

2.

ON BECOMING A DIRECTOR

Congratulations on your appointment.

It is important that you understand your obligations as a director and feel engaged in your new role. Sometimes the NFP will run an induction meeting for newly elected board members. This should occur before your first board meeting. You should make every effort to attend – after all, who likes to look like a fish out of water at their first board meeting? Or a stuffed dummy, come to think of it.

What to expect from an induction meeting

Typically, during induction, the chair and CEO will present an overview of the organisation, answering any questions you have. Other current board members may also be present. It all depends on how big or small the NFP is.

The induction meeting helps orientate you, bringing you up to speed about what the organisation is trying to achieve, how it is going about it, and the financial consequences over time. You will also gain a clear understanding of a director's responsibilities. But it should include a bit more than that. It should also provide you with an idea of the services and products on offer, the staff involved in various activities, and the general economic, market or other conditions in which the NFP operates, and other factors pertinent to the growth (or survival) of the organisation.

Just how long this will take depends on the size and complexity of the organisation and the amount of information being provided. At a minimum, I would expect a couple of hours or so. After all, I'm sure you will have a few questions to ask.

It's important that you and other new directors meet the management team and possibly, their staff. This should be part of the induction meeting. If it is not included, then arrange to meet the team sooner rather than later. If your NFP is a national organisation, visiting branches (other than your own) is also valuable in understanding the way the NFP works, as is meeting with significant stakeholders. Some boards invite such people to a regular board meeting to improve the relationship between both parties and to enable the organisation to identify factors that may impact on the way it operates.

Meeting the management team is really useful, as it helps all parties gain an impression and some understanding of one another and their duties. Although you may well forget some people's names and areas of expertise, they are likely to remember yours.

Here's my take on what you might expect to cover or discuss during the induction meeting (in no particular order):

- Overview of the organisation:
 - The past and the present situation, and current areas of interest
 - An organisational chart (with the board, board committees, and key staff – names and responsibilities)
- Vision, mission, strategic goals, and values
- Strategic (long-term) plan and business/operational (short-term) plan
- Current financial situation
- Constitution and rules, with attention drawn to the main points

- Board and committee meeting dates, including time and location¹⁰
- A typical board agenda
- Interests register, dealing with external business interests and potential areas of conflict for board members
- Minutes from the last board meeting and associated (sub-)committee meetings, for example, finance committee
- Contact information for board members and the CEO
- Date of the next AGM

As you can see, there will be a lot to learn and hopefully, there will be a few “takeaways” for you to read or watch at your leisure before the first board meeting.

Should a (sub-)committee sound interesting and appear to be one that you could contribute to, then have a discreet chat with the chair during or after the induction meeting.

You should also be prepared to talk a bit about yourself (personally and professionally), explaining what you can bring to the table, and your interest in the NFP. Make sure you use positive language and indicate why you put your hand up to become a director.

As an aside, at some stage you may be asked to supply a head and shoulders image of yourself taken by a professional photographer, plus a brief biography, to be placed on the “About Us” section of the NFP’s website, along with those of the other directors.

¹⁰ These are subject to agreement at the first meeting of the new board.

If there is no formal induction meeting, contact the current chair for a bit of a chat about the board and its activities. You might want to see if other new members would also like to attend.

The first board meeting is like no other!

Make sure you have done your homework. Read all agenda papers, make notes, jot down a question or two – even if simply a point of clarification. Indeed, it's expected of you. It is your first date, and first impressions count. Don't be shy, and be prepared to give a brief synopsis about yourself (based on what you said, and the response received, at the induction meeting). Most importantly, arrive about ten to fifteen minutes before the official meeting time. As already noted, first impressions count, so turning up late is a no-no. Besides, if you are early, you will be able to engage in a bit of chit-chat with other board members. It's always a good idea to build relationships sooner rather than later.

Your first board meeting will probably go quite well because others will be keen to meet you and any other newbies, and to learn a bit about you. You may well know some of the board members, especially if you were invited to put your name forward. Nevertheless, a board meeting is (or should be) fairly formal. It's a structured meeting with an agenda to follow and decisions to be made and formally recorded. Despite that, the new board's first meeting is different from the others.

1) The agenda

When you join a board, one of the first things you will come across is the agenda. Agendas are a critical component of

running a meeting, determining what will be discussed and the order in which items will be considered.

First of all, it's a new board. Even if there's only one new member, it's a new board. The new board must consider what needs to be done to successfully guide the NFP over the next twelve months as per the constitution, the strategic plan, and its associated budget.

Flowing from this, there are a number of actions taken to ensure the smooth running of future board meetings.

2) Appointing the chair and deputy

One of the tasks of the board may be to appoint a new chair. It's a tough one if this happens at your first meeting or second meeting, as it's likely you have not seen any of the nominees in action at the governance level, or in some cases, even know who they are. Once that is sorted, next up is the appointment of the deputy chair. If it's your first or even second meeting, it's unlikely that you will be nominated for either post. Tough, but there it is. Provided the incumbent chair or deputy chair has done a reasonable job (and wants to carry on), it's highly likely that they will remain in the job.

3) Minutes of the AGM

If you have just been elected, then hopefully you attended the AGM. This is because the minutes of the AGM are presented to the board for "approval".¹⁰ Naturally enough, you can only discuss and vote if you attended. (See also the "Post-AGM" section, on page 107.)

¹⁰ In fact, the minutes of the meeting can only be approved by members twelve months later, at the next AGM.

4) Selecting (sub-)committee members

Boards typically have supporting (sub-)committees, for example, a finance committee or a fundraising committee (see page 64). If a committee exists, there is a possibility that you could be nominated. There is, however, a tendency for existing members to remain. Nevertheless, people do move around, and if a vacancy has arisen (which is probably why you are now on the board), then you are in with a chance.

Being on a committee means you:

- Have an opportunity to make greater use of your specialist skills and knowledge.
- Gain a detailed understanding of the topic under consideration.
- Have an influence on what the board decides to do at the ground level (to coin a phrase).
- Meet other directors at a more personal/social level.

Hopefully, as part of the induction meeting (page 34), you will have learnt about various committees and what they do. If you had a chat with the chair after the induction meeting, then you will have an idea if you are in with a chance.

I do recommend that you give serious thought to putting your “hat in the ring”. You are likely to be far more able to influence the organisation’s direction if you are a member of, and take active part in, a relevant committee.

5) Meeting dates

At some stage, suitable meeting dates and times for the next twelve months will be discussed, with existing dates and times used as a starting point. Now here you can really

have an input. Make sure you have your diary with you and a view on whether the current meeting dates suit you. If not, have your preferred times ready.

Usually, boards meet monthly, and their support committees meet a week or so before the board meeting. This is to enable committee reports and recommendations to be included in the board papers for the forthcoming meeting.

6) It's all about you

At some stage of the proceedings, it is likely you will be formally introduced to the other directors. Then it will be your turn to talk about yourself. Make the most of it; as noted previously, first impressions count. How long do you have to talk about yourself? Not long, thirty seconds, a couple of minutes? Don't ramble. Use positive language. As always, be prepared. (The induction meeting will have given you a few ideas as to what people are interested in hearing.) If people want a bit more information about you, they will ask.

After this "admin stuff", the meeting will progress to the items usually found on a meeting agenda.

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