

"Secrets of the Corporate Secretary Department"

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Join this experienced group of corporate secretaries as they debunk myths on how to run the corporate secretary department and provide oodles of practice pointers:

- **Shelley Dropkin**, Deputy Corporate Secretary and General Counsel, Corporate Governance, Citigroup
- **Ginny Fogg**, General Counsel, Norfolk Southern
- **Stacy Ingram**, Associate General Counsel and Deputy Corporate Secretary, Home Depot

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Liz Dunshee, *Editor, TheCorporateCounsel.net*: Hello. This is Liz Dunshee, Editor at TheCorporateCounsel.net. Welcome to today's program, "Secrets of the Corporate Secretary Department."

We have a wonderful panel today. We have Shelley Dropkin, who is Deputy Corporate Secretary & General Counsel of Corporate Governance at Citigroup; Ginny Fogg, who is General Counsel at Norfolk Southern; and Stacy Ingram, who is Associate General Counsel & Deputy Corporate Secretary at Home Depot. Thank you all very much for doing this program today.

Stacy is going to kick us off with some opening thoughts on the ideal skill set for a corporate secretary. Stacy?

Ideal Skill Set for Corporate Secretary

Stacy Ingram, *Associate General Counsel & Deputy Corporate Secretary, Home Depot*: Great. Thank you, Liz. And hello, everybody.

When we all think about what skills are critical for the corporate secretarial role, a few basics come to mind. There's attention to detail, organizational skills, the understanding of our basic governance requirements.

If you get past those items, there are "people" traits that a corporate secretary should have in their toolbox - some of those harken back to our psychology classes in college.

Can you read people? Do you have those soft skills of being able to read the input from your officers, from your board members to understand what kind of things do they need from you and what can you provide to best support them in their roles? The biggest thing, I would say, is relationship building skills. I view what we do as creating a massive spider web of relationships.

We need to connect board members, officers, all the different groups in the organization, whether it's IR, financial reporting, accounting, general financial planning - anyone who provides information that supports the board, supports the company, supports governance, supports SEC filings, supports our interactions with our investors. We become the hub, the center of that web of relationships, and we have to be able to navigate it and put it together, see the connections and make sure the right people are talking and interacting with us so that we can then do our job. The ability to build relationships, to build trust with the people that you work with, is critical.

One of the things that I was told very early in my career, one of the best pieces of advice I ever got, was to get to know and become best friends with the administrative assistants for all the board members and the executives. Having a strong relationship with those individuals can make you - and not having a relationship can break you.

I would say, first and foremost, make sure you build those relationships and it'll make being the corporate secretary a much easier job. With that, Shelley or Ginny, do you have anything you would add on the corporate secretarial skill set?

Shelley Dropkin, *Deputy Corporate Secretary & General Counsel, Corporate Governance, Citigroup*: I would add a couple. I thought that was great.

I agree with you on the people-person. I would add, you need to be a patient person. You need to be the kind of person who wants to be helpful, who's going to anticipate needs, whatever they are; and to be the kind of person who wants to figure out how to address them and to eliminate pain points.

And the last one I had written down was that you really need to be a problem-solver and be the kind of person who thinks three steps ahead. What's going to go wrong? How am I going to stop that from happening before it happens? And really trying to anticipate and, again, eliminate pain points.

Ginny Fogg, *General Counsel, Norfolk Southern*: I'll jump in. You guys have really covered it, I think. I am general counsel, not corporate secretary, and work closely with our corporate secretary. I'll just add, from an observational standpoint, some of the soft skills that I observe.

Our corporate secretary is always calm and patient. She is the person that moves us forward through crisis, while smiling constantly. That really helps build trust between management and the board and helps in solving everything that the board needs her to solve.

With that, I'll jump right into shareholder engagement.

Tips for Effective Shareholder Engagement

Fogg: The next thing we wanted to cover was ways to maximize shareholder engagement efforts. Shareholder engagement is the aspect of my job that I love the best. It's very satisfying. It plays a tremendous role in communicating the company's message to the shareholders in a very direct one-on-one way.

Before we start shareholder engagement every season, we sit down and figure out what our message is that year, who we need to reach out to, and who's going to be on our engagement team. To organize our message, we start by preparing a very short investor presentation. We pull from public information that's already out. We try and keep it very short.

We basically have a couple of slides on our strategy, a couple on our board composition and key governance practices. Two slides on what our compensation program looks like and key decisions that were made throughout the year and then two slides on what our sustainability program looks like. The focus is to really think about what happened during the year and what are the key messages that we want to convey to shareholders.

Then we send that out. We post it on our website, and we include a link when we request engagement. We mean it to be background material so that when we're having the engagement conversation, we're putting control of that and the topics in the investors' hands.

Next we look at who we're going to reach out to. We start with our top investors. We add in thought leaders, others that are influential in the investor community. We look at people who we talk to generally from one year to the next and try and maintain that relationship, and we identify governance contacts in each group. We keep an investor tracker to have an easy go-to place for all of the email addresses so that it makes it a little more manageable to reach out to people.

And then we put our team together. We hold a dry run for the group and go over the slides. We map out who's going to cover what general topics and do a run through, just to prepare ourselves before we start.

For our team, we always include investor relations, HR and compensation, sustainability, our corporate secretary and several attorneys that handle governance. If an investor has requested to talk to directors, then we'll just include directors on the call with myself or one legal representative and keep it very small.

We take very careful notes. We try to record everything as verbatim as possible so that we understand the investors' perspectives on the topics that they want to talk to us about, and we tell them that we're going to do that so that we can share their words as close as possible with our governance and nominating committee.

And then we do that - we give the committee the actual notes from our meeting. We prepare highlights, key topics and try and gauge how much support there is or how much overlap there was within our investor base on the key topics, but we do give them the raw, straight-up notes so that they can feel like they were in the room and part of the conversation.

Our directors like getting that information, and it helps inform their decisions, particularly when we're struggling with a topic such as a shareholder proposal that we need to develop a response to. It's very helpful for those.

With that, I'll stop and see if Shelley or Stacy have anything to add.

Dropkin: I'm happy to jump in. This I can say from experience - if you don't already have an engagement program, I would say start when you really don't need something from your investors. Build the relationship. Educate them about your company and your governance profile.

Not every investor is going to necessarily want to see you every year. They have to allocate their limited resources, and with more companies seeking engagement, some of them will say, "You know what? I'm only going to see you during the proxy season if I have a specific issue I want to talk to you on from your proxy, or call me in the fall."

And maybe you'll call in the fall and they won't necessarily need to see you, but make the effort to build the relationship when you're not in a moment when you need their vote or need to have a conversation because you're being challenged for another reason. Build the relationship ahead of time.

Like Ginny said, take notes and look at them year-over-year so that when you go back and see them you can remember, what was it that they were focused on? What were the issues that were of concern to them? What have we done in that area this year that we may want to hit with them? Because every investor comes at you with very different focuses and topics that they want to cover, it's good to remember what the nature of the conversation was.

I would also stay focused on their votes from prior years, so you know how they came out on issues that may be recurring, in case you want to talk to them about maybe changing their vote or how you would want them to think about a particular issue.

And while you may have an agenda of items you want to cover, of course, make sure that you're leaving enough time for them to bring up the issues that they want to talk about.

Lastly, before you walk into any of these meetings, just make sure you've looked at the voting policies for that particular investor. I have someone who goes through and highlights for us the various voting policies as to the issues that are on our proxy. So we know exactly what their voting position is on those. Then I add that to BoardVantage, and it's just a nice reference point before you walk in the room.

Ingram: This is Stacy. I would agree with everything that Ginny and Shelley said. Just a little bit more on that front-end prep. Obviously, look and see what the key issues and voting guidelines are for the investors you're going to be meeting with; but also, when you can, try and find out exactly who's going to be on the call and see if you can find a bio on them. That can be very informative, and very helpful in framing your talking points, if you understand the background of the person that you are talking to. That's just one additional little tip.

Fogg: One more point I'll add is that if you're reviewing their investor positions and their voting policy and you see some hot buttons where you know your company is doing something that's different, go ahead and discuss that. Don't plan on discussing only the good things; make sure the less-good things are covered as well. It's even more valuable to discuss those items.

Care & Feeding of the Board

Dropkin: Great. I'm going to move us on to the best ways to feed and care for the board. I thought it was very interesting when Stacy talked about the spider web, because - it's funny that we're all using these images - but I always describe the job as a wheel, and you're the hub and the directors are the spokes on the wheel.

And what I say to people is it's not that I'm this critically important all-knowing person, but I'm the vehicle through which information goes out and questions and information come in so that you don't have information flying all over the organization.

And people who may not know everything about scheduling or materials, or what happens where - if it's all being filtered and going in and out through you, at least there is a single point of contact where you know that the most accurate and up-to-date information about board scheduling, board meetings, who's going to be where, when and why, is all coming in and out through you.

They come to me. I have a question about X, I want to talk to So-and-So. I'm going to put them in touch; I'm not going to insert myself in that conversation, but I'm going to be the facilitator.

I keep that picture of the wheel and being in the middle of it and just keeping the information flows going back and forth; and letting them know that there is someone that they can always get to. They don't have to call the CEO's office and try to get to whoever the right person is. If they come to me with whatever it is, they need, I'm going to make it happen.

That's my critical starting point; and information sharing in this role is really, critical. Not only are you the one giving them the information about the meetings and the information and data that they need for the materials for their meetings, you are the person who can help them figure out who else it is they need to talk to if they need something. I think of us as the "information portal."

It's not the most glamorous part of the job, but managing travel and logistics and doing it well is also key to having a happy board. My team, through our global events team, coordinates hotels, and planes, and trains, and cars, and whatever it is they need to get to the place they need to get to.

I'm focused on their logistics for whatever they're doing for us coming through my group. Control freak, maybe; but it's also because they expect that I and my team know where they are and what they need at all times.

If somebody else coordinates because they're coming in to speak at an event for us, and I don't know they're coming in, I don't know how they're getting here and something goes wrong, the first phone call will come to my group. And if we don't know about it, we're three steps behind and unable to help.

Whenever anybody asks me, "Oh, I'd like to have So-and-So come speak at our conference." That's great. Let me know and we will handle the logistics because the board is used to dealing with us, we are used to dealing with them; we know what their preferences are, we can get them from place to place.

I always think about our job as facilitating and making it as easy for them to do their jobs as possible. You want them to spend as little time focused on the details and the frustrations as possible and allow them to focus on the issues and materials and the stuff that you really want them to be doing as board members.

We have all kinds of processes - early emails about the logistics of meetings where we're not just coming to New York to our headquarter offices: This is how it's going to look. This is when you're going to be expected to arrive. This is the course of the few days of the meetings. These are the people that are going to come and speak to you. These are the nature of the event. This is when you'll be done. This is when you're starting.

We take our schedule and we put little boxes next to every single meeting on the schedule and we check the boxes for them, and we email it to them. We call them "E-boxes," and we say, "These are all the meetings we think you're going to. If there's anything else you think you're going to or that you can't attend, please let us know."

That way, they have in advance a sense of which meetings they go to. The E-boxes help ensure that the directors have a perfect understanding of what their schedule is. We send them for management as well, just so everybody knows what room they're supposed to be in at what time because, while we all get so familiar with what that schedule looks like, it can be very daunting to an outsider.

We provide them with travel confirmations when they're traveling, so they know when they're getting picked up, and what their flight number is, when they're going to land, and who's going to pick them up - just so they know that. Being partners with whomever handles your travel logistics is critical there.

I'm a big fan of minimizing movement. You have to think about when you have meetings, if you're going to take them to a restaurant for dinner, you've got the time to get them in the vehicle, get them to the place, get them back in the vehicle, get them back. Think about how much pain and time that's going to take and whether it's worth it; and whether where you're taking them is a place that they're going to be able to have the kind of confidential conversations that they want to have.

I like to keep them within our spaces when they are with us, so that we know it's confidential. We know that we don't have to lose a lot of time in transit and potentially introduce confusion in where they're supposed to be and when.

As I said, provide them with overviews with the logistics for your non-routine meetings. Just keep reiterating it so that they can process it and understand what it is.

And my last key is to feed them early and often. I'm sure you've all experienced this, but they're just having snacks, having food available, having places where they can congregate if they're not in meetings to have lunch together or lunch with members of management. It's those casual interactions, I think, that are important for the board and important for the board to get to know management.

I'll stop there. I don't know if, Stacy and Ginny, you have other care and feeding recommendations.

Ingram: I would say just a couple of other items. Here at Home Depot our different board committees are supported by different parts of the business, so our HR department supports the Compensation Committee, Internal Audit supports Audit, I support Nominating & Corporate Governance, et cetera.

And one of the things we do to support the care and feeding is make sure that the functions that support each of the different committees are in sync on the materials we're providing - obviously the timing, but also the look and feel, so that everything is consistent.

And as I think Shelley said earlier, we've removed the friction and just have that consistency and comfort.

And then along those lines, knowing director comfort levels is critical, whether it's technology, whether it's amounts and structure and format of material, if they're participating in engagement with investors, what is their skill set there and what do they need?

We have one director who, while they can access the board portal, really likes that paper copy and doesn't want to look at stuff on the iPad. You learn that quickly, and you have a paper copy handy.

It's knowing those sorts of things that, again, removes friction. Make sure they're comfortable. Make sure they can focus on the key parts of their jobs. That's what makes us so critical to the process.

Fogg: The only thing I'll add is from the management perspective. For all the people that are playing another role in the meeting and are a critical part of your team, make sure that they understand the schedule, where everything is going to be happening, and when they're needed so that people can be on standby and available if you need them.

Ingram: Along those lines I think we typically have everybody in what we call the "Green Room" at least 30 minutes before they're supposed to be on stage, because things typically run early.

Leveraging Outside Resources & Technology

Ingram: Moving on from care and feeding, the next topic that we have is leveraging outside resources and technology. That is one thing that is critical to what we do. I know a lot of people think that since we're Home Depot, a huge company, we must have a large corporate secretarial group. We really don't. Retail is lean and mean; and when we say "More saving, more doing," it is not just a tag line.

We really have had to leverage technology and leverage the outside resources that we have access to in order to get the job done efficiently, effectively and, quite frankly, with minimal cost.

What I would say is there's a lot of stuff out here; and part of what you need to do if you're in this position is survey the landscape and first identify your key needs. Are you in charge of entity management? Are you in charge of D&O questionnaires? Are you in charge of the board portal and the delivery of board information?

It's going through your job and saying, "OK, these are the areas that I need to cover." And then it's finding the tools that are out there that wherever possible consolidate resources. I have found that the most helpful tools are those where I can get more than one resource in one place. Obviously, that helps with the cost; but it also helps with the information overload.

For example, TheCorporateCounsel.net is great because it not only provides you with information, but it is a hub for aggregating all of those fabulous law firm memos that come in and fill up your inbox; and it's just overwhelming at times, particularly times like right now when the SEC is being active.

I love being able to go to TheCorporateCounsel.net, or any of the other websites in their suite, and look up a particular topic and then I can pick and choose, and I can find the resources that are most helpful for me in one particular place.

Obviously, there's a lot of other suites that also do that information aggregation, whether it's Bloomberg Law, Thomson Reuters, Wolters Kluwer, LexisNexis. There's lots of great sites that do that for you.

In the corporate secretary role, our board portals have become a critical source of technology for all of us. I think a huge proportion of public companies are using an electronic portal now. It makes your life a lot easier when you're caring for and feeding your board. And more and more of us are pushing our board members and executives to stay to the electronic version and use their iPad. Although, as I noted, there are always exceptions.

One of the nice things about so many of the portals now is they're not just a way to distribute board material. The one that we use, Diligent, also includes your D&O Questionnaire. It gives you the ability to do online consent actions. It allows you to do information sharing with your executives and your teams.

Now, obviously, some of this stuff costs more. It now even has, for those of us who oversee entity management or insider trading management, modules that can help you on all of that.

I'm sure BoardVantage and some of the others have similar modules. I know a lot of them have the D&O Questionnaire piece; and it is so much easier to do your D&O Questionnaire online electronically, both for you and your board members, than the good old days of sending out a 30-page paper document.

The one thing I would caution everyone on with the electronic board portals, though, is do not count on them as your sole source of housing your documents. There's a lot of competition in that area, and if that is your sole source of truth and the home for your official versions of your documents, and you decide that someone else has a better tool, it's really hard to get your stuff out and recreate your records.

You're going to want to put in place systems for housing your official final record somewhere else that's in your control.

There are lots of online database and document-housing electronic tools as well, document management tools. Even something as simple as a shared folder can work as well.

When you have to work with your litigators, though, if there's ever a legal situation where they need to look at board materials, having something like a Box.com or a Dropbox where you can share folders, or even Outlook 365, which is another option there; those are all great. And, again, more efficient than printing out and reading hard copies.

On the SEC filing front - whether it's Workiva, Merrill, DFin, all of them now have file preparation and sharing solutions. A lot of them allow you to partner with some of the firms - like Labrador and Argyle - that help us with our proxy design.

That interactive working environment is fabulous. It streamlines the whole proxy process.

And then moving beyond all the technology - and, honestly, I could go on for a long time - if anyone wants to follow up with me after this call for some ideas, please don't hesitate.

In addition to the technology, there's also the connections. There are groups like the Society for Corporate Governance where it's not just the online information, it's the networking, it's the access to your peers.

Your law firms are a fabulous outside source for getting the benchmarking and what are other companies doing. There are the technological resources, and there's also the external people resources.

One of the things we did, we even just created a networking group in retail, and we hold calls a few times a year. Those are all great ways to get the information that you need to best support your board and your executives in the corporate secretarial role.

With that, Shelley or Ginny, anything more to add?

Fogg: I just have one thing to add. You covered a lot of ground. The only other thing that I love using is a board evaluation tool. We use the Center for Board Excellence product. There's a lot of other products out there too.

It is technology-based, but backed by as much in-person facilitation as you need. And the advantage of this is it really puts the tools in the hands of our lead director to conduct the evaluation and get a report back that's comprehensive, highlights the right things, and allows the board to have its own process, without relying on someone in management to be putting that information together for them.

I love the board evaluation tools.

Dropkin: I think you guys covered it. I, amazingly, don't have anything to add.

Optimizing Director Orientation & Education

Fogg: Let's move on to ways to optimize director orientation and education. We schedule director orientation as soon as we know the director is coming on board.

We like to sit down with the director one-on-one before the first meeting. At the same time, we have to balance effectively using the director's time with presenting a meaningful amount of information to the new director. Sometimes we will break it into more than one session if needed, or schedule deeper-dive sessions for a committee-specific topic within a couple of months.

For the initial on-boarding, we focus on our governance structure to give the director a broader view of who we are from the board's perspective. We review our articles of incorporation. The key provisions there are indemnity provisions. And then we talk about our D&O insurance. We review the key governance provisions in our bylaws, such as proxy access and majority voting.

We also go over all the committee charters and the primary duties of each board committee. We focus more on the committees that the director is planning on joining; but I do feel it's very important to understand what the other committees do so that you can see where the lines are and understand how the committee's role fits into the broader structure of how the committees are best supporting discussions at the board level.

We do focus on compliance issues early on as well, reviewing our insider trading policy and our short swing profit recovery rules. Basically, we focus on just the key points of what the director needs to tell their broker, what the trading restrictions are; and the bottom line is when to call the corporate secretary's office for stock transactions

We spend a lot of time walking through our governance guidelines thoroughly because this, I feel, is the best outline of our governance profile. The key components of how we interact with our shareholders, how the board interacts with management, and some key promises that we have made to our shareholders are all outlined in our governance guidelines.

We also give incoming directors an overview of our shareholder engagement program so that they understand how they're going to get information about our shareholder base, and we share a copy of our investor presentation with them.

We talk about independence standards and conflicts of interest so that they know going forward what issues they should be talking to us about. And then, finally, we give them a short overview of our key ethics and compliance documents.

Anything to add, Shelley and Stacy?

Ingram: I'll add a couple things. In addition to the governance orientation that Ginny talked about, one of the things that we also do is give the new board members orientations on the different key areas of the business.

Over the last six years, I think, we have added either one or two directors every year. We've been doing a lot of refreshment. And so about halfway through, we said to our board, "OK, you've seen the orientation program. What would be helpful? What should we be doing differently?"

And the feedback we got was, "Wow, we're getting a lot of stuff really, really fast. Can we pace it out a little bit?"

We ended up creating a calendar to break up the training over their first year on the board. The key governance orientation and meetings, in particular with the committee chairs if they were on a committee - or whoever is the key executive supporting that committee - those happen on the front end.

And then at their next orientation meeting, which we do try to schedule in line with our quarterly board meetings to minimize some of the disruption for them, maybe they'll hear about a certain segment of the business. Maybe it's the discussion about our online business. Maybe it's the bricks and mortar discussion - whatever the case may be. And then they might hear at the next one about our international operations, et cetera, et cetera, so that over the first year they get it all, but it's staggered out a little bit so they can absorb it a little bit easier.

The other thing is that we, as a company, have a continuing education program for our board members. We require that all of our board members have a meeting with a different member of management and go on some sort of facility walk every quarter; and that does two things. First, it gives them the ability to interact with various levels of management. Second, it keeps them closer to the culture of the business, which we're all hearing a lot about in our investor engagement.

And then to bring it all together, at every quarterly board meeting, we have a schedule that we pull together that indicates who did what over the course of that quarter. And it's usually a rolling schedule that shows the prior quarter, the current quarter and the next quarter.

And that becomes an accountability issue. Basically, people see, "Oh, look, this board member, they've had to cancel two quarters in a row." Maybe the chair of the Nom-Gov committee has a quiet conversation with them and says, "You know what? You really need to get that quarterly meeting in this upcoming quarter."

As a result of that, you don't end up seeing a lot of skips, so to speak, because everyone is seeing what the other board members are doing. And, again, we're tracking to make sure they're seeing

different areas of the business and getting to meet different people as quarters progress.

Dropkin: It's interesting to hear how we're all handling this. We do a two-day orientation, hopefully before their first board meeting, where they meet with the heads of our two major business lines, as well as the heads of all of our functions, in addition to all of our regions. And then, as well, the general counsel and I do the discussion of all of the governance issues, our regulatory profile and structure of the organization.

They get a strategy update. We try to do that in a two-day session. And we know it's an enormous amount of time, and we also know that it's a lot to take in. We really try to at least get them familiar, so that when they start hearing about the different business lines and what goes on in the different regions, they are somewhat familiar.

We send out materials 10 days to two weeks in advance with the presentation for each of the sessions, and we insist that everyone includes a glossary at the end of their presentation deck, because - I'm sure you guys all have this problem - but Citi has acronyms for its acronyms. We really do need to have it so that they can refer to these as an encyclopedia of terms, but also descriptions of the business, and it tends to work well.

We then do the committee orientations after they've had a few cycles of committee meetings and gotten used to what goes on in the committee and can ask us specific questions about the issues they are covering at the committees.

Streamlining the Board Materials Process

Dropkin: We don't have a lot of time left, so I'm going to jump right into streamlining the board materials process. We've already talked about the wonders of using a board portal, so I'm not going to get into that.

The one thing I would say is that if you've got different teams loading materials or it's all on your team, you've just got to remind everybody that they can't call everything the "board book," because everything is not the board book. We came up with a naming convention that is very clear to the board members when they open up a portal, what's a board meeting book and what's committee meeting book, and which meeting it's for. Because they get so much material that when they open it up, it may not jump out at them, which book they should be looking at.

Our board has been very specific with us about how to put our materials together. We start with an overview page that basically says, "What is this; why am I getting it, and what do you want me to do with it?" Literally.

And then we give them a narrative. We ask people to write a prose essay about what the material is supposed to tell them, because for so long, you'd give them material and a bunch of charts and they were supposed to figure out what they were getting out of those charts. And then that's all backed up by presentation decks.

We really do try to have management curate the materials so we're not giving them everything that would be in a management report, but really what needs to go to the board. In order to, again, reduce the pain points, it's helpful to do a single distribution and not keep adding to your board book.

It is very, very frustrating to board members who have set aside a certain part of the day or a full day to read your materials and then find out a day or two later that you have yet another deck or you've replaced something.

If you do replace something, you need to make it really clear to them exactly what changed, because they've been through this material and they don't want to go back in and have to hunt for what it is that

you changed in there.

I would note, that on the board portals that if you take a book down, at least on BoardVantage, if they've taken notes in the materials, those notes will disappear, or they will show up in the wrong place. You need to be really, careful if you're adjusting books that are already out there.

Part of doing that one distribution is setting deadlines for people and really sticking with them and saying, "Look, this is when we're going out. We really need to have the material; otherwise, it's not going to go or it's going to have to go by itself, and it's going to be highlighted that it was late."

We try to have run-throughs with our presenters in order to be sure that they are hitting the key points, and we also try to coach them so that they know the kinds of questions that they may get from the board members based on our understanding of what board members actually focus on.

The last thing I would say is, in your board portal for yourself, highlight all of the approvals that you need to get through the meeting. You may have a set of talking points that you keep on your left and a pile of resolutions that you keep on your right. As you flip through the portal, if you've highlighted the resolutions, it'll just be another cue to you to make sure that you get whatever approvals you need.

I'll stop there, given the paucity of time we have left.

Dunshee: Stacy or Ginny, do you have anything to add?

Fogg: I don't have anything to add.

Ingram: I have a couple of quick points. I would say, again, to the point of consistency of the materials, provide your information providers with templates; hold people to them, and teach them to fish. Don't do the fishing for them. Make them use the template, and when they don't, rather than fixing it for them every time, show them what they need to fix, because it will kill you if you're redoing every deck every time.

Then the last thing that we have found very useful, particularly if you have a long and detailed deck, for discussion purposes in the meeting is to have what we call a "placemat" that is passed out at the meeting and has the high level or the key points to be discussed for a particular presentation. It's a great jumping off point for the discussion and encourages more discussion instead of just presentation in the meeting.

And that's it.

Dunshee: Nice. I love all these practical pointers we got today. Thank you to all of our panelists for participating. I know I learned a lot. And thanks to everyone who joined us to listen as well.

The audio archive for this program will be available shortly, and we'll post a transcript of the program in a few weeks. Have a great day.

