

September 2020  
bob@rchcae.com

## **Power Up the Consent Agenda**

Bob Harris, CAE

“We’ve been in this meeting for an hour and done nothing but listen to reports,” said the board member.

A standard board agenda includes a dozen reports and updates. Reading and listening to reports are not good use of board time. Meetings should concentrate on advancing the mission and strategic goals.

Frank Rudd, CAE, president and CEO at the Florida Society of Association Executives said, “It is important for the board to use their time for strategic discussion. Directors’ time is valuable, so we want to use their expertise to focus on the big picture objectives of the association.”

### **Agenda Distinctions**

This article references two types of agendas for a board meeting.

The standard meeting agenda is a list of meeting activities in the order in which they are to be taken up, beginning with the call to order and ending with adjournment. It usually includes one or more specific items of business to be acted upon. A carefully crafted agenda facilitates an orderly meeting and decision making.

The consent agenda is a single item on the standard agenda that includes things the board should read but requires no action or discussion. Sometimes it is called a “consent calendar.”

The process is to distribute the reports that are informational and self-explanatory along with the meeting notice and standard agenda. By providing reports 7 to 10 days in advance the directors can read, review, and prepare for the meeting.

To decide what reports to include, review recent minutes and agendas. Staff, officer, and committee reports may simply be updates and not requests for action by the board. If it is an information-only report, it belongs on the consent agenda.

The Charleston Trident Association of REALTORS® distributes their standard board agenda in advance. They list the reports in the consent agenda as hyper-links on the standard agenda, making access easy for directors.

## **Resistance**

“We tried that once before, the board didn’t like it,” explained an executive director. Another said, “committees couldn’t get their reports completed in time.” Add to that, the board wasn’t reading what was sent to them before the meeting.

Implementation of a consent agenda is a process. Volunteers may resist what feels new or awkward.

## **Implementation Steps**

You can’t push it on the board if they don’t understand it. Leaders must appreciate the times savings and understand the importance of coming to meetings prepared.

**Familiarization** – Advise the board about the purpose of a consent agenda. Acquaint them with the process, timelines, and a sample consent agenda. Explain how much time it can save in a year.

Corey Mathews, CAE, vice president of members and chapter services for the National Association of Insurance and Financial Advisors, suggests having a board member champion the idea of using the technique. He offers, “This is a powerful tool that allows you to preserve precious time and energy, directing the focus on the strategic matters facing the board.”

**Select** – Choose items that are good for the consent agenda. Reports typically added include committees, staff, officers, and supporting background documents. The board chair or officers should define what reports are expected so directors realize this is a process supported by officers and not pushed by the executive director.

Corey Clayborne, FAIA, executive director at AIA Virginia suggested, “Make sure the reports are easily understood. This may be an example where brief is better in report writing.”

Some groups include the minutes and financial reports, while others prefer those remain on the regular agenda.

**Trial** – Test the first consent agenda by walking through it to ensure the board’s comfort level. Directors may have ideas about earlier distribution or the need to take ten minutes of open discussion at the start of the meeting to highlight a few points.

At AGC of Missouri, Leonard Toenjes, CAE, president, emphasizes that consent is built on trust and transparency. “Directors need to understand that nothing will be added to consent as a way to slip something by.”

**Teach** – Discuss the proper motion to approve the consent items and how to remove items warranting discussion.

The chair should ask, “Does anyone want to remove anything from the consent agenda?” If some reports need clarification, they will be redirected to the regular agenda. Advise that discussion will be limited to 5 to 10 minutes.

Ron Seeber, IOM, president and CEO at the Kansas Grain and Feed Association, offers, “If any member requests that an item be removed, for any reason, it must be removed.”

**Adapt** – If directors struggle with the concept, adapt a hybrid process. For example, allowing reports from the consent agenda to be verbally presented with a limit of 3 minutes each. Initiating the process, relax some rules so the board doesn’t become frustrated.

At the Texas Trial Lawyers Association, Tiffany McGee, CAE, and CEO explains, “We applied the consent agenda differently for our distinct Executive Committee and our Board of Directors.”

“Our board only meets twice a year, and the recommendation seemed too big and too abrupt. We opted for a hybrid that combines some of the old way and some of the new. It is what works best for our unique structure and culture,” she offered.

**Discipline** – Some boards slip into old ways by not submitting reports or wanting to discuss items after they have been approved by consent. Toenjes continues, “It takes rigor by committees and staff to submit reports in advance, there’s no value in late or last-minute reports if you expect the directors to prepare.”

**Prompt** – The board chair or executive director might send a reminder to directors the week prior to the meeting to read the reports, highlighting critical information to prepare for the meeting. One group circulates a video-prelude before the meeting to tell directors how best to prepare.

## **Meeting Protocol**

The chief elected officer calls the meeting to order with “housekeeping” announcements. Soon after the chair asks for a motion and second to “approve the consent agenda.”

The statement on the regular meeting agenda might read, “Consent Agenda Reports for Information Only” followed by a list of reports that were circulated.

The board chair will restate the motion, ask for debate or objections, and take a voice vote. At that point it is assumed that all directors read the reports and no further action is required. Now the meeting can move on to more substantive items such as the mission and goals.

## **Policy**

It is possible that the idea of a consent agenda loses favor. It is common to hear executives say, “We used to use it, but it went away.” Instill it into culture by adopting a policy for its continuous use.

The Kansas Grain and Feed Association has adopted a policy to make it part of the governing protocols, “A consent agenda may be presented by the president at the beginning of a meeting. Items may be removed from the consent agenda on the request of any one member. Items not removed may be adopted by general consent without debate. Removed items may be taken up either immediately after the consent agenda or placed later the agenda at the discretion of the assembly.”

The leadership that adopts the use of a consent agenda will find their meetings more productive.

# # #

Note: Bob Harris, CAE, provides free governance tips and templates at [www.nonprofitcenter.com](http://www.nonprofitcenter.com)