

Supporting your Board during the Covid 19 Crisis

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Purpose

**To help you as Company Secretaries and Governance Teams
to help your Boards to continue to make effective decisions
in these difficult times**

This session will cover

- > Practicalities
- > Governance issues
- > Good practice issues
- > Risk and Assurance in changing times
- > A quick check against “The Right Stuff”
- > Any Questions

Practicalities – in advance

- > **Roles** – Chair/ Minute Taker/ Technical support each separate
- > **Platform** - Use whichever platform the Exec is already comfortable with – unless there is good reason to change
- > **Prepare**
 - Check in with individuals** - Duty of Care
 - Practice the technology** – Have a dry run with Chair/CEO and separately with each Board member
 - Set protocol for indicating they want to speak
- > **Keep agendas and papers short and focussed**
- > **Plan a break after 60-90 minutes**
- > **Encourage Board members to send comments to Chair in advance**

Be Prepared

- > Know who you are expecting
- > Have everyone's phone number
- > Make sure they have your number

- > Check the Chair has the substantive comments individuals wanted to make
- > Allow for some chatter time at the start – invite everyone to bring their own coffee 10 minutes early

Governance

- > Purpose of the meeting – Regular or Special?
- > **Agenda** - Put Covid 19 matters first
- > **Short papers**
- > Matters for noting – are they needed at all?
- > **Rules and Standing Orders still apply**
 - Quorum
 - Chair
 - Reserved Matters
 - Decisions between meetings

Good practice

> **Essential:**

- Record the decision to hold the Board meeting in a virtual manner
- Record each decision taken in the meeting and all the key points made in the discussion
- Maintain a record of papers and presentations to the Board
- Record attendance and absence

> **Advisable**

- Review effectiveness
- Review Standing Orders

Assurance and Risk

STOP ?	<ul style="list-style-type: none">• Routine reporting on strategic plan• Clear out board and committee agenda• Recruitment of new board members
KEEP ?	<ul style="list-style-type: none">• Reporting on compliance activity (financial statements, Regulatory, compliance, Code of Governance Compliance etc.)• Individual and collective Board appraisals when they are due
START ?	<ul style="list-style-type: none">• Meeting more frequently for shorter meetings• Receiving reports on immediate actions on operations / policy changes / workforce planning in response to CV19• Increase delegations to Exec to increase flexibility• Set new KPIs to measure business continuity, compliance and emerging backlogs, liquidity and solvency• New financial stress test scenarios for CV19

Right Stuff – A simple check



Any Questions



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