CHARTERED GOVERNANCE QUALIFYING PROGRAMME (CGQP)

Programme Part 2

2.1 Boardroom Dynamics

Introduction

The aim of this module is to provide the advanced knowledge, understanding and skills needed for the company secretary/governance professional to support boardroom performance by enabling both effective individual behaviours and group processes.

In recent years, high-profile corporate failures, maturing codes of governance, and an increasing interest in human capital intangibles have led to an increase in calls for governance professionals to focus on how the board works in practice as well as in theory. Technical considerations are necessary but not sufficient to engender good governance. An appreciation of and competence in more behavioural, cultural and psychological aspects of boardroom practice is essential to being an effective modern company secretary/ governance professional.

This module explores boardroom practice in detail with a particular focus on understanding the dynamics of, and between, members of the board and how these factors contribute to an effective board and the sustainability of an organisation. The module also covers what boards and company secretaries/ governance professionals can do differently and how they can influence and effect change within the remit of their role.

Module content

Section A: The importance of boardroom dynamics
Section B: Understanding boardroom dynamics
Section C: Effecting change in the boardroom

Pre-requisite learning
It is recommended that students complete all other modules in the qualifying programme before attempting this module to ensure they have gained the underpinning technical knowledge for successful completion of this module.

CPE

Learning outcomes

After successful completion of this module you should be able to:

1   Demonstrate an understanding of the importance of boardroom dynamics for organisations.

2   Demonstrate an understanding of the different facets of boardroom dynamics.

3   Critically evaluate how boardroom dynamics might affect the quality of relationships, decision-making, conversations, culture, diversity and other factors.

4   Apply formal and informal methods to positively influence dynamics and enhance boardroom performance.

CPE

Section A: The importance of boardroom dynamics

Learning Outcome
- Understand why focussing on boardroom dynamics is becoming increasing important for organisations.

Key topics

A.1   The emergence of board dynamics in governance
A.2   Governance structures
A.3   Board director demographics and attributes

A.1 The emergence of board dynamics in governance

A1.1   The evolving focus on governance
A1.2   Organisational failures
A1.3   Interest in human factors
A1.4   Shifts in approaches to leadership
A1.5   Focus on ethics
A1.6   How corporate governance is maturing:
A1.7 Shift in board research away from structural factors
A1.8   A broader model for corporate governance

A.2 Governance structures

A2.1   Governance theory related to board structure
A2.2   Defining structural elements of boards and the impact of board structures on performance
A2.3   Director considerations
A2.4   Board task:
A2.5   Summary of board structural configuration and compliance

3.   Board director demographics and attributes

A3.1   Board demographics
A3.2   Key individual technical components
A3.3   Board attributes

Section B   Understanding boardroom dynamics

Learning Outcome
- Understand the different facets of boardroom dynamics
- Be able to critically evaluate how dynamics might affect the quality of relationships, decision-making, conversations, culture, diversity and other factors

Key topics

B.1   Psychology of the board
B.2   Board decision making
B.3   Stakeholder conversations
B.4   Culture in the boardroom
B.5   Diversity in the boardroom
B.6   The effect of meeting design on boardroom dynamics

B.1   Psychology of the board

B1.1   The importance of board dynamics relative to board structure, demographics and attributes
B1.2   Defining board dynamics
B1.3   Psychological theories underpinning board dynamics
B1.4   Characteristics of boards and board meetings
B1.5   Boards as high performing teams
B1.6   Board team outcomes
B1.7   Board team processes

B.2   Board decision making

B2.1   Board decision making: an overview
B2.2   Evidence-based boards
B2.3   Cognitive bias
B2.4   Individual differences in relation to decision making
B2.5   Decision making tools
B2.6   Board team decision making: key factors and tools

CPE

B.3 Stakeholder conversations

B3.1   Introduction to stakeholder systems
B3.2   The systems inside the board
B3.3   Individual director lens
B3.4   Inter-personal board relationships lens
B3.5   Team relationships lens
B3.6   Team tasks lens – purpose, picture, plan, parts
B3.7   The systems outside the board External stakeholder lens
B3.8   Wider systemic influences

B.4   Culture in the boardroom

B4.1   Governance and culture
B4.2   Defining board culture
B4.3   Board cultural markers
B4.4   Board cultural dynamics
B4.5   How to influence board culture

B.5   Diversity in the boardroom

B5.1   Defining and understanding the meaning of diversity in governance
B5.2   Types of diversity
B5.3   The impact of diversity on dynamics and performance
B5.4   Diversity mindset
B5.5   How to promote a diversity mindset

B.6   The effect of meeting design on boardroom dynamics

B6.1   Introduction to meeting design - the challenge of meetings
B6.2   Design of board meetings
B6.3   Physical characteristics
B6.4   Procedural characteristics
B6.5   Attendee characteristics
B6.6   The board design checklist

Section C   Effecting change in the boardroom

Learning outcome
- Understand how to use formal and informal methods to positively influence dynamics and enhance boardroom performance

Key topics

C.1   The role of the governance professional in influencing the board
C.2   Effective talent management
C.3   Board evaluation
C.4   Cultural differences in boardroom dynamics
C.5   Developing behavioural agility
C.6   Maintaining personal resilience

C.1   The role of the governance professional in influencing the board

C1.1   The 21st century governance professional
C1.2   The company secretary as strategic leader
C1.3   Leadership influence
C1.4   Ethical dilemmas

C.2   Effective talent management

C2.1   Board talent management overview
C2.2   Board competencies
C2.3   Board recruitment
C2.4   Board induction
C2.5   Board learning and development
C2.6   Board performance management

C.3   Board evaluation

C3.1   The company secretary as board consultant
C3.2   The current landscape of board evaluation
C3.3   How to conduct board evaluations
C3.4   Board evaluation

C.4   Cultural differences in boardroom dynamics

C4.1   The company secretary as a cultural diplomat
C4.2   Cultural development
C4.3   Company culture
C4.4   Sector culture
C4.5   Country culture

C.5   Developing behavioural agility

C5.1   The company secretary as a team coach
C5.2   One-to-one coaching
C5.3   Mentor
C5.4   Systemic team coaching
C5.5   Facilitator
C5.5   Other supporting roles

C.6   Maintaining personal resilience

C6.1   The requirement for resilience
C6.2   The stress response
C6.3   Defining resilience
C6.4   Building resilience

<<< End >>>

CPE