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Board bootcamp: Culture, conduct and contribution

Nina Laitala, Institute of Community Directors Australia

Today’s session:

1. Culture and conduct on boards
2. Ethical governance and decision-making
3. Navigating conflict
4. Contribution and commitment
5. Asking the right questions

Organisational/board culture

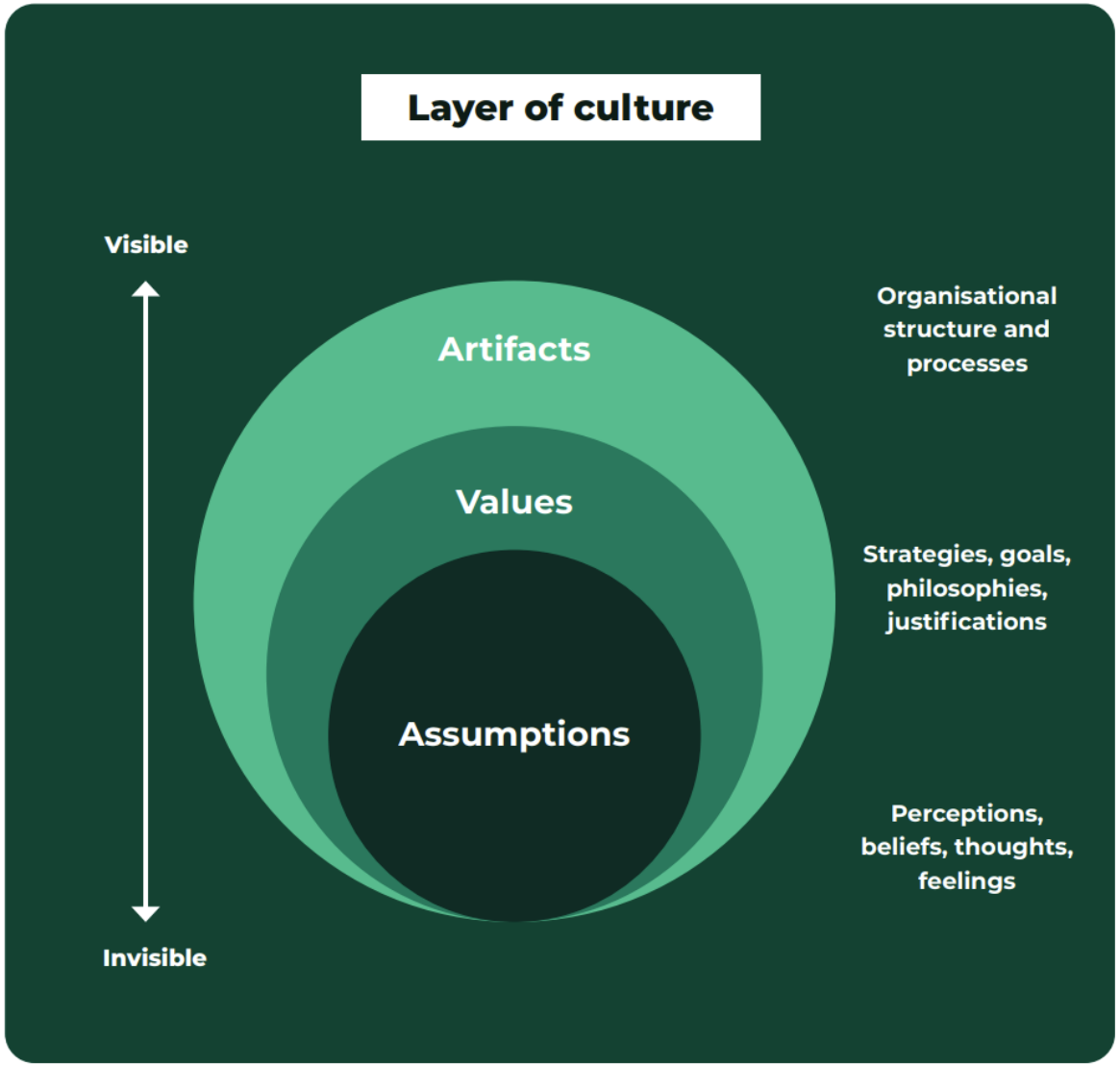
Think about examples or times when you have seen or been part of what you would describe as a healthy or good culture or conversely times you have seen or been part of an unhealthy or poor culture?

What were/are some of the features of that culture?

How does organisational culture relate to governance?

Layers of culture

1. **Behaviours**: The most observable level of culture, consisting of behavioural patterns and outward manifestation such as dress code and office space
2. **Values:** Expressed as norms, values underlie and largely determine behaviour. There could be conflict between written (or espoused) and actual values.
3. **Assumptions:** Underpinning values, assumptions are often taken for granted. They are difficult to identify and explain.



Psychological safety

"The belief that one will not be punished or humiliated for speaking up with ideas, questions, concerns, or mistakes, and the team is safe for interpersonal risk taking."

Dr Amy Edmonson

Indicators of psychological safety

- If you make a mistake on this team, it is not held against you.
- Members of this team can bring up problems and tough issues.
- People on this team sometimes accept others for being different.
- It is safe to take a risk on this team.
- It isn't difficult to ask other members of this team for help.
- No one on this team would deliberately act in a way that undermines my efforts.
- Working with this team, my unique skills and talents are valued and utilised.

How would your board (and staff/volunteers) respond to these indicators?

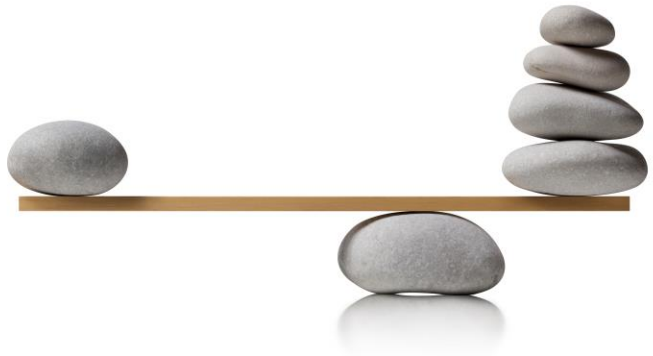
Culture and policies

- Policies can help bring the culture you want to life
- Policies can have an unintended impact on the culture



What is ethical governance?

- Ethical governance means making decisions guided by values like fairness, integrity, accountability, and care for others.
- It involves not just what you do, but how and why, including who benefits, who is excluded, and who holds power.





An ethical approach to governance should:

- Define the core principles that guide not-for-profit organisations, their boards, committees, staff, and volunteers.
- Outline the standards that stakeholders can expect from these organisations and the people who represent them.
- Require organisations to embed these principles in daily practice, with systems for monitoring, reporting, recognition, and penalties for breaches.

Supporting ethical decision making

- Psychologically safe culture
- Confidentiality
- Declare conflicts of interest
- Time for questions and clarifications before decisions are made
- Everyone should understand the decision before approving
- Be considerate of power imbalances within the group
- Consider how the decision is recorded – what information is captured in the minutes, in policies, in strategies?



Case study “The accidental email”

We Lead Together is a not-for-profit working in equity and social justice. Board members hold strong and differing personal views, and discussions are often passionate.

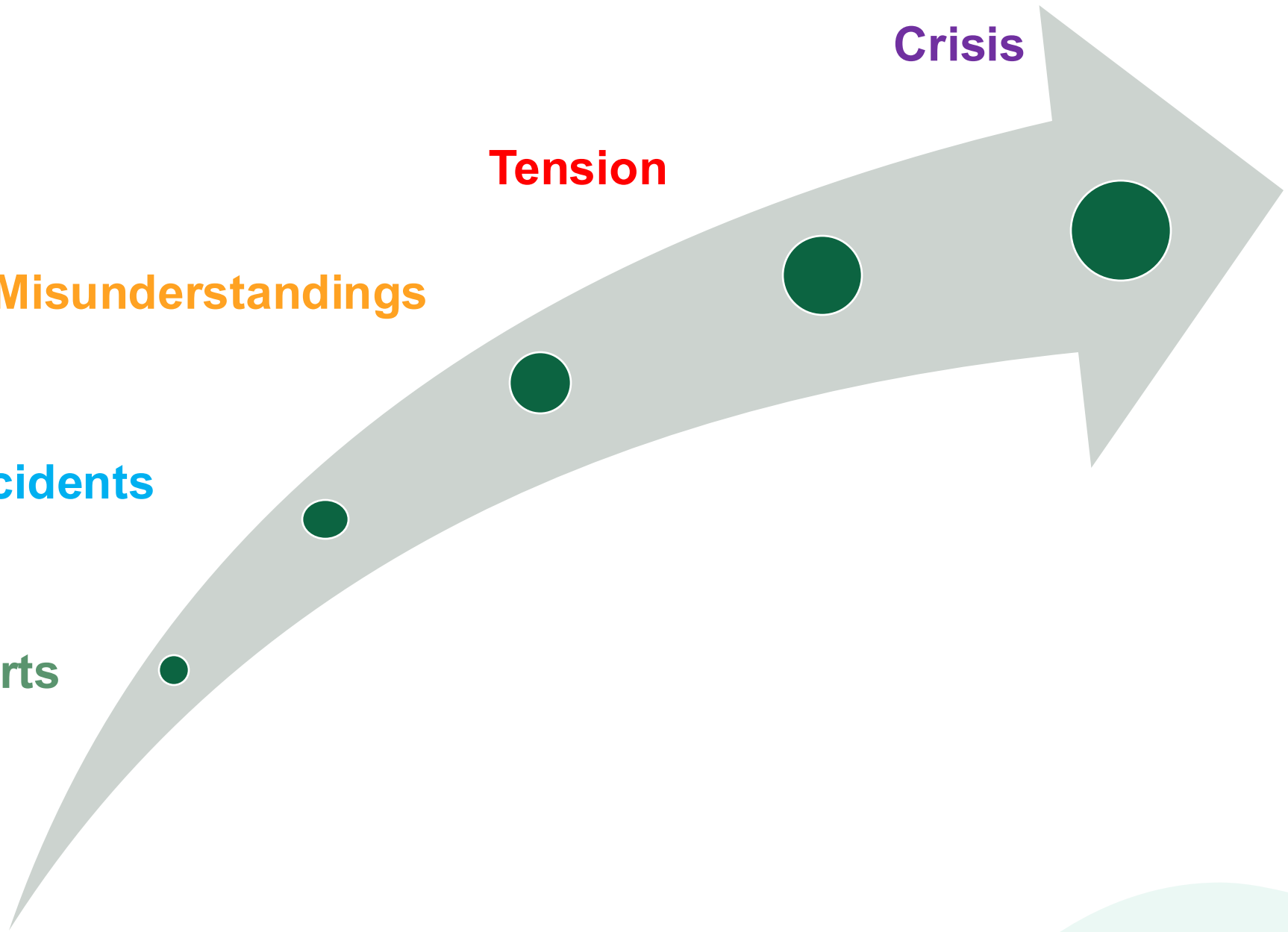
After a divisive board discussion, a director, Geoff, accidentally emails the Chair and Deputy Chair a private document outlining a strategy to pressure other directors.
It includes the line:
“A concerted attack on Theo. Professional but devastating. Bully him!!!”

The Deputy Chair believes the email shows serious misconduct and wants it shared with the board. She believes Geoff should resign.
The Chair believes the email was a mistake made in frustration. He wants to protect board unity and create space for learning and accountability without public escalation.
Geoff admits writing it, threatens legal action if it is shared, and agrees to take leave and speak with Theo.

Geoff avoids speaking with Theo. The Deputy Chair shares the email with Theo.

Theo shares the email with the board and moves a motion requesting Geoff’s resignation.
Half the board sees serious misconduct and safety risks.
Half sees a private mistake handled poorly.

Levels of conflict



Impacts of unhealthy conflict

Tension in meetings

Lack of direction/purpose

Personal insults/attacks

Unresolved festering problems

Stress on board and staff

Sickness/absence

Low board retention

Low morale/productivity

Failure to achieve long-term goals



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- Differences of opinion about the direction and activities of the organisation.
- Differences of opinion about the competence and/or contribution of board members
- Generational or cultural differences
- Crises and challenges
- Factions and conflicting loyalties
- Competing interests





Flow

Flow behaviours

- discussing the issue
- listening to others
- taking time-out
- explaining own perspective and needs

Intention behind Flow behaviours

- “There must be a way to work through this"
- to sort out the problem
- to respect others
- "I'm OK/you're OK".

Conflict resolution network: https://www.crnhq.org/

FLOW: a constructive approach to conflict

Element	Behaviour	Underlying Intention
F – Focus on the issue	Naming the real problem without blame	Staying task-focused rather than personal
L – Listen actively	Reflecting back, paraphrasing	Building mutual understanding
O – Generate Options	Asking: “What else could we try?”	Expanding the space for solutions
W – Aim for Win-win	Seeking agreements that meet core needs	Valuing everyone’s interests

Conflict resolution network: https://www.crnhq.org/

FLOW: We Lead Together

FLOW step	Behaviour (what resolution actions look like)	Underlying intention (why this helps resolve conflict)
F – Focus on the issue	The board agrees the central issue is Geoff's behaviour and its impact on trust, safety, and values (not personal grudges or reputation management).	Keep the discussion on organisational duties, values, and member wellbeing, rather than personalities or politics.
L – Listen to perspectives	Structured conversation or mediation where Chair, Deputy Chair, Geoff, and Theo each share their perspectives without interruption.	Ensure everyone feels heard, reduce defensiveness, and build understanding of different values at play (safety, fairness, unity, reputation).
O – Options for resolution	Develop a set of clear options: e.g. Geoff issues a written apology, undertakes governance training, and commits to respectful behaviour; independent mediator engaged to support trust rebuilding; Theo offered support and safety assurance.	Create a range of pathways that balance accountability for Geoff with protection and respect for Theo, while upholding board values.
W – Win–win	Adopt a resolution where Geoff acknowledges wrongdoing and commits to change, Theo feels safe to remain on the board, and the board demonstrates integrity by upholding values while treating Geoff fairly.	Achieve an outcome that protects individuals, reinforces organisational culture, and avoids a lose–lose of reputational harm, resignation, or board fracture.

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Time management for board members 101

- Ask for information early
- Use your calendar wisely
- Think twice before volunteering for additional responsibilities
- Keep your board papers organised
- Do the work before the meeting
- Keep on top of emails

Building confidence

- You have been elected or appointed to the board because of the skills, understanding, expertise and/or experience you bring.
- No-one expects you to know everything straight away and no-one expects you to be an expert in everything ever.
- Know your own strengths and limits.
- It’s your right and responsibility to request more information or more time to consider a decision if you don’t feel comfortable making it.
- You won’t make everyone happy all the time. That’s normal and ok.

Top 10 tips for new board members

You’re not expected to know everything from day one.

Your fresh perspective is valuable.

You have clear legal protections.

Financial reports don’t require a finance degree.

Time expectations are clear.

You’re covered by insurance.

It’s okay to challenge and question.

You’ll never be left without context.

Board culture matters—and you’re part of shaping it.

You are making a difference.



Final reflections

What has been the most important take away from these three weeks?

How have your confidence levels changed?

What are you most looking forward to in your board or organisation?

Feedback

https://www.surveymonkey.com/r/2026boardbootcamp

Next steps

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