eBook

Virtual Meeting Toolkit

How to Meet Together Even When You're Apart

OnBoard

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I. Introduction

What Led Us Here and Who This Toolkit Will Help

At one time in the not-so-distant past, virtual meetings barely existed outside the realm of science fiction. Expensive equipment was required and audio quality was hit-or-miss. Many couldn't imagine giving up physical, in-person contact.

Disruption arrived in two waves: software that was cheap, reliable, and easy to use — and then, suddenly, the COVID-19 virus.

It was the latter that upended the status quo. The COVID-19 crisis created an unprecedented situation where virtual meetings and remote work replaced physical, in-person interactions in nearly every organization across all industries, demographics, and regions. Overnight.

This virtual meeting toolkit provides executive leaders and board members – especially those new to working virtually – with best practices and insights on running executive and productive virtual board meetings. It provides solutions on tools, how to keep attendees engaged, and how to make a more executive use of their time. The recommendations are based on our nearly two decades of experience helping organizations of all types and sizes solve challenges and seize opportunities as they transition to virtual board meetings.

In the end, you'll be led with one unmistakable result: great virtual board meetings that produce results.

A Quick Note: Many boards have turned to committees as a practical way to structure and manage their workload. The advice contained here is applicable for running both your committee meetings and leadership meetings in a virtual environment.

II. Is It Legal to Run Virtual Board Meetings?

Summary

1. After your organization decides to convene a virtual board meeting, verify that state law permits you to hold one.

2. We've put together the first comprehensive report of all state laws that govern virtual board meetings. Nearly every state permits virtual attendance.

3. Your Articles of Incorporation and Bylaws may need to be amended to allow virtual meetings, but this is not a difficult process to execute.

Is it Legal to Run Virtual Board Meetings?

Organizations are often unsure whether they can even legally hold a virtual meeting. There are two layers to ensuring compliance: verifying your state laws permit virtual meetings and ensuring your corporate governance framework permits virtual meetings.

The First Comprehensive Report of All State Laws

State law governs if and how companies and nonprofits conduct virtual board meetings. Nearly every state explicitly authorizes virtual board meetings and those that don't are often silent on the subject. It's important to note that the state which controls your business is where you're incorporated, not just where you have an office.

We've put together the first comprehensive report of all state laws that govern virtual board meetings for both corporations and nonprofits. This thorough examination reveals that nearly every state permits virtual attendance.
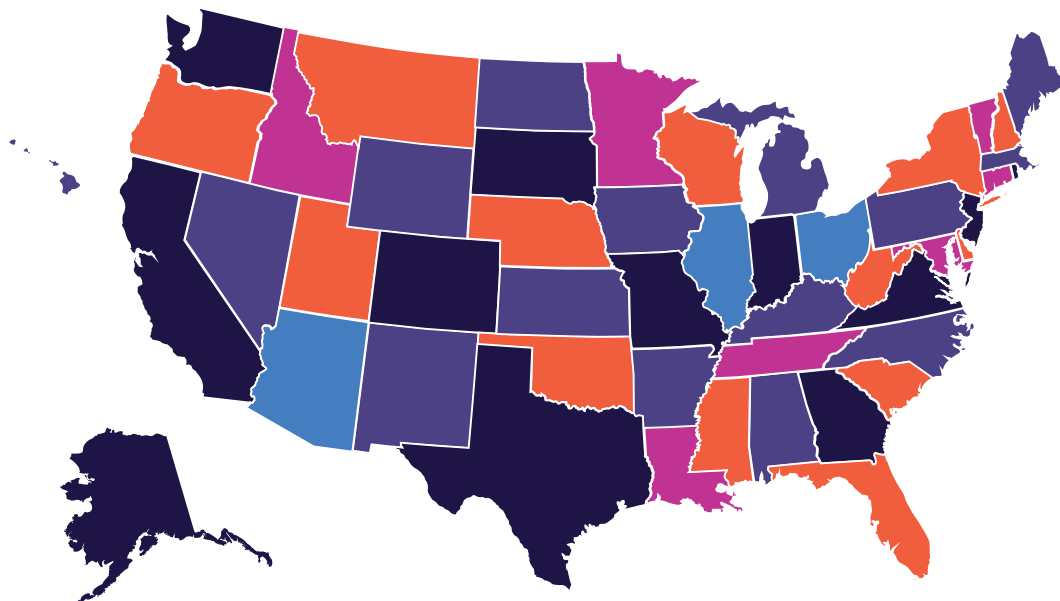
[Click Here to Explore Your State Laws]

The next two steps are crucial: Review your board's Articles of Incorporation and Bylaws and determine whether they demand in-person meetings. If they do, you'll need to work toward amending those documents. Here's what you need to know to ensure compliance.

Step 1: Review Your Articles of Incorporation

Articles of Incorporation typically focus on information like ownership, location, and distribution of shares, so it's likely yours are silent on virtual meetings. And they often contain a provision granting the board of directors the authority to amend the bylaws.

To ensure legal compliance, your Articles of Incorporation must:

- Explicitly grant the ability to conduct remote board & committee meetings; or

- Be silent on the matter

Obviously, if the Articles of Incorporation expressly forbid remote voting, you'll need to amend that first. However, many states confer authority to amend bylaws to the shareholders rather than the board. Your organization's Articles of Incorporation might explicitly provide the board that authority.

- Consult legal counsel first if your Articles forbid virtual meetings or are silent on the board's authority to amend the bylaws.

- If your articles are silent on virtual meetings, but provide your board the authority to amend the bylaws – the far likelier scenario – you should be free to proceed.

Step 2: Review Your Bylaws

Bylaws explain who has authority over what and under what circumstance. It's the who, what, when, where, why of corporate governance.

When reviewing your bylaws, there are four possible scenarios that will emerge.

1. Your bylaws are silent on remote and virtual meetings.

2. Your bylaws already permit virtual meetings.

3. Your bylaws prohibit virtual meetings.

4. Your bylaws prohibit virtual meetings under some circumstances.

If your bylaws prohibit virtual meetings or are unreasonably restrictive, it's time to draft an amendment to them. This is fairly straightforward and simply needs approval by the board to change.

III. Best Practices for Moving from In-Person to Virtual Board Meetings

Summary

1. On paper, moving from in-person to virtual meetings sounds trivial. In actual practice, it is anything but.

2. Successful virtual meetings require more than video conferencing. While Zoom, GoToMeeting, WebEx, etc. are a necessary step to go virtual, they remain just the first step.

3. When making the transition to virtual board meetings, organizations typically encounter six unanticipated challenges. Read further for a description of those challenges and their solutions.

Best Practices for Moving from In-Person to Virtual Board Meetings

For executive and productive virtual board meetings, directors must take actions to be better prepared, more highly organized, and engage more collaboratively than they would for in-person meetings. They generally include the following:

- Careful planning, a strong agenda, and comprehensive board materials distributed well ahead of the meeting

- Leadership by a skilled board chair who can lead a conversation with a different ebb and flow than an in-person meeting – overlapping discussions are just noise when nearly everyone is remote

- An environment of trust and respect

- A focus on strategic issues

- Follow-up on meeting goals and action steps

The Reality: What Most Virtual Meetings Look Like

Most virtual meetings are a different story altogether. We've become accustomed to them functioning as tedious affairs that generally follow the same pattern:

- People arrive late or have trouble dialing in

- Exhaustively long updates are provided and people feel talked at

- Unengaging PowerPoint presentations are shared

- Time is wasted as remote attendees forget they were on mute

- Too little of the agenda is covered — and the rest is punted on to be addressed at the next meeting

- Meeting outcomes and decisions are stalled

Successful Virtual Meetings Require More Than Video Conferencing

"Just install Zoom and you're all set!" Sound familiar?

In this fast-moving environment, many leaders have mistakenly come to believe that video conferencing software like Zoom or GoToMeeting is all they need for the board to go virtual. While this is a necessary first step, it remains just a first step.

For effective and productive virtual meetings, attendees must be better prepared, more highly organized, and engage more collaboratively than they would for in-person meetings. This requires organizations to match the correct virtual meeting technology to support attendees in these areas.

The Six Challenges of Virtual Meetings

When making the transition to virtual board meetings, organizations typically encounter six unanticipated challenges. The following is a description of those challenges – and their solutions.

CHALLENGE #1

Keeping Your Virtual Meetings Shorter than In-Person Meetings, Yet Just as Productive

Challenge

During in-person meetings, attendee engagement is driven by the energy and activity within the room. In virtual meetings, this is not available and difficult to recreate.

Warning signs of a lack of engagement include:

- Poor discussion
- Less creativity
- Unasked questions
- A lack of understanding

During virtual meetings only one person may speak at any given time. As a result, virtual discussions are open dominated by a few vocal attendees. This leads to unasked questions and unspoken ideas, which result in poor or ineffective meeting results.

Solution

To drive engagement and participation, virtual meetings require the use of various collaboration tools.

- **Use video conferencing apps** and make it mandatory that cameras be turned on. Remember, "out of sight" is "out of mind" for many attendees.
- As the meeting begins, leaders should take roll and call on attendees to share an anecdote or answer to an icebreaker question.
- After the meeting, **use a survey tool** to request opinions or more elaboration on any issues that were raised but couldn't be addressed.

The virtual meeting leader should not hesitate to call on attendees that have not spoken up to ensure they are actively participating and have an opportunity to make their thoughts known. Before the meeting, **ask each attendee to be responsible for presenting a specific agenda item.**

CHALLENGE #2

It Can Be Extremely Difficult to Keep Virtual Attendees Aligned, Engaged, and Participating

Challenge

Holding attendees' attention can be difficult in virtual meetings. With a lack of in-person presentation and discussion, more focus is required to follow and participate.

Viewing and participating in virtual meetings on small screens requires increased attendee concentration.

The need to focus more intently on virtual discussion and concentrate on smaller screen images gradually saps attention spans, exhausts attendees, and can create physical soreness and discomfort.

Many decisions boards must make are of a sensitive nature, involve multiple stakeholders, and require prompt action.

Solution

Break up longer meetings into 40-minute sessions with 10-minute breaks between them.

For presentations, **request that the presenter narrate the slides** on video and distribute it to attendees prior to the virtual meeting.

Note: Videos don't have to be professional-quality or utilize expensive software. Narration and recording tools are available in Microsoft PowerPoint or on a multitude of free screen recording applications.

Reduce meeting discussion time by using voting and survey tools to resolve simple tasks and decisions prior to the meeting.

Provide a secure environment for instant, real-time communication between members of the board and management.

Options include:
- Slack
- Microsoft Teams
- **OnBoard Virtual Meeting Software**
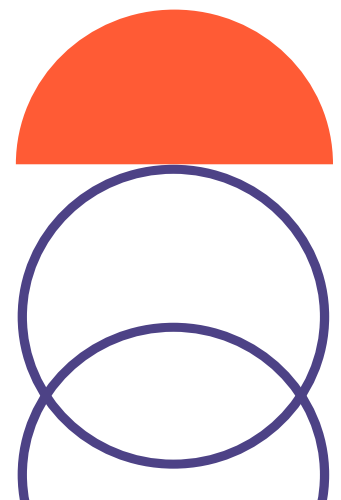
CHALLENGE #3

Ensuring Each Virtual Attendee Has Correct & Current Materials Requires High Levels of Organization

Challenge

When materials are sent too far in advance, some attendees will not remember to have them on hand when the meeting begins.

Likewise, if materials are sent immediately prior to the meeting, some attendees will not have time to print them and have them available when the meeting begins.

Warning signs that materials sent too early or late:

- Outdated information
- Meeting delays
- Attendee frustration
- Unprepared attendees

Solution

Use various apps to simplify preparation and distribute board materials one to four days before the meeting. This ensures documents are available and up-to-date.

- **Use collaboration apps** that help make pre-meeting preparation easier, including:
  - Use a board book builder to reduce prep time and ensure agendas and materials are distributed in advance
  - Sharing of notes and annotations made to the board materials. Meeting leaders should highlight portions of documents that attendees should focus in advance
- **Prior to the meeting, use communication apps** that come with tools that aid collaboration, including:
  - Public posting to announce meetings and make materials available to the public as appropriate.
  - Leaders should address attendees prior to the virtual meeting to request questions or highlight focus points in documents and presentations.
- **Use note-taking apps** that allow directors and officers to keep a record of discussions and agreements.

For Virtual Meetings to be effective, a centralized archive is needed that enables boards to record every decision for future consultation and use. Many organizations initially turn to free consumer brand solutions. Yet, these platforms fail to offer the robust security and encryption required to meet modern compliance and risk standards

This is the linchpin of the entire system — what makes virtual meetings feasible. **Use shared storage apps that keep all board materials** – current and historical – in one place, instantly accessible and searchable.

- **OnBoard Virtual Meeting Software**
- Box
- Dropbox
- Google Drive
- OneDrive

CHALLENGE #4

Lack of Attendee Body Language Cues Impacts Virtual Meeting Effectiveness

Challenge

During in-person meetings people use body language to subconsciously translate what their peers are thinking or feeling into their movements and facial expressions. Body language has proven to help meeting attendees recall conversations and subjects discussed during meetings.

During face-to-face meetings, a good meeting leader observes attendee body language and reacts accordingly. This is difficult to accomplish in a virtual meeting.

When video conferencing software is unreliable, it can be difficult to interpret the body language of all attendees at one time. When this happens, less information is recalled from virtual meetings.

Solution

In the absence of observable body language, meeting leaders can use various tools to encourage all attendees to contribute during and after the meeting, including:

- **Take roll on attendees and call out** specific members to vote on issues and approve decisions made.
- Use **messaging apps** to request opinions and contributions from specific attendees.
- Use **survey apps** to drill down on issues that did not receive enough vetting and discussion

Use reliable video conferencing software so that all attendees can view everyone's facial expressions and provide at least some language cues.

- Zoom
- GoToMeeting
- WebEx
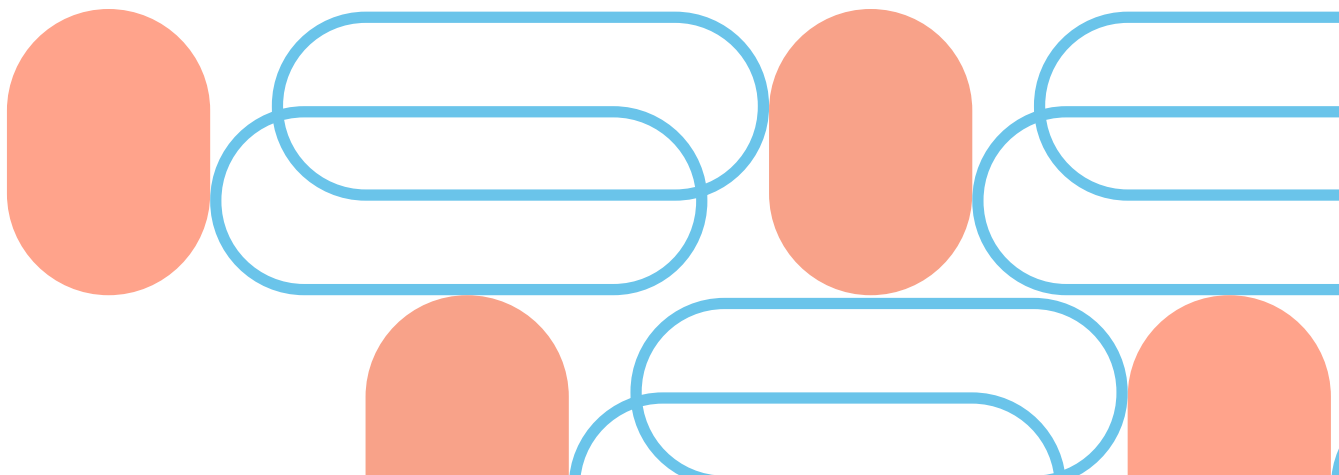
CHALLENGE #5

Lack of Attendee Body Language Cues Impacts Virtual Meeting Effectiveness

Challenge

The free-flowing nature of virtual board meetings can make it difficult to reach consensus on issues up for discussion

It is also difficult to ascertain what action items need to be completed prior to the next meeting and who is responsible for them.

Solution

All of these tools provide methods of recording decisions for compliance and institutional memory. **eVoting** enables boards to make decisions faster and smarter. Options include:

- **OnBoard Virtual Meeting Software**
- BigPulse
- eBallot
- ElectionBuddy
- VoxVote

eSignature functonality enables boards to sign and approve critical documents without the need to physically ship them.

- **OnBoard Virtual Meeting Software**
- Adobe Sign
- DocuSign
- HelloSign
- PandaDoc

A survey tool lets you collect any information or opinions needed from board members.

- **OnBoard Virtual Meeting Software**
- Google Forms
- SurveyMonkey

Provide a **method of tracking outcomes** and ensuring decisions made at the meeting are implemented. This also prioritizes actions without having to spend more time on them during meetings.

- **OnBoard Virtual Meeting Software**
- Airtable
- Monday.com
- Todoist
- Trello

CHALLENGE #6

Cybersecurity and Compliance Threats

Challenge

Many organizations initially turn to email or SMS for their ubiquity, ease-of-use, and price point (free).

Solution

Email and SMS are attractive, but both technologies have significant drawbacks:

- Critical communications can easily get lost in email and you lose the narrative when multiple messages form a chain.
- Email and SMS don't offer the robust security and encryption required to meet modern compliance and risk standards. Both are inappropriate for sharing and discussing sensitive documents.
- OnBoard Virtual Meeting Software provides in-app messaging to keep communications secure.

# Quick Tips For Running a Great Virtual Meeting

Board members' time is valuable, and if meetings are poorly organized, ramshackle affairs, board members will stop attending. It is incumbent on meeting leaders to make the virtual board meeting worth attending. Here is checklists\ that can help:

Make it easy for board members to attend by maintaining an up-to-date folder on your resource center with the following Documents:

- ✓ Annual board meeting calendar
- ✓ Detailed login instructions
- ✓ Rules for participation
- ✓ Overview of essential tools in your meeting platform
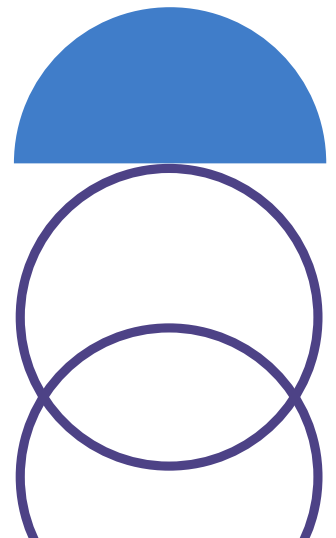
IV. The Solution to Virtual Meeting Chaos
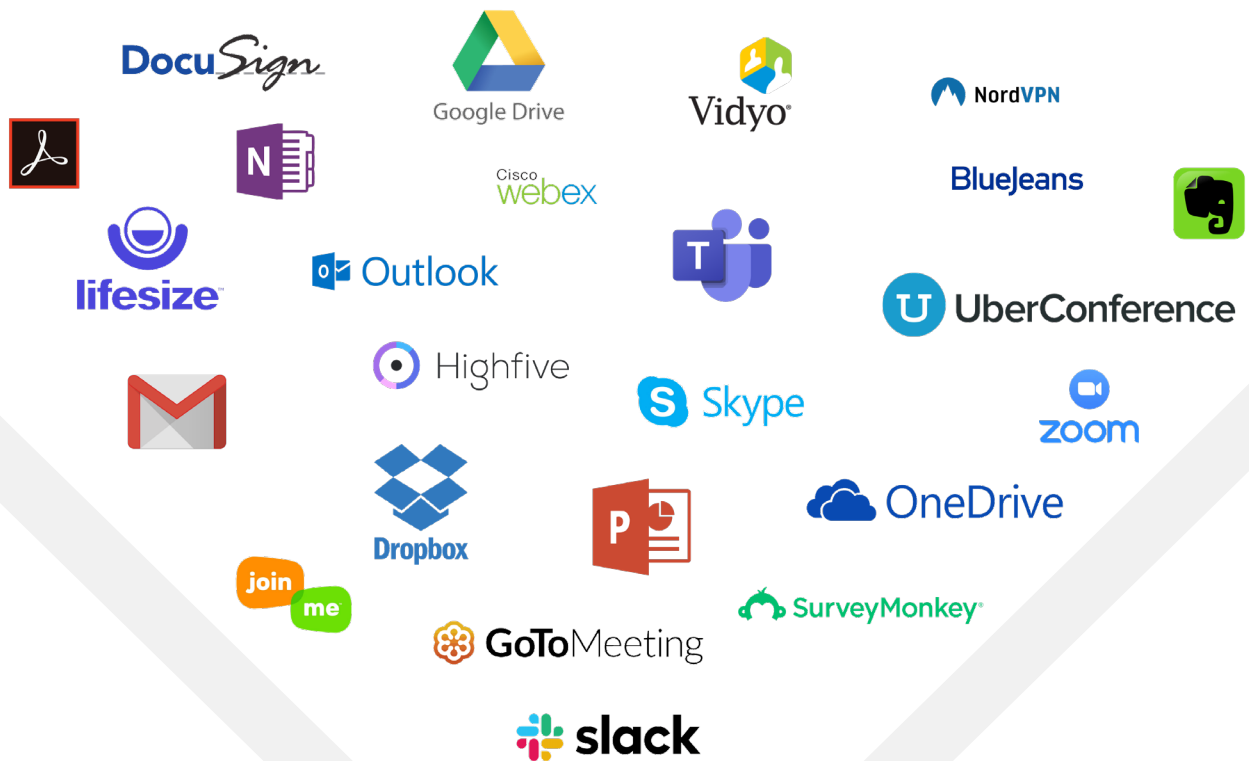
Summary

1. It's possible to cobble together all of the technologies and so6ware applications to enable a virtual meeting. However, you would need a nearly dozen apps at a bare minimum to do so.

2. This multiple software app approach is chaotic and suffers from three things: a lack of simplicity, convenience, and security.

3. Instead of struggling to assemble a patchwork of multiple software apps, OnBoard provides a single, secure platform that integrates all of the required functonality.

The Solution to Virtual Meeting Chaos

To be clear, it is certainly possible to cobble together all of the technologies and software applications to enable a virtual meeting.

The challenge is that this is the volume of apps it take for a virtual meeting to be considered executive and productive. After all, technology alone may enable virtual meetings, but it does not ensure attendees are engaged and actvely partcipating.

OnBoard, a modern virtual meeting management solution, solves all of these problems. Instead of struggling to assemble a patchwork of multiple software apps, OnBoard provides a secure platform that integrates all of the required functonality together. It was designed to enable virtual meetings from day one, and is available to attendees from any place, at any time, and on any device. Here's how leaders are using OnBoard to manage and conduct virtual board meeting.

1. OnBoard Centralizes All Business Materials & Resources

When your directors and leadership aren't together and without access to a shared drive, there must be a central repository where everyone can go to get information. OnBoard's unlimited resource center is vital for organizing information you need now, like your Remote Work Policy, Crisis Resilience Plan, Bylaws, and past Meeting Minutes.

- **The Resource Center** is a life-line during a period of remote work. You can't afford to waste hours scouring email, Microsoft Teams, text messages, or a shared drive. OnBoard is the natural location to keep all business documents, keeping directors and leadership teams organized.

- **Permission Management** at the individual and group level makes OnBoard a compelling tool to keep information in the right hands. Share your Business Continuity and Resilience Folder with everyone while keeping the board meeting archive exclusively in the hands of directors and the CEO.

2. OnBoard Create Clarity on a Meeting Purpose and Place

OnBoard provides each meeting with clarity of purpose, streamlined access, and focused on solving problems.

- **The Dashboard** is the first item your team sees when they sign-into OnBoard – a customizable page showing them urgent announcements, upcoming meetings, and new and important documents. It keeps priorities aligned, information flowing, and your team ready for the next meeting.

- **Zoom integration** and direct conference call links result in one-tap access to any conferencing software. It promises prompt meetings, without having to wonder if someone dialed the wrong number or missed an invite.
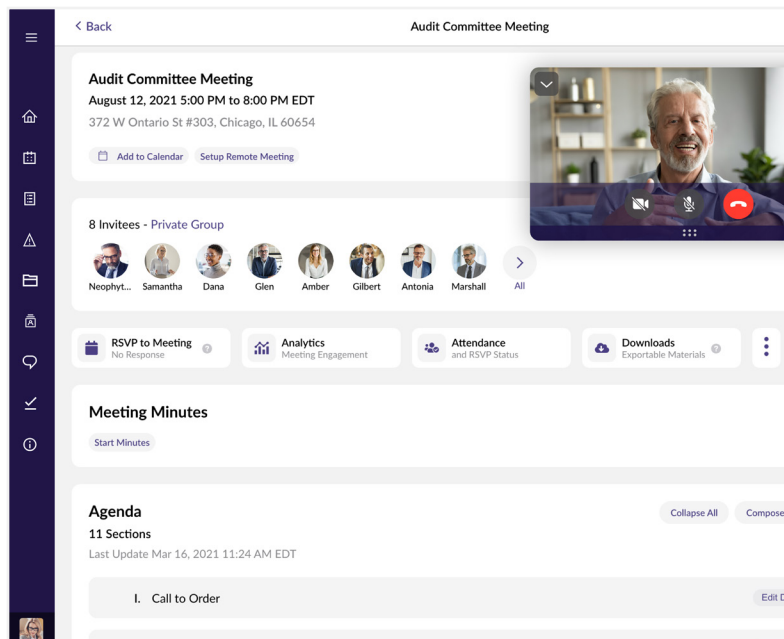
3. OnBoard Ensures Timely & Accurate Communication

Leaders are leveraging OnBoard to create internal announcements for management and organize a decisive response to the coronavirus outbreak. And as new documents flow into OnBoard, directors and leaders are notified in-app and over email that new information is available. That means that when your team needs to act quickly, everyone is aligned and focused on the problems they needed to solve.

- **Only the latest version** of every document is available in OnBoard – that means your valuable time isn't squandered deciding if information is current or even relevant

- **The Announcement** panel keeps your team aligned around emergency responses, major announcements – everything you need to know as communication channels are challenged by remote work.

- **Notifications** are sent as new information flows into OnBoard. You're alerted in-app or over email when new reports are available, or finance projections were updated. That meant that as the coronavirus crisis unfolded, leaders kept focus on problems to solve and not questioning the veracity of their information.

4. OnBoard Enables Advanced Preparation

OnBoard provides your team a complete suite of tools to make agile, context-rich decisions. It allows anyone on your team to update and shape a meeting's agenda and makes information flow unabated with sufficient time to review. By equipping leaders with tools like shared annotations and a secure instant messenger, it allows them to think critically and communicate seamlessly – no matter where they are.

- **OnBoard Messenger** allows your whole board and leadership team to collaborate individually or in a group before, during, and after meetings.

- **OnBoard's Meeting Analytics** provides insight into which meeting sections are receiving the most attention and where leadership and board members are making significant notes and annotations. It's clear-eyed data that guides leadership toward both critically important and overlooked meeting information.

- **Notes & Annotations** often spur ideas and can help others think more deeply in advance of your meetings. OnBoard enables users to share notes publicly or with specific individuals. So as remote leadership becomes the new norm, management can raise an important point without needing an in-person side-bar conversation.
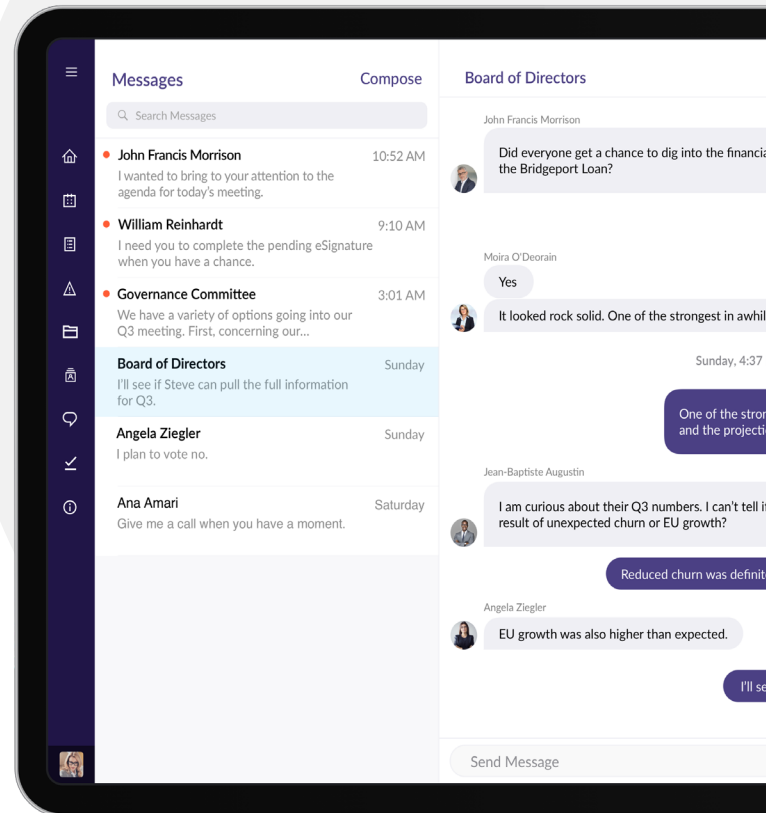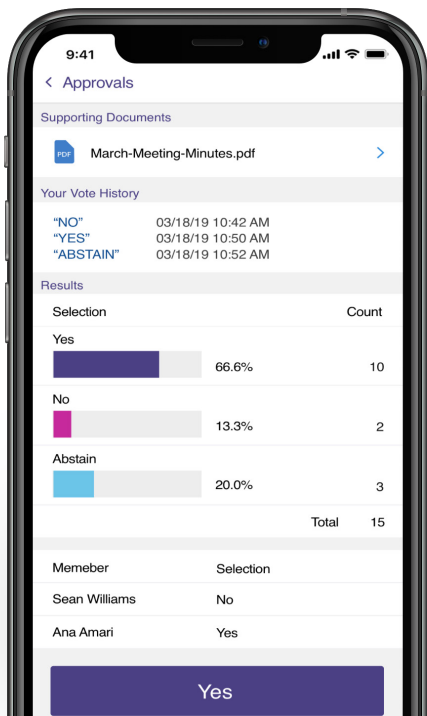
5. OnBoard Help Leaders Reach Consensus

Reaching consensus and quickly capturing the views of your directors and leadership is essential when fast-moving problems are tackled remotely. OnBoard helps your team reach consensus and make decisions between and during meetings.

- **Voting & Approvals** formally record your board's and teams' decisions. As you confront fast-moving challenges, your leaders need to be able to make consequential decisions without formally convening an emergency meeting.

- **Signatures** provide the ability to execute contracts and sign agreements without your team losing momentum. For example, loan commitees frequently accelerate their ability to evaluate and issue capital on an ongoing basis leading to substantial new revenue.

- **Surveys** offer your board and leadership team a way to gauge ideas, offer feedback, or decide on smaller-scale issues.

Get Started with OnBoard Virtual Meeting Software

Now more than ever, you need board and leadership meeting management software that's comprehensive, secure, and helps keep your team connected even while working remotely. The answer is OnBoard.

OnBoard provides your team a complete suite of tools to make smarter decisions, remotely, in real-time. It enables directors and leaders to think critically and communicate seamlessly – no matter where they are. So when the meeting starts, directors are empowered to focus on strategy and outcomes.

OnBoard is trusted by more than 12,000 boards and commitees around the world because it transforms meetings from operational presentations to strategic working sessions.

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