



WGOB Chairs Forum-Key Takeaways Cohort 3 Session 2- December 11, 2024

Getting to a Board Decision

Presentation from Scott Baldwin (slides included) he presented on:

- DISC (Dominant, Inspiring, Steady, Cautious) personality profiles
- Tucker Model (Forming, Storming, Norming, and Performing)

Two Key Questions from Group discussion with Scott on different ways to get to a board decision

- How do you know when it's time to wrap up discussion and vote on the motion?
- How should the Chair vote in the event of a tie or slim majority?

Key Takeaways in the Group Discussion:

Key points included the importance of recognizing when to end discussions and vote, ensuring all voices are heard, and the potential need for management input early in the process. The group debated the use of executive committees for expedited decisions and the impact of board culture on decision-making. Strategies like in-camera sessions and secondary meetings were suggested to ensure robust discussions. The conversation also highlighted the need for intentional delegation of authority and the potential risks of setting precedents with rushed decisions.

Question in the Breakout Groups:

As Chair of a Board, what processes have you used in Getting to a Board Decision?

Key Takeaways from Breakout Groups:

Strategies for Making Decisions

- Balancing personality types - some are instinctive decision makers and others are process focused (DISC)
- The discussion emphasized the importance of a feedback loop and reframing questions in the decision-making process. Repeating and Reframing (Forming and Norming)
- Breaking down large decisions into smaller components for better agreement.
- Sometimes no decision is the decision on larger issues that require additional meetings - the importance of not rushing a decision.

- The role of the chair is keeping the agenda focused on key issues as much as it is on effective decision making.

Gender Diversity and Board Decisions

- Chairs role is to ensure everyone feels heard, especially in gender-diverse groups.
- Different approaches to consensus-building in boards with varying gender parity - when there are more women around the room the nature of decision making and the way information is presented and absorbed seems to be quite different.
- Discussion on the economic benefits of gender diversity on boards, in context of recent announcements from large companies regarding DEI policies and the potential impact of these announcements on diversity efforts.

Strategies for Finding Diverse Board Members

- In cases where companies have challenges in finding female experts for boards, particularly in specific fields. The group questions whether the expertise sought is gender-biased and suggests looking deeper for diverse candidates and going beyond existing networks to find diverse candidates.

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