

# Modern Governance

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The How-To Guide

## Modern Governance: The How-To Guide

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“It is my goal to provide the best experience possible for board members, one that is both efficient and effective. I don’t think it’s supposed to be easy. They joined because they’re passionate about our mission or they have a personal connection. They’re willing to put in the hard work. Whatever they are willing to give us, I want to ensure that it is the best possible experience.”

**April Van Epps**  
Chief of Staff,  
Centerstone

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For some, virtual meetings have long been the norm. Board members for organizations with a presence across a state, country, or even globally may not have the schedule flexibility or means to travel to in-person events regularly. In those cases, online tools such as robust board portals and video streaming are not only familiar, but necessary.

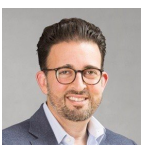
With the events of 2020, however, the situation changed for nearly all board members and governance professionals. The in-person connections they were accustomed to making mostly vanished. Board members, whether remote-meeting pros or novices, have had to adapt by embracing or reevaluating tools for distance collaboration.

At Diligent’s Modern Governance Summit 2020, board directors, governance professionals, executives and business leaders from across the globe gathered virtually to compare experiences and lessons learned around governance and leadership in a highly dynamic era.

This guide compiles key insights that illustrate best practices, takeaways and next steps for governance leaders in these areas:

- Strategy & Governance
- Security & Collaboration
- Risk & Accountability

Whether your board returns to its previous processes or codifies new methods for engagement, BoardEffect will continue to be your trusted partner.



**Brian Stafford**  
President & CEO,  
Diligent Corporation



## STRATEGY & GOVERNANCE

### Best Practices

- Digitize board meeting tasks to streamline board management processes and workflows.
- Minimize friction for boards and allow for stronger and more consistent engagement by centralizing all board activity and resources into one platform.
- Look for opportunities to diversify and add new voices to your board using digital recruiting and onboarding tools.

### BoardEffect Features

- ✓ Use online board books, dynamic agenda management, and digital signatures and voting.
- ✓ Set up test accounts to experience and anticipate board members' needs. Enable voting to approve meeting minutes, new members and policies.
- ✓ Use board composition tools to understand your board's makeup and identify gaps in experience.

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# Embrace Virtual Governance

The difficult practicalities and emotional burdens of lockdown affected both board members and the staff who support them, and these groups worked together to keep their organizations functioning as normally as possible during a very abnormal time. The keys? Efficiency, understanding and relationship building.



"We were lucky in that we could still hold our April meeting. We had to do our chair elections ... [and] you can't start a board year without a chair. We were very grateful that we had BoardEffect, because we knew exactly what we had to do. We used the polling feature to hold, for the very first time, a vote. It was pretty instantaneous and so much better than paper ballots. We were sold."

**Chelsea Barber**  
Executive Assistant/Officers and Directors Coordinator,  
State Bar of Texas

Ensuring a positive experience for board members is more critical now than it's ever been. In this new virtual world, delivering an optimal experience requires having the right technology in place – and ensuring board members are comfortable using it.

At the Summit, April Van Epps, Chief of Staff at Centerstone, described a virtual scavenger hunt she designed for her board to get them more familiar with the BoardEffect platform.

"It was simple," said Van Epps. "[I had] small groups of board members on the hunt for things [within BoardEffect], like changing one of the member's profile pictures ... or going into the library and finding something in the ... board minutes from a couple years ago."

Van Epps said the exercise helped them get more confident using the technology: "It became this great competition – who could get done first? It helped build relationships with them."

Further, virtual governance can remove barriers to board participation, allowing a diverse array of voices to become engaged. During the Summit, Stacey Woodland, CEO of YWCA Tri-County Area, attributed her organization's growth from serving about 125 individuals in the community to over 1,500 to an increase in leadership diversity.

"We diversified our board," she said, "which was the beginning of the diversification of the rest of our services. When you have people in leadership who can help you understand how to reach a specific community, you start to have more success in those areas."

Human connection hasn't taken a back seat in 2020; if anything, it has become more necessary for effective governance.



## SECURITY & COLLABORATION

### Best Practices

- Eliminate email and unsecure file-sharing apps, and leverage BoardEffect's robust security features for reliable communication, collaboration and protection.
- Embrace a single source of truth; adopting a solution like BoardEffect provides a centralized environment for all board activity and resources where secure collaboration can occur.

### BoardEffect Features

- ✓ Explore two-factor authentication, SSO, biometric support, encryption in-transit and at-rest and mobile use only.
- ✓ Use workrooms, surveys, polls and more for secure collaboration and agile decision-making.

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# Protect Sensitive Information & Collaborate Effectively

The move to virtual and hybrid meetings created both opportunity and risk for boards transitioning from traditional means of collaboration. The transition in some ways created new methods for working together that boards have found more inclusive.



"We were so impressed by the attendance at our virtual meeting in May. It was about 81 percent, which is a lot higher than we get at an actual live meeting. It was exciting to see."

**Abigail Serfass**  
Managing Editor, Kenyon Review

However, while adding opportunity, the move to virtual collaboration exposed boards to greater risk, highlighting how critical it is for board members to protect the information they share. Boards must recognize the risks associated with the potential exposure of sensitive data and take every step to ensure document handling is compliant and secure.

Boards that use platforms like BoardEffect to centralize and protect their board materials have already taken an important first step toward heightened security measures. Organization must then ensure their board members are following safe security practices in all aspects of their board responsibilities and communications.



RISK &  
ACCOUNTABILITY

## Increase Director Engagement & Mitigate Risks for Better Decision-Making

### Recommended Actions

- Manage access strategically; set permissions to control the flow of information within the BoardEffect platform.
- Expect accountability – and make it easy to achieve with the right digital tools at directors' fingertips.

### BoardEffect Features

- ✓ Protect sensitive data with BoardEffect's granular security feature and restrict access where necessary.
- ✓ Use features such as the automated approval process and electronic signatures to simplify workflows and expedite decision-making.

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When it comes to guiding an organization through a crisis, directors must have a healthy understanding of any risks posed to their organization, and it is critical that they remain as engaged as possible. For some, online meetings, materials and approvals can create a barrier to engagement that must be accounted for and addressed.



"This has really forced our board members to get on, see the materials, look at the meeting books, look at the handbooks – and [to ultimately] be more of a participant in these meetings. We're seeing a lot more participation. It's been great."

**Chelsea Barber**  
Executive Assistant/Officers and Directors Coordinator,  
State Bar of Texas

Ensuring your board has the complete picture in its deliberations and fully understands the level of risk inherent with each decision is one of the bigger challenges support staff face. Moreover, it can be time-consuming to track down the approvals and signatures to move forward with your organization's goals. And when both directors and staff are balancing numerous priorities, these tasks can be at odds with fostering positive relationships.

Removing the administrative barriers for board service must be a priority to all staff responsible for carrying out a board's directives.

Like board meetings across the globe, Modern Governance Summit 2020 transformed into a virtual event this year. This shift created the ideal environment for participants to share their hard-earned experiences with the transition to remote meetings. Even online, human engagement still matters. At the Summit, nonprofit, healthcare, higher education, community banking and other business leaders were able to build community while physically distant.

By adopting new strategies and features, boards across the globe are demonstrating their leadership and flexibility in adapting to what comes next. BoardEffect will continue to adapt with them.