

# Unequal Board Participation: A Threat to Good Governance?

by Luanne R. Stout

*"...silence is sometimes the most costly of commodities..."*

— Allen Bradley, *The Sweetness at the Bottom of the Pie*

Board self-assessment surveys often ask whether participation during meetings is roughly equal across all board members. For governance veterans, it's no surprise that this question is frequently one of the lowest-scoring. Uneven participation among board members happens in virtually every board room across the country and can signal underlying problems with board culture and member engagement. This article, explores several reasons for unequal participation, the impact it can have on the board and organization, and potential solutions.

## Reasons for Unequal Board Participation

There are people who like to talk and others who do not. However, most board members are selected for their leadership qualities and business success, so it seems counter-intuitive that these community leaders would be quiet individuals who rarely speak up. So, why do some of them have little to say in the board room?

Some causes for this problem are obvious. For example, on some boards it's tough to get a word in. One or two people typically chime in at every opportunity, offering their opinions on virtually every agenda item. Alternatively, the board culture may be so dominated by board or executive leadership that it is uncomfortable for anyone except the most brave to speak up. Maybe the board is large and

for everyone to have a say. Or, some members may be in over their heads and have little to contribute.

There are less obvious reasons why unequal participation is becoming an increasingly challenging problem in board rooms today. Generational and cultural differences are emerging as boards begin to transition from the "leap at the chance to talk" Traditionalists and



Baby Boomers to the "wait to be called on" Generation X and Millennials. As boards strive to increase their diversity, they should become aware of changing cultural norms, especially among younger individuals. Think back on an occasion when the board chair took a moment to ask each member for his or her individual thoughts. Chances are at least one or two individuals who rarely spoke up thanked the chair for the opportunity and then offered insightful

comments. These individuals may have been waiting to be asked to contribute, and were perhaps relieved that they finally got a chance to speak.

## Silence is Not Golden in the Board Room

There are still some governance cultures that welcome a quiet board that approves every proposal without much discussion or questioning. However, most boards work hard to seek members with the right mix of competencies, skills and attributes to create a board that serves as a valuable resource to the senior leadership team. These boards challenge assumptions and ask hard questions before approving strategies and initiatives. They also drive development of quantitative metrics and hold management accountable for performance.

The most obvious impact of unequal board participation is that the board and senior leadership do not benefit at all from the competencies possessed by the silent board members. This can lead to undue emphasis on strategies and initiatives supported by those board members who routinely speak up. "Group think" may result when those who hold similar views are the ones who readily share their perspectives, while those who hold different opinions remain silent, waiting to be called on or for someone else to raise them.

Lack of engagement often translates into spotty attendance and resignations from those who do not participate. When this happens, it is easy to conclude that while the individual had a promising resume, he or she just

did not turn out to be a good board member. However, was that really the issue?

Perhaps these board members gave up on waiting to be asked to offer their thoughts. Perhaps they got frustrated listening to the frequent flyers talk at every meeting. Perhaps the board failed to support them to become a functioning member.

### Let's Get Them Talking

Let's be honest: there will always be misses in board selection—people whose resume indicated the right competencies, but who may have joined the board to enhance their own prestige or resume and who never intended to actively participate. In those situations, it is best for these individuals and the board to part company.

Most board members, however, enter into board service with every intention of contributing and having a mutually rewarding experience. Therefore, boards should take steps that increase the likelihood that all members will actively participate so that the board and the organization can benefit from their competencies and expertise.

**Provide Orientation.** Health care is widely acknowledged as one of the most complex, rapidly changing sectors of our nation's economy. Therefore, an excellent orientation is absolutely critical for the new trustee. Governance experts suggest it takes two years on average for a new trustee to feel comfortable enough to actively participate in board meetings. The goal of a robust orientation program should be to reduce that time significantly. An exceptional orientation should address the critical issues a board member needs to understand on day one of his or her board service. Texas Health Resources utilizes a 40-page manual with a companion DVD to help new board members begin to get up to speed. We tell new board members that we expect they will participate at the first board meeting. Ongoing education for new trustees using flexible options such as resources provided through a

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board portal, especially during the first 18 months of board service, is ideal.

**Appoint a Trustee Buddy/Liaison.** A number of organizations have found that assigning another member of the board to serve as a “buddy” or mentor for the new trustee is invaluable. Others have a Chief Governance Officer or other internal support person serve as a liaison. These mentors or liaisons should be easily accessible to answer questions for new trustees, offer additional insights or background about issues the board is addressing, provide resources, and generally serve as a friendly face that cares about that new member's success on the board.

**Set Expectations.** It is important that new trustees understand they have been selected for board service based on specific competencies that are needed by the board and that they are expected to apply their competencies to board work from day one. This expectation should be included in the board job description. Setting expectations up front makes it clear that the new trustee is not just one of the crowd and helps he or she know how to succeed as a board member. It also may encourage trustees to step outside their generational or cultural norms to participate in board work and create value for the organization they are serving.

**Train the Chair.** Board chairs can be instrumental in drawing out the quiet individuals in the room. Certainly not for every question, but periodically for the most important issues the board chair can go around the room and ask each board member to comment. There should be at least one oppor-

tunity at every board meeting to do so. For board members who may feel more comfortable being prepared, the chair can select topics for which the trustee has expertise and ask prior to the meeting if he or she would be willing to make comments. Board chairs can then ask board members to raise their hands if they want to provide feedback and first call on those who do not participate often. When a talkative trustee takes the floor, the board chair, after a reasonable time, can politely, yet firmly, move on in order to preserve time for others to speak.

### Conclusion

All boards have members with different personalities that come from different generations and cultures, each with specific competencies needed by the board to govern effectively. Providing a robust orientation and ongoing education, appointing a mentor/liaison, setting expectations for active participation, and training the board chair to routinely seek opinions from all board members are some strategies that can help new trustees quickly add value to board work. Boards that benefit from all the competencies of their members likely will be most successful in today's dynamic and demanding health care environment.