

# Characteristics of Meaningful Meetings

*As generated by workshop participants at Board Leadership Calgary on May 30, 2015*

Meaningful	Not Meaningful
Decisions are made	“emotional” deviations from agreed-upon agenda
Balanced contribution from all participants	Personal agendas trumping one the group collectively agreed to
Defined purpose and scope	Lack of understanding, resulting in poor decisions
Clear action plan is created	Lack of consideration of implications of decisions (ex. on staff, stakeholders)
Actually seeing the action items happen!	Feeling threatened or alienated
Members are fully prepared	Feeling like it was a waste of my time and energy
Chair sticks to the schedule	
Time limits on discussions and on meeting itself	
Well-crafted agenda	
The right people in the room	
Fun – can be structured, or more informal/social	
Appropriate time of the day, food provided if over meal-time	

## Notes on “in-camera” sessions

### IN CAMERA SESSIONS

#### (Executive or Closed Door Sessions)

This type of meeting is confidential and is restricted to the Board of Directors and others asked to attend. In camera sessions are used to discuss human resource and payroll matters, and buying or selling property. The use and frequency of in camera sessions depends on the size of the organization, the level of and type of governance.

Minutes for these meetings are usually brief and afterwards major decisions are entered into the regular minutes of the meeting by a follow up motion. Any written minutes are confidential. The main purpose of taking minutes is to ensure all board members, including those not in attendance, are informed about the decision.

In camera meetings must focus on issues that require privacy. All other discussions should take place in meetings that are open and transparent.

See more at:

<http://www.omafra.gov.on.ca/english/rural/facts/08-059.pdf>

The governance of non-profit and charitable organizations sometimes requires the board and senior management to deliberate on sensitive matters. This can include personnel items such as salaries, the evaluation of the Executive Director or CEO, the awarding of a contract, the handling of conflict of interest situations, or legal issues.

The idea of conducting these discussions *in camera* has gained considerable currency. In the U.S.A., the term sometimes used is “executive sessions.” The term “in camera” is from the Latin word for “chamber.” In the context of board meetings it means an “in private” session; a meeting, or portion of a meeting, where one or more of the people normally in attendance are excused. The legal term is “recused,” which means to disqualify someone from participation in a decision on grounds that they cannot, because of a particular interest or position, objectively discuss the matter.

The persons most likely to be excused in the non-profit context are particular board members, the executive director, or other staff members. Where organizations have “open” meetings, it can mean closing the meeting to association or society members or clients. In the municipal government context, *in camera* means meetings where members of the public and media are not able to be present.

There has been very little critical assessment of the merits of *in camera* sessions. Indeed, some sources regard the idea as a “standard” board practice. Some go so far as to recommend that boards routinely put *in camera* sessions on their meeting agendas, if not every meeting then maybe four times a year, even if they do not need them, so that fewer suspicions will be raised than if they were suddenly added.

*In camera* sessions challenge boards to assess whether the motivation for a closed or private deliberation is tied to the need for **confidentiality** and/or **secrecy**. While confidentiality is important to good board governance, secrecy can, and will, undermine it.

In conclusion, there is a strong argument that *in camera* board sessions ought to be used only in extraordinary circumstances. When they are used, and especially where confidentiality is not the sole rationale, the first order of business must be agreement on the rules or board discipline that will apply within the *in camera* deliberations and the reporting out of its results.

More from this **great** article:

<http://www.dal.ca/content/dam/dalhousie/pdf/continuingeducation/Improving%20Non-Profit%20Governance/In%20Camera%20Board%20Sessions%20-Careful%20How%20You%20Use%20Them.pdf>