Writing for the Board

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Boards often get 'bad press' for an apparent inability to get to grips with important issues. We observe many boards at work particularly as we facilitate board effectiveness review processes. On the basis of those observations, we would suggest that the spotlight of concern should, at least as often, be on their executive teams and the adequacy of support that they provide to their boards.

We have commented previously that few individual directors are groomed or adequately prepared to undertake their governance role. Similarly, few senior executives are trained explicitly in the art of working effectively with a governing board. The support that is offered to boards by their senior executives not infrequently falls well short of that which any board has a right to expect. In many organisations this is no more apparent than in the quality of reports that are prepared for the board.

Ensuring that the papers directors receive are of a consistently high standard and include the information required for sound decision-making should not be left to chance. The first step in achieving this is to understand the board's expectations of the papers and reports and to fully appreciate the required writing and content standards. In some cases, it may be necessary to educate both the board and its staff as to such standards.

The next step is to ensure that staff have the knowledge and ability to meet these standards. Even when this is achieved, a board should be prepared to reject papers that do not meet its requirements. It should return them for redrafting. It is a hard but important lesson for staff to learn that meeting the board's expectations as to the quality of papers and reports will not only improve the quality of board's deliberations and decision-making but is likely to assist staff avoid delays and unnecessary extra work in the face of deadlines.

In this article we intend, therefore, to explore some of the basic issues and criteria for preparing the type of reports that will assist a board to conduct the type of constructive and intelligent dialogue that ultimately leads to informed and effective decision-making. In the next issue of *Good Governance,* we will outline some suggestions for the structure of board reports.

Report Length

In some organisations staff preparing papers for the board have the comparative luxury of time to put together lengthy papers and reports. Whether the paper is written in haste or at leisure, the writer should keep in mind that there is a heavy demand on individual directors' and the board's time and that not all directors will have an intimate knowledge of the matters which a board must consider. A particular challenge, therefore, is to strike a balance between the need to provide sufficient information and explanation on the one hand and the desirability of precision and brevity on the other.

Examples are often quoted, perhaps apocryphal, of eminent politicians who demanded that even the most complex policy papers should be distilled to one page or less. Every board also should consider whether it should set a page limit. We suggest that, unless a special case can be made, board papers should be not more than 10 pages long (including appendices!). This initially determined limit might be somewhat arbitrary, but it can be adjusted as experience is gained over

time. Until such time as the board agrees to change it the limit agreed to should be rigorously policed by the chairman.

We would expect that in stating their expectations boards will anticipate all the usual tricks that might be used to overcome the 'imposition' of such a limit. Reducing the size of typeface or narrowing page margins, for example. It is important for staff to understand that well formatted and presented papers assist directors to quickly absorb the content of the paper.

Content

One of the reasons that board papers are often longer than they need be is that they have not actually been prepared for the board! This may seem a strange comment to make but we regularly see lengthy reports prepared for another purpose that are then placed without any further development onto the board's agenda. A typical example is that of the consultant's report prepared for, say, a divisional manager, that is put on the board agenda with little more than a covering note. Setting a board paper limit will ensure that papers are not only concise but prepared for the specific purpose of assisting the board to deal with issues in a governance context rather than a management one.

If it really is necessary to provide lengthy background information to support a decision this should be made available separately and in advance of the arrival of the agenda containing the relevant paper. Directors should also be encouraged to make their own inquiries into important issues before they are confronted with a recommended decision.

Paper Presentation

Good presentation can greatly assist directors to engage with papers prepared for their consideration. There are several dimensions to this. For example, papers for the board should not only be concise (without excluding essential information) but should also be coherent and logical because brevity without clarity helps no-one. Recently we came across the following example:

> *Our proposed method provides the flexible integration points required for working on complex systems integration projects where effective deployment and engagement with specialised vendors is critical.*

Papers for the board should be written as simply as possible and in plain language avoiding this kind of corporate mumbo jumbo. It is a good discipline that papers being prepared for the board – even one comprised of industry insiders - should not assume the readers have expert knowledge. That is not to suggest that the writer should "talk down" to the board but that the use of expression and language should support accuracy of interpretation.

Inevitably some directors will be better informed about an issue than others. For the same reason a board paper should not assume that readers have a photographic memory concerning relevant past history. Each board paper should be self-contained and not force the reader to refer back to previous board papers or to recall what past decisions might have been.

Accuracy is also vital. As writers ourselves we know how easy it is to overlook simple spelling and punctuation mistakes that, when read by someone else, jump off the page. When this happens frequently it can convey an impression of sloppiness that can easily undermine confidence in the conclusions in the paper or report. Good proof reading is indispensable.

When what is reported and concluded lacks substance and reliability more far-reaching consequences are possible. Remember that reports and other board papers are prepared to allow the board to understand the issues and to make the best decisions possible.

A good board paper:

- is structured so that content is relevant, and the key issues stand out
- avoids unnecessary detail - summarises instead (where detailed information is vital to the issue this is placed in appendices)
- avoids unnecessary jargon, abbreviations, etc

- uses diagrams and charts to aid interpretation and understanding
- has clear recommendations so that decisions the board is asked to make can be easily and logically assessed
- is accurate and devoid of basic spelling, punctuation and grammatical errors.
- In terms of layout a good board paper will also:
- use headings and subheadings, short sentences and paragraphs, and bullet points where possible
- number all paragraphs for easy reference
- have all pages numbered, including the appendices
- use good clear fonts (different fonts for headings than used in the text can be useful) of a size that is easily read; and
- ensure there is plenty of 'white space' - avoiding cramming on the page.

The process of writing board papers

There are many publications on writing board-type reports available. These are invariably useful even as a 'refresher' for those who are experienced and effective writers of such documents. Here are some tips, however, for those who are relatively new to the process.

- Prepare an outline of the main points to be made in the paper before you write anything.
- Then prepare a rough draft – concentrate on getting the main ideas on paper – don't edit it to death at this stage.
- If possible, come back to the draft sometime later (no sooner than the next day) and read it afresh. First check whether the ideas in the paper whole flow logically and coherently. Cut back on non-essential detailed argument.
- Only then start looking at the editorial detail. Ask yourself, for example, if every sentence is necessary to support the recommendations. If not relevant, cut it out!
- Once the paper is in reasonable shape consider conducting a 'peer review'. If you can, get someone who *is* familiar with the topic, and someone who is not, to look at the draft.
- Test it from other perspectives as well – especially those of the board! Imagine you are a busy director who is currently faced with 10 different reports and papers to read on a range of difficult topics. You are trying to get his or her attention. Is this document as accessible and understandable as it could be?
- Also think about the report from the perspective of different directors. For example, how might a director react who does not have a close knowledge of the subject but who is typically likely to want to assess the potential implications of the proposal for a particular stakeholder group? Have you adequately dealt with the points that director might focus on?
- Think about whether the board is going to get the desired result from this proposal. What elements of the paper could lead the board to decline your proposal or decide to do something different? Do the recommendations give explicit and appropriate direction and/or authority for whoever will be required to action the recommendation?

We could add to this list, but we will leave it to readers to think through further 'quality control' initiatives themselves. The next step for us is to ensure that board reports follow a useful and logical structure.

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