

Board Members use many modes of communication: in-person meetings, email, texting, phone calls ... some Board Members even find themselves talking about co-op business at the grocery store check-out line. Boards can go a long way to improve communication by learning how to prioritize discussion topics and use modes of communication that are most appropriate for the topic or issue at hand. This handout provides a short list of questions Board Members should ask themselves before communicating.



#1: Does this issue require a Board decision?

To help decide what the best mode of communication is, ask this question first: *Is a Board decision required?* The mode of communication used will largely depend on the answer to this question.

Examples of communication that **do not require a Board decision** include: reminders about upcoming Board meetings, setting the Board Meeting agenda, or sharing general information about an issue in the co-op. For these types of communication, more informal modes of communication are appropriate: face-to-face, text or phone calls, email, etcetera.

Issues that **do require a Board decision** include: passing resolutions, instituting new policies, renewing a contract with a vendor, hiring and firing employees, voting on evictions, etcetera. Almost all issues that impact the governance, management, or financial health of the co-op require a Board decision.

Remember: if a Board decision is required, Board Members have clear legal and regulatory requirements about how they communicate. Check out NCF's best practice handouts at northcountryfoundation.org/coops for more information on board meeting legal requirements in Minnesota and Wisconsin.

#2: *Is this an urgent matter?*

After establishing that the matter at hand requires a Board decision, the next thing a Board Member should do before communicating is determine the urgency of the topic or issue at hand. Ask yourself: *Is it absolutely necessary for the Board to act on this immediately? Can this be discussed at the next regularly scheduled board meeting?*

If the matter is urgent or time sensitive and cannot wait until the next board meeting, the Board can schedule a Special Board Meeting or initiate a Board Action Without a Meeting (BAWM). The following are instances that may require the Board to meet in between the regular Board meetings:

- Approval of a new Member to the Co-op
- Decision making related to a large capital improvement project
- Working Session (event planning, committee formation, etc.)
- Board Training

Remember: Boards should not regularly need to meet more than once a month unless the Co-op is undergoing a major capital improvement project or the Board is overseeing another special project.

#3: *Does the Board need to deliberate about this?*

The next question a Board Member should ask before they communicate is: *Does the Board need to deliberate about this?* Part of the duty of a Board Member is to engage in thoughtful, well-informed discussion before making decisions on behalf of the Co-op. In fact, deliberation is one of the core principles in the Board Code of Conduct and Ethics. For these reasons, NCF strongly encourages most decisions be made during in-person meetings to allow for meaningful discussion.

Remember: Boards cannot truly deliberate via text or email.

Additional Board Communication Resources:

- *Board Communication Flow Chart* (ask your NCF Technical Assistance Provider for a copy)
- [Anatomy of a Board Action Without A Meeting](#)