

#  Option 1: Board Retreat Read-and-Reflect Worksheet

*Great boards read at least one book a year to improve their governance competencies!*

# 2020 Board Retreat


## XYZ Ministry

**Read-and-Reflect Worksheet**

**MEMO**

**DATE:** May 1, 2020

**TO:** Board of Directors

**FROM:** Jane Doe, Board Chair

**RE:** Preparation for Board Retreat

We are prayerfully looking forward to meeting with all of you at the 2020 Board Retreat. We want our time together to reflect the heart and spirit of Henry Blackaby’s memorable comment, “Find out what God is doing…and then join Him.”

This worksheet is designed to get everyone thinking in advance. We urge you to invest time in prayer and preparation BEFORE the board retreat. Please note this wisdom from Peter Drucker:

## “The best way to predict the future is to create it.”

Peter Drucker

## Reading Assignment

You have received the book, *Owning Up: The 14 Questions Every Board Member Needs to Ask*, by Ram Charan. We’ll dig deep into this resource. And we’ll heed this reminder, also from Peter Drucker: **“Plans are only good intentions unless they immediately degenerate into hard work.”**

Drucker also said that “we now accept the fact that learning is a lifelong process of keeping abreast of change. And the most pressing task is to teach people how to learn.” So…what can we learn that will help us with board governance?

A “Read-and-Reflect Worksheet” is attached to this memo. After you’ve read the book, please jot down your thoughts and then bring the worksheet with you to the board retreat. Thanks! We’re looking forward to seeing how God will lead you in this process.

* **Why is this important?** James M. Kouzes and Barry Z. Posner note in *The Leadership Challenge*:

## “Leaders must challenge the process because systems will unconsciously conspire to maintain the status quo and prevent change.”

**Read-and-Reflect Worksheet**

**XYZ Ministry • 2020 Board Retreat**

➞Please bring the worksheet with you to the Board Retreat

“The business landscape has changed. The game has changed.

What boards do needs to change as well.”

Ram Charan

From the book’s website: [*www.ram-charan.com*](http://www.ram-charan.com/)

Your world as a director has suddenly changed. You’ve seen members of other boards take the heat when their companies imploded. The managements of Lehman Brothers, Bear Stearns, Merrill Lynch, and Washington Mutual clearly failed, but so did their boards. Now the board of every company beset with problems is coming under scrutiny.

The pressure is on. Your board must own up to its accountability for the performance of the corporation. **Governance now means leadership**.

Boards must change their modus operandi to address the new and complex issues that are emerging.
These include:

* + Ensuring liquidity in the context of the global financial crisis
	+ Setting CEO performance targets in a very uncertain economy
	+ Assessing strategy and enterprise risk under extreme volatility

So what should boards do now? What should they be talking about in their meetings and executive sessions? What decisions must they make? How assertive must they be regarding company priorities and operating goals?

In *Owning Up*, business advisor and corporate governance expert Ram Charan answers these and other burning questions on the minds of directors and business leaders. He describes best practices that are emerging in boardrooms he has observed firsthand. And he provides practical recommendations on a range of issues, from compensation to dealing with external constituencies. Wisely attuned to the human side, he confronts the need for some boards to refresh their composition and for others to rebalance their board dynamics.

Directors, CEOs, general counsels, and operating executives will find here the guidance they need to meet the new and rising standards for corporate governance in this demanding business environment.

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| **Reading Options** | ***Owning Up: The 14 Questions Every Board Member Needs to Ask,***by Ram Charan**2 Options:**☑ Option 1. Read the entire book—and you may win a Chick-fil-A card!☑ Option 2. Read these “6 Most Relevant Chapters” and scan the rest:* Chapter 1: Board Composition
* Chapter 2: Risk Management
* Chapter 4: CEO Succession
* Chapter 5: Corporate [Ministry] Strategy
* Chapter 12: Board Self-Assessment
* Chapter 13: Micromanaging
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| **Introductory Critical Questions**: | Ram Charan makes some very strong statements at the beginning of the book. Do you agree with them? |

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| **Do you agree or disagree?** | **Yes!****Absolutely!** | **To Some Extent** | **Not at All** |
| 1. Has the business landscape changed? |  |  |  |
| 2. Has “the game” changed? |  |  |  |
| 3. Do boards need to change? |  |  |  |
| 4. Does our board need to change? |  |  |  |
| 5. Charan says that “Governance now means leadership.” Do you agree? |  |  |  |

What changes, if any, should be made—and by when?

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| Question 1: | Chapter 1 |
| **Board** | Question 1: Is our Board Composition Right for the Challenge? |
| **Composition** | Key Thought or Question: |
|  **A “Top-6 Chapter”**  |  |
|  | Implication or Application for our Board: |

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| Question 2: | Chapter 2 |
| **Risk Management** | Question 2: Are We Addressing the Risks that Could Send our Company Over the Cliff? |
|  | Key Thought or Question: |
|  **A “Top-6 Chapter”**  |  |
|  | Implication or Application for our Board: |

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| Question 3: | Chapter 3 |
| **Crisis** | Question 3: Are We Prepared to Do our Job Well When a Crisis Erupts? |
| **Management** | Key Thought or Question: |
|  | Implication or Application for our Board: |

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| Question 4: | Chapter 4 |
| **Succession** | Question 4: Are We Well Prepared to Name our Next CEO? |
| **Planning** | Key Thought or Question: |
|  **A “Top-6 Chapter”**  |  |
|  | Implication or Application for our Board: |

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| Question 5: | Chapter 5 |
| **Corporate (Ministry)** | Question 5: Does our Board Really Own the Company’s [Ministry’s] Strategy? |
| **Strategy** | Key Thought or Question: |
|  **A “Top-6 Chapter”**  |  |
|  | Implication or Application for our Board: |

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| Question 6: | Chapter 6 |
| **InformationManagement** | Question 6: How Can We Get the Information We Need to Govern Well? |
|  | Key Thought or Question: |
|  | Implication or Application for our Board: |

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| Question 7: | Chapter 7 |
| **Executive Compensation** | Question 7: How Can our Board Get CEO Compensation Right? |
|  | Key Thought or Question: |
|  | Implication or Application for our Board: |

**Note:** Question 8, “The Lead Director” is not included here. Few, if any, nonprofit organizations or churches create a “Lead Director” position on the board.

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| Question 9: | Chapter 9 |
| **Governance Committee** | Question 9: Is our Governance Committee Best of Breed? |
|  | Key Thought or Question: |
|  | Implication or Application for our Board: |

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| Question 10: | Chapter 10 |
| **Maximizing a** | Question 10: How Do We Get the Most Value out of Our Limited Time? |
| **Board Member’s Time** | Key Thought or Question: |
|  | Implication or Application for our Board: |

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| Question 11: | Chapter 11 |
| **Executive Sessions** | Question 11: How Can Executive Sessions Help the Board Own Up e? |
|  | Key Thought or Question: |
|  | Implication or Application for our Board: |

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| Question 12: | Chapter 12 |
| **Board****Self-Assessment** | Question 12: How Can our Board Self-Evaluation Improve our Functioning and our Output? |
| **Process** | Key Thought or Question: |
|  **A “Top-6 Chapter”**  |  |
|  | Implication or Application for our Board: |

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| Question 13: | Chapter 13 |
| **Micromanaging** | Question 13: How Do We Stop from Micromanaging? |
| **Symptoms** | Key Thought or Question: |
|  **A “Top-6 Chapter”**  |  |
|  | Implication or Application for our Board: |

*Note:* Question 14, “How Prepared Are We to Work with Activist Shareholders and Their Proxies?” is not included here. However, you may want to add your own question about the care and feeding of major donors. For a resource, read Part 3, “The Role of the Board in Development,” in *Development 101: Building a Comprehensive Development Program on Biblical Values*, by John R. Frank and R. Scott Rodin (Colbert, WA: Kingdom Life Publishing and Steward Publishing, 2015).

➞ **REMINDER**: Please bring the worksheet with you to the Board Retreat