



Take on Board Podcast – Episode 378

Transcript – How to Be a Great Board Chair with Giselle McLachlan

Hello, and welcome to the Take on Board Podcast. I'm your host, Helga Svendsen. I know that being on a board can be an incredibly valuable, interesting, and exciting experience. Yet, it can also be lonely, challenging, and let's face it, pretty hard. So here at Take on Board, I'll bring you weekly tips, tricks, and advice to help navigate your way onto your first board, your next board, or to build your governance wisdom. Now, on with the show.

Today on the Take on Board Podcast, I'm speaking with Giselle McLachlan about how to be a great board chair.

Before we start the podcast today, I'd like to acknowledge the traditional custodians of the land on which we record. For me, I am on the unceded lands of the Wurundjeri people of the Kulin Nation, and I pay my respects to elders past and present. I acknowledge their continuing connection to land, waters, skies, culture, and country. And I'd also like to pay my respects to any First Nations people who may be listening or watching today. I support Voice, Treaty, and Truth for Aboriginal and Torres Strait Islander peoples in Australia, and I encourage others in the Take on Board community to do the same.

Now, Giselle, welcome back to the Take on Board Podcast, because of course I've had you here before, actually in the early days of video, which is not that long ago. Yeah. Um, but look at you. Great to have you back again. Great to see you, Helga. Um, could I get you to...

Could I get you to introduce yourself to the Take on Board community? Sure. Kia ora, uh, from Aotearoa New Zealand. Kia ora means I'm wishing you good health. I'm based in the South Island, uh, of New Zealand, and I'm based at a little, uh, tourist town called Wanaka, where there is mountains and lakes and just enough visitors to keep everything fabulous. Uh, and right now outside, it's been snowing overnight, and so it's a really beautiful winter's day. Um, place where I grew up was in the North Island from the Tainui people, to acknowledge them.

Um, uh, the Tainui is a tribe or an iwi, uh, of the North Island, whereas where I am now, this area was dominated by the Kai Tahu or the Ngai Tahu, depending on your dialect, people. Uh, yes, so paying tribute to them, but also just acknowledging, uh, for New Zealand, we have got a really interesting journey ahead, 200 years of celebration, uh, of our Treaty of Waitangi te Tiriti, uh, in only 14 short years' time. So we might talk about that another time. Yes. Oh, so Victoria, the state of Australia where I live, has just got our first treaty, which is the first treaty- Yes ... ever in Australia, which is fantastic that we've got it.

Extraordinary that you're coming up to your 200 years, and we're not even at o- not even at one. Um, but yeah. No, that's so interesting. Yeah. Yeah. In fact, I should... Oh, note to self, I'm going to reach out to some people from the Treaty Authority and see if I can get somebody on the podcast, because it would be an amazing conversation, I think, about the path to tr- the governance path to treaties. Yes. Um, so yeah. Th- yes, exactly. We have that ahead too. So look- Mm ... um, I think it's, it's, it's probably worth mentioning I am a reformed lawyer.

Y- I don't do that anymore. Uh, and I was in search of a better life, and I think I've found it now with this beautiful work that I do, which is coaching, being a director myself, of course, teaching, facilitating workshops. And I spend my time travelling around New Zealand and online doing that, and it brings me so much stimulation. I love it, possibly slightly too much. And, uh, it means I'm really often in other people's boardrooms, which is what makes, I think, the job so fascinating.

I'm like the, on the fly on the wall- But a fly with influence, it's quite a good place to be.

Giselle, I feel like you're my New Zealand twinsie. Uh, yes, I'm a reformed lawyer. Yes, in search of a better life, coaching, teaching, facilitation, fly on the wall, all of those sorts of things. Yeah. Um, like I say- Ooh ... I feel like you're my New Zealand twinsie. Yeah, and I think this whole conversation, I mean, you know, no matter how long we have together, we'll never get to the end of how to be a great- Never board chair. No. Because of course the recipe, uh, for it is so, um, micro ingredients.

There's so many things that go to making up a great recipe. But we're going to focus on a few bigger things today, and, and, yeah, hopefully we can share some experiences. Okay.

Well, let's, as you say, the conversation's never over. It's partly why I feel fortunate- ... to have this podcast as well, in a way, because- It's true ... uh, seven years ago when I started, I'm like, "Oh, I wonder how many conversations about governance I can have?" Turns out, hundreds, endless. Yes. Because there's always new things to learn. There's always a new angle. There's always a new story. Yes.

So, for our conversation today, we're talking about board chairs- Of course ... how to be great in the role. Uh, where should we start? Where should we start the conversation?

Well, let's start at the beginning of why this has become a real area of focus for me. I think when I began my governance journey, and of course many of your audience are starting or newly in a governance journey, I was always a little bit fascinated by the chair. I could see done well, done badly. You know, you see it, the, all of the shapes and sizes. But I heard a lot as I worked more and more in this consulting side, I heard more and more of, "Our chair's not very good in the role." Bit of a moan zone, if I could call it that out there.

And also people being critical, not necessarily very helpful. And I started to see people asking me to help their chair. So, you know, often I was probably a place of safety that they could say, "Our chair's struggling, but they don't really realise. Couldn't you talk to them? What can you do while you're here?" And that all evolved. So at Grounded, or Grounded Governance is my company, and, um, we're all about helping people right across, uh, the, sort of the d- the whole spectrum of, of boards.

Um, but in particular, we've really focused on helping chairs to do a better job. We often hear about the chairs that are not so great. Now that I chair a board, I'm like, "Oh, good Lord." Yes, exactly.

What are they saying about me? Exactly. And, and part of this is, you know, well, the myth of, of chairing is y- people think, oh, well, you get to be the chair when you know what you're doing. But that is not true, right? Uh, occasionally it's true, but often, especially for younger people or people new to c- to governance, they find themselves as a chair because no one else would do it.

Yeah. That's a common thing. I, I was the I- last person left standing. Um, or they were asked nicely, and they couldn't say no, or because they could see that things had to change, and they- stood up for, to change, but they didn't necessarily have the skills. And so I think it's very common that people are chairing, uh, obviously in the less experienced area, when they don't actually know how to do it. Yes. Yes, and may not have seen too many other chairs do it- Yes ... whether it's done well or not done well- Mm-hmm ... because let's face it, you can learn an enormous amount from a terrible chair- Yes about good chairing as well.

It's like, okay, I'm not going to do that, that, that, or that. Which means I will do this and this, which means good chairing. Yeah. Yeah. Okay. And, and, and so here's the thing. What's the symptom of good chairing? And I think this is a... This is the thing that really got to me, as I heard a lot. Our chair's really good, because they always finish meetings on time, or vice versa. They don't finish meetings on time. That's why they're bad. And I started thinking, and, you know, deeply about this, about the chair's only one person in that room, and how much influence can they really have.

Yes. And that's where the whole journey started, was, is- Interesting finishing on time really the measure for being a good chair? I don't think so. And even, side note, gosh, there's going to be so many side notes here. We will stick on, and I promise. But I, I did a board review recently, and some of the feedback, want to finish on time, and even some of it, we want shorter meetings. And when I presented, I said, "Out of interest, how long are your board meetings?" "90 minutes," they said.

And I'm like, "You're not getting shorter meetings than that, folks." Yeah, get real. Like, uh, I, if, if she ever finishes on time, she's doing an extraordinary job, and you're probably not actually having the discussions you need to have. Your meetings are not going to be less than two hours, and they're not going to finish early, unless something extraordinary happens. But don't expect that. That is not what governance is. Yeah, so that's a really fascinating example of the wrong symptom, and criticism of somebody- Yes ... who was actually doing a great job, making them do a bit more work maybe.

Exactly. Yeah, fascinating. Exactly. Fascinating. Okay, so- Yes ... so on that, I guess- Mm ... people often think that the chair's job is to run the meeting. That's not the job of a chair. You know, the, what happens in the meeting is the, if you like, the, you know, taking the thing out of the oven, like, this, um, thing you've been cooking up. And actually- Everything that goes on with the preparation phase outside of the meeting with, uh, I'll come onto it, but there's so much that happens before and after meetings and in the planning phase of being a g- a board chair that affects how the meeting goes, and I think that's the piece that's really important and people need to understand.

Only with all the prior proper preparation do you prevent poor performance, as the saying goes. So thinking about today, I started thinking about, like, what is it that the chair really does? And I think it's... I've built a framework, I talk about that, but it's about creating an environment for other people to succeed, and I think that's, the other people are the people, the organisation, the management team, and the other board members. And success does not mean getting your way,

obviously, or winning the argument, but actually creating the future for, for the organisation and all of their stakeholders.

So yeah, that's a big role. That is a massive role, and it is so much more than the meeting. Yes. Yeah. Okay. Well then, take us through your framework. Okay. How does it work? What, what's it all about? Yeah, so, look, I did, uh, sheer hard work and a bit of research and, and really trying to grapple with things and, and designed this framework for chairs to understand the depths of their job. So at the surface level, it's called the five Ts. So the five Ts, if I just count them off, are the time, the tone, the talent, the teamwork, and in New Zealand, we would say tikanga or traditions.

So if you think about the time, it's, well, where are we spending our time in the meeting? But also all the time outside the meeting, the annual work plan, strategy day, how does it all s- how does it all work? And of course, the time planning with the management team. The tone, so much like what, you know, do we- does this place feel like the organisation reflecting that tone, but also a positive, constructive, future-focused tone or respect, honoring the values, things like that. The talent is, uh, so much in that.

Um, but the formalities with the CE, uh, or whatever that person who's in charge of the organisation, whatever they're called, the formal engagement and the informal coaching and, and mutual coaching that goes on. Uh, so that talent management, training the board, think about your skills matrix, or board evaluation, all of those mechanisms that we use all fall into that talent umbrella. The fourth i- aspect of the team work is things like how do you set up committees? How do you spread the workload? How do you actually agree, come onto traditions in a minute, what the workload is, to your point about the 90 minutes.

Yes. You know, that's not teamwork. That's everybody just giving minimum amounts and not understanding the role. And then the traditions, the how we do things around here, I think being very deliberate, being clear what's expectant. You know, right back to that interview stage that we were speaking about before we started recording, of what is the, what does it look like to be a member of this board team? And that chair needs to make that clear. So those five Ts form the framework, and each one of them, and now our model has got a bunch of tools and things that are, you know, given to people who do the coaching support with us So that they can be a great chair.

So where do you find, if anywhere, where are people, um, most likely to flourish, and where might they, you know, hit some challenges in your f- in the five Ts? Look, I think that's so dependent on the organisation, that's recipe. So, you know, a chair who steps into the role in a crisis, CEO's resigned out of the blue, there isn't a succession plan, um, and board member's resigned as well. On the, you know, all sorts of reasons why that could happen. Um, a crisis m- is going to mean a lot of thinking about time and tone, and probably a lot more meetings than normal.

Whereas, uh, a, a longer standing, more stable chair will have the luxury of thinking hard about their teamwork and their talent. Um, a chair who knows they have a CEO to replace voluntarily or not is going to have to spend a lot more, um, time and a lot more focus than a good times stable CEO and a management team, for example. And of course, if we think about some boards, effectively the board is management because there isn't anybody else, and so that's a whole different application of the framework of what do the five Ts look like in that environment.

Yes. Yeah, so it's, it, it depends the answer to all things in governance. It really does. And what we like about using the framework is it helps people understand all the ideas and all the things that are going through their mind. Okay, now let, here's a way in which I can understand the role as it is now. And you might keep that all in your back pocket. You don't have to necessarily tell anybody else that you've done this thinking, but I think it's really helpful to do it.

So I'm wondering, like, y- you chair a board, you chair a number of- Yes ... committees. You've got a bit of chairing experience up your sleeve. I'm wondering, in as much detail as you're willing to share- Yes ... or able to share, if you've got any stories that you can share from your chairing experience that- Sure that might bring some of this to life. Yeah, so I think, um, o- one of the organisations that I am currently a chair of, so we won't anchor that with who it is, but they...

It's been such a mutual, um, engagement and such a, so everybody learning. So they have been very clear that what they want in a chair is somebody who's very engaged with their culture, reflects their culture. So we've spent a lot of time bringing the values to life, and also their culture models, and they use a very specific personality testing. So of course, part of the process, I got tested, and then I'm expected in my chairing to bring that to life. And the boardroom for them, it's got to be a place of safety.

It's not as robust, perhaps, as other board environments where you can pretty much rock up and debate things. They, it's about supporting people and enabling good decisions to be made in a, in a much- a softer way, I would say. So that's a very different style of chairing than what I might do somewhere else, where, where, where, where more like the 90 minutes or two hours. I mean, I've actually never had a board meeting for 90 minutes, I don't think. But Committee meetings, maybe- Yes ... or- Yeah ... single topic extraordinary- Yes ... board meetings.

Yeah. But not your standard board meeting, yeah. Yeah, exactly. So look, just on that board, one thing we did, I, I'm a big believer in innovation, and actually create the board processes that you need. And so what we've done for that one is we only meet as a board every two months, and in between times we have a, uh, an online one-hour meeting called Director Connector, and it's for keeping the board connected. So I chair that. It's very straightforward. I send round a little t- we all, you know, we operate everything in Teams, so I send my little Teams message just says, "This is what I'm, I'm pl- I'm planning for the session.

What does anybody else think? Please add in anything." They do, and then we just have a lovely conversation for an hour. There's no papers, no more formal agenda, and there's certainly no minutes. So it's not a decision-making, it's more directional and connection. Interesting. Yeah. And is this- It works really well d- do any of the executive team or the company secretary or board secretary come to those meetings, or just board members? No. We have a managing- It's just a check-in ... director, managing director. So that person- Ah ... wears both hats.

Yes. Um, but otherwise, no. And, uh, w- the nice thing for management is that they know we have that meeting. It, I mean, it's not secret. Yeah. It's effectively our version of board only time. Yes. Interesting. Because, yeah. And do you do board only time at the board meeting- Yeah, yeah ... as well, or just in this in between time? 10 minutes. 10 minutes. Mm-hmm. Yeah, great. Yeah. Yeah, it works really well. Um, so that's a, a thing about time and tone and talent, but it definitely comes

from reflecting the values of that organisation, and it evolved from that, which I think is, is a really good thing.

It's not one size fits all. Interesting. I like that. Ooh, I like it too. I might end up borrowing that myself, thank you, for one of the boards- Yes, you please do ... that I'm on that- Yeah ... that, uh, meets once every two months as well. That is so interesting. Okay.

Do you find, because like I say, I know you chair and have chaired boards and committees. Do the five Ts apply equally, do you think, across board and committee work, or is there any differences in, in the application? I'm just going to say- Generally, no. They're just as useful- Yeah ... from the chairing point of view. I think at the moment, the committee chairing I'm doing is in the context of local government work, and so it's public meeting, and that- As in the public shows up to the meetings?

Can- Yes. Ooh, interesting. Yeah, and they are live-streamed, so that's interesting. Oh, wow. That is interesting. And so- Okay ... yeah, so I prepare for those meetings very differently to how- Yes ... I do... I'm... Scripted is the wrong word, but I am very organised with exactly what each topic needs and how directive I need to be. Uh, and we're all, we're all learning there, too, please be assured. So that's, that's very fun. And I think that's why I said yes, actually, to one of the roles, was one of the reasons, was because I knew it would stretch me, and you know I like doing governance yoga.

So, um, yeah, I think it's a very, it's a very good thing for me not to get, um- Uh, too comfortable, and certainly a public meeting ch- you know, live-streamed, is not a comfortable place for many people. Oh my goodness, no. Yeah. So, okay, so now I'm, I'm interested in that rabbit hole. Yes. Um, I imagine there's been quite a bit of stretching in, in that role. Yeah. Uh, and one of them f- uh, by the sounds of things, is really preparing because you know that the public will, yeah, live stream.

And can I check, live streaming where they can participate from the live stream as well? No. Or are they just watching, in inverted commas? Yeah, same whether they live stream or in the gallery, they can see what's going on, but they, no they can't. There's no- Okay ... public engagement. Okay. But it's- Mm-mm. But it is still a very high level of ac- accountability, I guess- It is ... when everybody can literally see- Yeah what's going on. What are- Yeah, so look if you- What are the stretches?

If you, well if you r- if you think about that, the, the ripple effect of that is that the minutes- Yeah ... look different. Yes. So they're both transparent, but they're very summary because the video recording exists. You don't need to have... Yeah, so that's really interesting. Um, it's also stretching me. You know, I can't assume that the people who are on my committee know the jargon or not, so I have to signpost a lot more clearly. This is what we're doing. This is why. They know more about their community than I do, so, you know, I have a lot to learn there, too.

So the stretching is things like understanding what will be of interest to the community, even if you don't live there. I used to live in that region, but, which makes it relevant, but I don't live there now, so yeah. Oh, interesting. But that's another stretch. Mm. Yeah. Oh, I love it. Always some way for us to stretch ourselves in the role. Yeah. Yeah. Yeah, and then I think the other area I would say, uh, work that you and I have in common is the board evaluations or, um, in my case, board health check.

And I found there, you know, I do a lot of intimate work with the chair, so you're actually coaching them on, um, how th- they can, uh, learn and influence their own way, their style, if you like. And

that's really interesting because they're all different in terms of how willingly they take that on board. Um, mostly great people who are wanting to evolve, but I think there's some things that come out that they are actually really surprised by, and surprised that people want that in their chair.

Which comes back to knowing, well, what is your talent, the people you're sitting next to, that you're in charge of, or you're leading, I think is a better way of saying it, actually. Sorry. Um, what do they want from you? And I think how to be a great chair does involve asking people- Yeah ... how- Knowing them what would you like? Yeah, what would you- Yes ... different to you, like from me? Um, and I've, that, just that conversation, that's led to a lot of interesting and very varied views, where you have different members of a board, of the same board, saying they want very different things.

Not a one size fits all from the chair. Absolutely. Which, which can be the... I know recently we did a bit of a review of our board papers, and what do we want to see more of, less of, and so on. Yeah. And I said to our board, "Bring it all back to me," because I know some of them are going to say, "We need more detail," and others will be saying- Yes ... "We need less detail," and, you know, "We need more of this," and somebody else, "Less of this." So in my humble opinion, that's not for the executive to sort out.

Yeah. That's for us as a board to sort out, rather than just giving the executive these, you know, at odds messages. I agree. And do you know, I had this, a exact topic came up in a board review recently with a CEO said, "Please give me continuous feedback about the board papers." And I said, "You really don't want that." Like- ... m- don't do that. And we agreed, we changed it to being twice a year feedback. Yes. Yes. Otherwise it just- And consolidation ... drove him crazy.

Yes.

So, so then how do you manage it when you've got a, a, a chair, uh, when the feedback that the chair gets is...

Well, let's go back to the length of the meeting, and I know that's not- Yeah necessarily the best one, but it's an easy one. There's some board members who are saying, "We need more discussion. Our two-hour meetings should be three-hour meetings so that we can really dive into the strategic stuff." You've got other board members saying, "Oh, we spend so much time faffing around in our meetings. Can we just get to the point, um, and just, you know, approve all of that stuff off the papers and then do it in this way?" Like, you've got- Yeah ... black and white.

Yeah. How, how did, how, what, what's your advice to chairs? because so many chairs will have heard similar. What's your advice to them? Well, the first thing is you've gotta get, um, the agreement on one thing, which is do we or don't we discuss information papers? People would call these information papers or noting papers. Sometimes they call them compliance papers. You know, they are there because the annual work plan says they have to, or it's a follow-up from the last meeting, or, um, it's, um, part of a, the standard attachment that a board have asked for in that feedback about what they want in the board room.

So my view, and I push this reasonably hard when I'm advising chairs, is they should be for information, not for discussion. And if any director wants them moved to a discussion paper, they

just have to let the chair know in advance. 24 hours-ish. Now, I generally get good agreement on that, and the chairs take that back and generally get good agreement, but occasionally there's pushback. Directors don't like it if they prepare at the last minute. Yes. Because it means they can't. Yeah. And so the ones who are reading their papers on the plane, or they arrive the night before and they just read then.

But, you know, honestly, that doesn't work in so many respects. You know, for a chair to have directors reading the night before means they've missed on the opportunity to give management significant questions to answer, to handle any sensitive topics that the directors are going to raise, and fundamentally, to plan their agenda. So how do you plan an agenda if you don't know where people are coming from? And this takes us back to they can't finish meetings on time. It's not necessarily their fault. That's right.

So, yeah. And, and maybe it just pushes the last 24 hours, 24 hours ahead. So you're reading it in the last 24 hours, which is 24 hours before the meeting- Yes rather than no hours before the meeting, so yeah. Yes, exactly. Exactly. And one of the boards that I'm involved with, I'm sure this is true of a lot of people now, is an international board. So one time zone is not the same as the other, and so the need to have coordinated any significant questions from the board is heightened.

There's no doubt. You've got to be more considerate. So I think that, that, um, that engagement and the, the pre-meeting phase, if you like, the kind of on-ramp to the meeting, I think that's a s- extremely important preparation phase for all directors to know what the chair expects and for the chair to set good expectations. Totally. Mm. Yes. Yes. As a chair, I thank you for that advice. That is excellent.

Oh, Giselle, like last time- Yes ... there is so much in here. There is. There is. What are the key things you want people to take away from the conversation that we've had today? Well, I think the first thing is to always support your chair. Almost all chairs are good people doing their best, but let's remember that often support isn't just a pat on the back or not saying something. It might be suggesting that they get coaching and support, and maybe we do some board training together.

Um, whether it's a board evaluation or something more teamwork oriented, which y- I think you and I would both love doing. Um, don't expect people to be fabulous without some learning and some support. I think that's important. I'd like people to recognise that just occasionally someone is not suited to being a chair. They maybe don't have the humility, service orientation, uh, ability to be Switzerland most of the time. They're not very organised. Those people generally don't make great chairs. Um, not always true. There may be the person who can rise above that and make the system work for them.

But if the person is really struggling, maybe the kindest thing is to do them a favour and try and find a better chairing solution and enhance that person's mana, as we would say here, that, their sense of, um, self-worth so they don't take the, the ship down with them and d- do more damage. Mm. Absolutely. And so the... I think that's really important. Mm-hmm. Yeah, definitely. Doesn't have to be the chair role. There's all sorts of roles, and people are good- Yes ... at all sorts of different things, and just if you're not- Yes ... quite the right fit for the chair role doesn't mean that you're not the right fit for the board.

It's just might be that you're not for, right for that chair role. Yeah. Yes. Absolutely. And for right now, perhaps. Yes. Um- Yes, that's true ... yeah. And I think the only, the only other thing I would say is that for everyone else who, every chair- Needs to learn on an ongoing basis, and, uh, you and I both know that the, the day you think you've got it nailed is the day that something terrible is going to happen, and you're- Absolutely going to be reminded. Yeah, so- Yeah ... bringing that, um, that learning mindset, I think, to the role- Totally ... is very important.

Mm. Yes. Yes, yes, yes. There's always something new. Yes. Oh.

Is there a resource you would like to share with the Take on Board community? Yeah, so I think that, um, on our website we've got our information about chairing support, and, um, I think we call it Sharing with Confidence or Support for Chairs. Uh, got a whole range of ways that we do that. We're partnering with BoardPro, uh, who you may have heard w- of, um, but also in our own business. So yeah, I think that gives people a really good starting point, and if, of course, if they want to ask for some support, we're here to help.

Um, and just, yeah, encouraging people to ask for support. Yeah. Great. I will make sure there is a link to that in the show notes. Thank you.

Oh, Giselle, thank you. Thank you for coming back and stretching yet again. Yeah. Uh, maybe this is our annual stretch break on Take on Board. I would, I would love that. Stretching mind. I would love that. Stretching the skills. I think- Thank you so much for being here. No, thank you for the opportunity, Claudia. It's just fabulous to work with someone who's so focused on helping other people, uh, to get started, so, yeah. Thank you. Like I say, you're a twinsie across the Tasman. Oh, thank you so much, Giselle.

I look forward to having you back again at some stage in the future, and I know- Me too the conversation today will be very helpful for chairs, wannabe chairs, or board members alike. So thank you for sharing your wisdom- You're so welcome ... with the Take on Board community. You're so welcome. You take care, and thanks very much to you and your team.

So that's a wrap for the Take on Board podcast today. Thank you for being here and for being part of the community. I do this podcast because I love bringing good women and gender diverse peoples together. So I invite you to join us over in the Take on Board Facebook group, an active group that helps, supports, and cheer squads each other. Just search Take on Board in Facebook to find us. Or you might like to let me know your email address, and you'll then have the Take on Board Times and the Take on Board Community Digest delivered straight to your inbox.

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