

**A Guide for Chairs and Deputy Chairs of Boards, Board sub-committees and Advisory Councils, to accompany the recording of the seminar “*Being an effective Chair*” on March 26, 2021.**

This Resource Guide is provided to assist Board Chairs and Deputy Chairs, Board sub-committee Chairs and Advisory Council Chairs who undertake this important leadership role in the governance of ministries within ISMAPNG and its co-sponsored ministries. The resources can be used by small groups (e.g. a gathering of Board sub-committee Chairs) or as a self-paced governance formation opportunity for people currently in these roles and/or those considering them for the future.

**The recording of the March 26 seminar can be considered in four (4) parts.** The content of Parts 1, 2, and 4 are summarized in the ppts provided:

- **Part 1:** Building a better culture – is your Board setting the right tone? Aspects explored include mission-led governance; current challenges for Boards and Chairs (Anne Astin - approx. 37 mins)
- **Part 2:** Emerging issues in Not for Profit governance; Culture and Trust (Anne Astin - approx. 40 mins, view from 37:08)
- **Part 3:** The legal context for Board Chairs: recent developments (Nicki Patten - approx. 20 mins, view from 1:06:51)
- **Part 4:** Exploration of an AICD article on ‘How effectively is your Board chaired?’ (Annette Schneider rsm – approx. 20 mins, view from 1:26:09)

**Resources provided for the seminar participants and included in this Resource package are:**

- 📄 Ppt slides from Dr Anne Astin
- 📄 Ppt slides from Annette Schneider rsm
- 📄 AICD article “*The COVID 19 leadership test: how effectively is your Board chaired?*”

**Additional resources also provided in response to discussion during the seminar**

- 📄 Vimeo recording of the seminar <https://vimeo.com/536175022/29a73b6820>
- 📄 ACNC Governance Standards <https://www.acnc.gov.au/for-charities/manage-your-charity/governance-standards>
- 📄 AICD Principles of good governance <https://aicd.companydirectors.com.au/-/media/cd2/resources/director-resources/not-for-profit-resources/nfp-principles/pdf/06911-5-adv-nfp-governance-principles-summary-report-a4-web.ashx>

### Using Part 1

Provide those taking part in this governance formation program on ‘*Being an effective Chair*’ with a copy of Anne Astin’s ppt slides. **Mentors** may also be invited to participate as part of their ongoing contribution to governance formation.

- 📄 Show the first part of the video presentation from Anne Astin as she uses her slides to explore mission-led governance and the importance of creating an appropriate Board culture.
- 📄 Invite conversation about the questions posed for Breakout 1.

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**Using Part 2 (view from 37:08)**

(Note: Parts 1 and 2 may be considered together, given Anne Astin’s ppt slides cover both Parts 1 and 2 of the seminar).

- ✚ After viewing the ppt slides and the video clip, invite conversation about the questions posed in Breakout 2.
- ✚ Take some time to respond to the two questions in the final slide and identify two personal commitments which arise from what has been learned from Parts 1 and 2 of the seminar.

**Using Part 3 (view from 1:06:51)**

Nicki Patten frames her input around a case involving *Tennis Australia* in 2020 where the role or duties of the Board Chair were the focus of some comment in the judge’s findings.

- ✚ View the video clip of Nicki Patten’s presentation and the conversation which followed.

Among the points to which Nicki refers regarding the Case and its findings are that the Chair:

1. Is responsible for setting the Board meeting Agenda
2. Ensures there is sufficient information provided for Directors to consider major issues
3. Manage the business of the Board so there is sufficient time available to address major issues
4. Enables Board members to work effectively as a Board
5. Ensures there are harmonious, workable relationships within the Board
6. Sets and implements the cultural expectations and standards which will characterise the Board’s operations and that of the wider organization
7. Sees that corporate governance standards are understood and implemented
8. Identifies new Directors and ensures appropriate induction and ongoing Board formation
9. Appreciates that no longer is the Chair’s role ceremonial, symbolic or focused on public relations
10. Understands the legal and public expectations of the role – the buck stops with the Chair!
11. Manages conflicts of interest appropriately (actual, perceived or potential)

Nicki also notes that it is timely in the current environment to review the Board’s Governance Charter, the role descriptions for key people, Board policies and procedures in light of the ACNC Standards and the AIDC principles of good governance.

- ✚ Reflect on any insights from the Tennis Australia case which have relevance for your Board.

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**Using Part 4 (view from 1:26:09)**

Provide the participants with Annette Schneider’s ppt slides and the AICD article as pre-reading.

- ✚ Show the video clip presentation by Annette Schneider rsm and invite some conversation about the activities suggested and the questions proposed on the slides.
- ✚ The conversation may identify some useful focus areas for ongoing governance formation and the provision of opportunities appropriate to the needs of each participant.

If there are currently no **mentoring opportunities** available for the Chair, Deputy Chair, Board sub-committee Chairs or Advisory Council Chair, then further conversation can be had about what would assist people in these existing roles to increase their knowledge, expertise and confidence in undertaking their roles effectively.

- ✚ Note any matters raised in the brief Q and A time hosted by Jonathan Campton at the conclusion of the seminar. If you have any queries about issues raised in Parts 1, 2, 3 and 4 you are welcome to contact Anne, Nicki, Jonathan or Annette via the email at the end of this resource Guide.

**Concluding remarks**

The Ministry Governance Unit hopes this Resource Guide which focuses on ‘*Being an effective Chair*’ is helpful and would appreciate any feedback you can provide which would make the resource even more effective.

If you would value further assistance with the ongoing formation of Board Chairs, Deputy Chairs, Board sub-committee Chairs or Advisory Council Chairs you are most welcome to contact me at [annette.schneider@ismapng.org.au](mailto:annette.schneider@ismapng.org.au)

Annette Schneider rsm

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March 26, 2021.