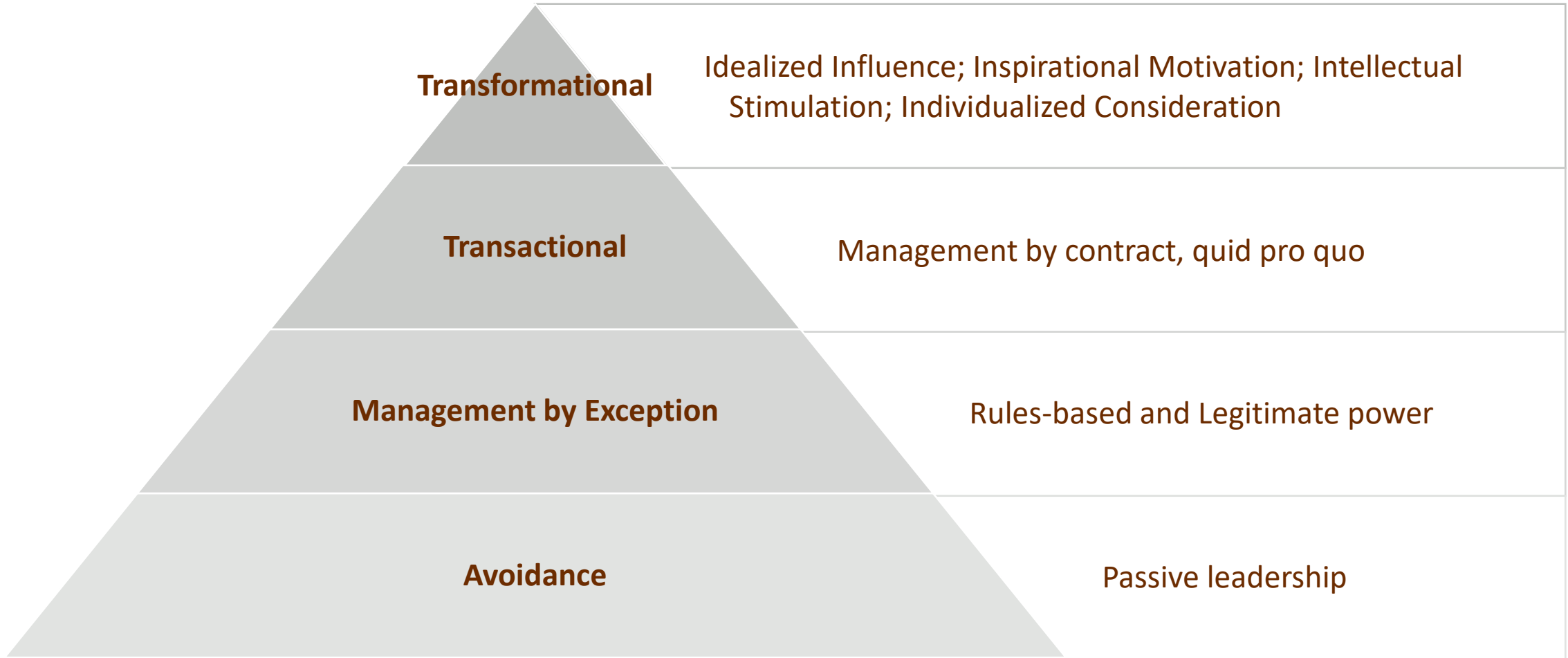
# Leadership Is:

1. An action in relation to others
2. Requires certain abilities
3. Means you have the authority to lead as a result of your position

There are more definitions for leadership than there are recipes for baking a cake!



# Burn's Stages of Leadership



*“Your organization will rise and fall based on the level of its leadership.”*

John Maxwell



# So What?

## Think About Your Own Leadership

1. Where are you at? Are you a level 5 leader? Or, do you get by on your position or charisma alone?
2. Where would you like to be?
  - Have you become an expert in the behaviours of a level 5, transformational leader?
  - Do you manage by transaction or transformation?
  - Do you have high levels of:
    - **Self-awareness,**
    - **Personal accountability, and**
    - **Inspiration?**
3. What's stopping me? How might I move toward being a more effective transformational leader?

# Roles of the Chair: Between Meetings



Director of Education liaison:

Formal employment relationship on behalf of Board, performance management, remedial

Agenda and meeting management, co-ordination

Informal relationship: liaison, communication  
Board – management 2 way









Coach, mentor, advisor, sounding board

External stakeholder engagement: especially public sector Chairs with governments (elected) and public (governance and crisis matters)

# Roles of the Chair

- Recommend the chairperson and membership of individual committees
- Work with committee chairpersons to coordinate committee work plans and meeting schedules
- Where appropriate, attend board committee meetings
- Set board meeting schedules, work plans and agendas in consultation with the DE and the board secretary
- Assist management, board, and board committees in understanding the roles and responsibilities of the board and roles and responsibilities of management
- Review and approve nature and length of presentations to be made at board meeting

# Before the Meeting

1. Board and Committee Mandates/ Terms of Reference	The purpose of the Board in the decision-making process	
2. Specific duties and responsibilities / New items of business	The roles and responsibilities of the board in the decision-making process, plus any new inputs	
3. Board Calendar / Workplan	The timing for decision-making	
4. Agenda Development / Board and Committee Meetings	The focus of decision-making	
5. Information required from management / Professionals	The Board's request for information needed to make decisions (what do we need / seek?)	
6. Pre-meeting packages	The specific information needed for making decisions at this meeting	
7. Meeting presentations, reports, deliberations	Clarify the information and make the decision	
8. Minutes, In Camera and Action Items	The legal record of the decision and the follow-up actions for implementation	

# The Big Idea

## Running Effective Meetings:

- 6 of the 8 steps take place BEFORE the meeting
- Key is the Chair crafting an agenda based on charter-driven work plans and new items
- Lead time for preparation is needed for both bd & mgt
- Fact-finding is ok – substantive deliberation is not





# Optimizing Meeting Effectiveness

- Framing and bookending
- Consensus building and dealing with dissent: what is the sticking point? Information? Vision? Strategy? Philosophical? Personal?
- Closed sessions: “do’s” and “don't's”
- Respect – fostering and building, nipping disrespect in the bud while acknowledging adversarial tensions due to board mix

# Roles of the Chair

- At meetings:
  - chair meetings of the board, ensuring that its processes are effective and providing leadership in board and member development
  - monitor meeting attendance
  - manage discussions appropriately
  - facilitate divergent points of view and work towards consensus
  - knows when to speak and when to be silent on an issue
  - suggest ending discussion on a topic at the meeting
  - summarizes
  - call for votes to confirm consensus decisions or to decide issues

# Giving Oxygen to Dissent

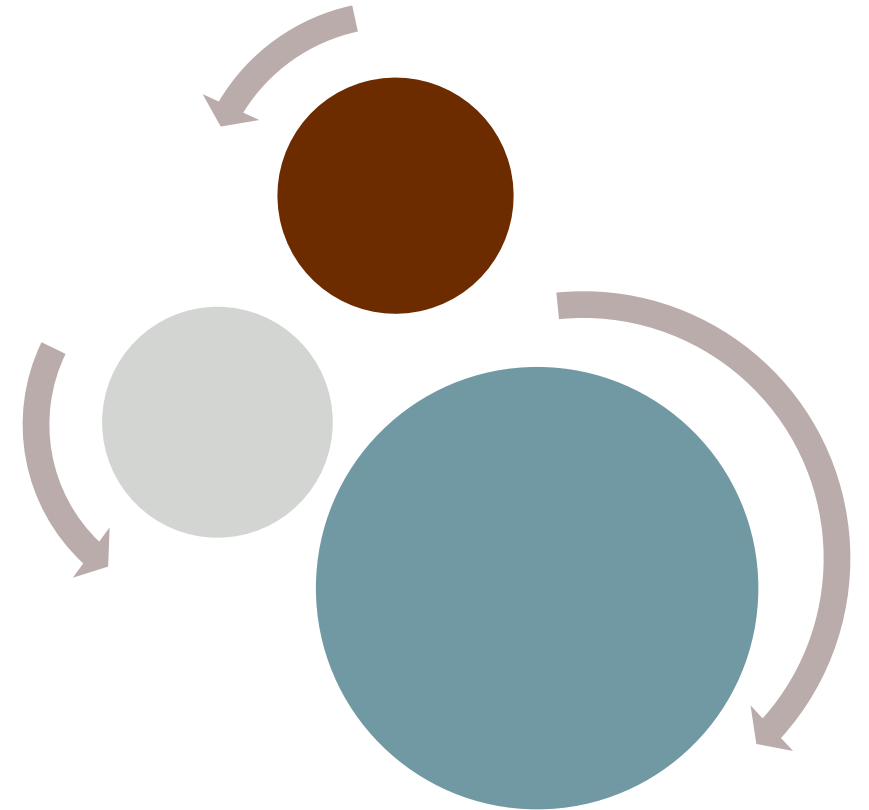
- The purpose of democracy is to enable decisions by the majority, while giving voice to minority views
- Today, dissent is **encouraged** since that is where new, different and potentially better ideas and alternatives come from
- The Chair's role – and every board member needs to help – is to identify the cause of dissent and therefore how it is best **woven into the fabric** of the meeting
  - e.g. information gap, perception, strategic, approach, substantive, philosophical, personal

## Some Cautions and Pitfalls

- Doing the work of the board rather than facilitating the work of the board
- Supervising the Director of Education rather than listening, supporting, providing constructive feedback, and enabling dialogue with the board
- Deliberating decisions between board meetings rather than communicating matters of importance to the board
- Advocating for a position or their preferred position

# A Great Chair Respects the Process

- Knows how to create and follow a strategic agenda
- Knows how to align the agenda with the work plan of the board
- Disciplined in managing time and tone
- Know when to call for a vote



# A Great Chair Respects the People

- Understands how to work with people with divergent points of view
- Knows how to listen
- Good communicator
- Keeps their commitments



# Character: The Ultimate Criteria

## Good chairs are

competent, of good character,  
value, trust and respect others

## Good chairs remain

respectful, trustworthy, can accept  
ambiguity and remain calm

# Dialogue

Questions, Observations

