



Board Bootcamp

Session 3: Culture, Conduct and Contribution

Kate James, Institute of Community Directors Australia

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Acknowledgement of Country

Kaylene Whiskey, *Dolly Flying to Iwantja*

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Program approach

* **Session 1:** Welcome to the board table

* **Session 2:** Reading the play

* **Session 3:** Culture, conduct and contribution

How will you stay connected?

Today's session

- Culture and conduct on boards
- Ethical governance and decision-making
- Navigating conflict
- Contribution and commitment
- Asking the right questions

Think about examples you've
experienced of a healthy,
positive organisational culture

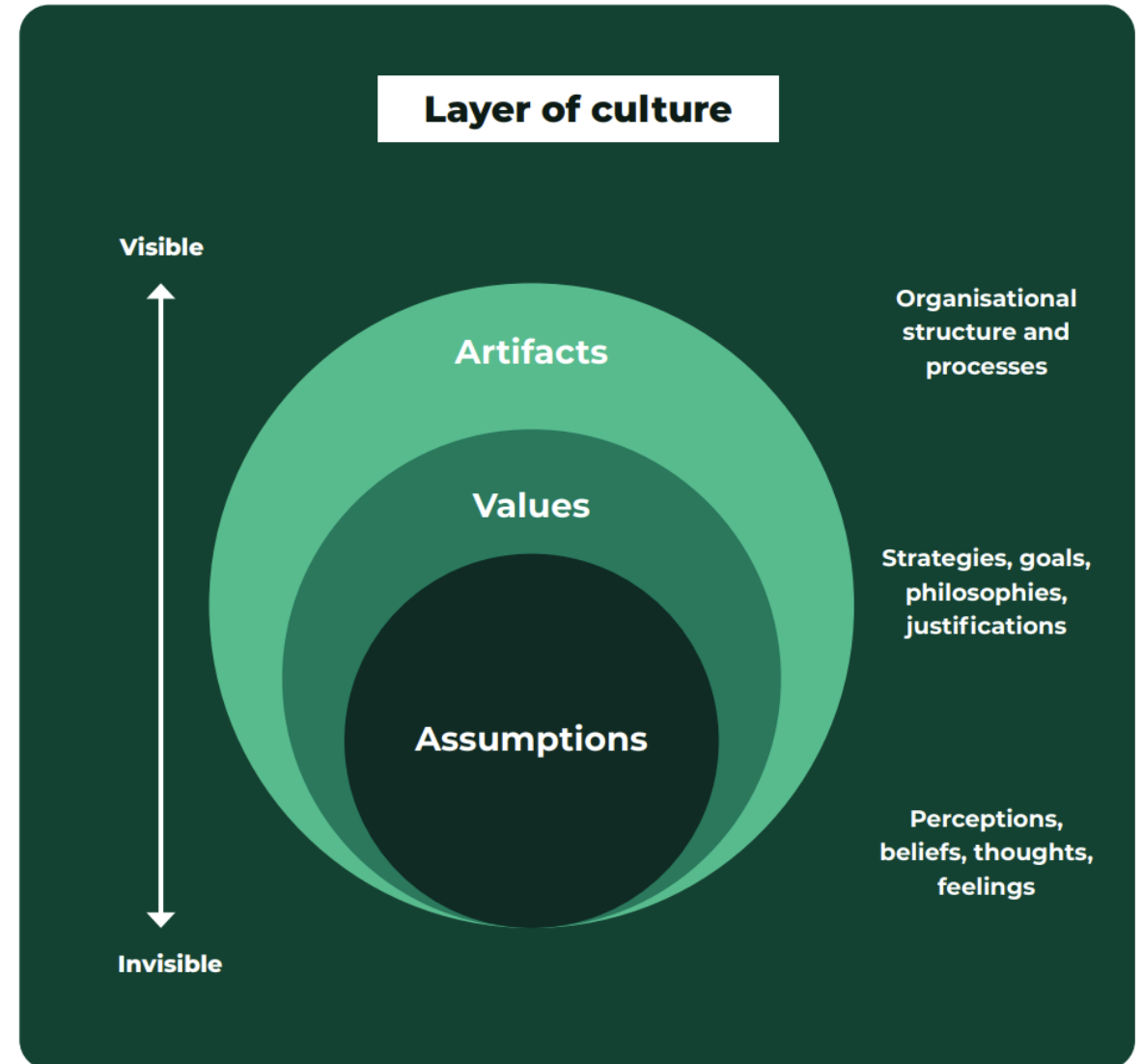


What were some features of
that culture?



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 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.

Ethical governance

- Ethical decision-making often involves 'grey areas' where there are no clearly right or wrong choices
- These decisions involve navigating competing values, interests and perspectives
- Using a structured decision-making approach supports fairness, consistency and transparency



An ethical approach to not-for-profit governance:

Defines the core principles that guide organisations, their boards, committees, staff and volunteers

Outlines the standards that stakeholders can expect from these organisations and the people who represent them

Requires organisations to embed these principles in daily practice, with systems for monitoring, reporting, recognition, and consequences for breaches

Scenario: “The Email Incident”

“We Lead Together” is a not-for-profit focused on equity and social justice. After a heated board discussion about a divisive issue, Geoff accidentally emailed the Chair and Deputy Chair a plan to pressure other board members, including the statement: *“A concerted attack on Theo. Professional but devastating. Bully him!!!”*

The Chair saw it as a private mistake, while the Deputy Chair called it misconduct and pushed for Geoff’s resignation. Geoff refused, threatened legal action, and agreed only to take leave and tell Theo what he had written. Instead, he lied to Theo, leading the Deputy Chair to share the original message.

Theo felt unsafe remaining on the board and informed them of Geoff’s statement. The board split with half believing Geoff had breached values and should resign, while the other half thought the situation was mishandled and worried about Geoff’s reputation.

- How should the board balance the duty of care to individual members (ensuring safety and respect) with the duty of fairness to Geoff (due process and reputation)?
- What responsibilities do board members have to uphold the organisation’s stated values, even in moments of conflict or personal disagreement?
- When trust has been damaged by dishonesty and harmful intent, what ethical obligations does the board have to repair relationships and protect the organisation’s integrity?



Supporting ethical decision-making

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

Levels of conflict

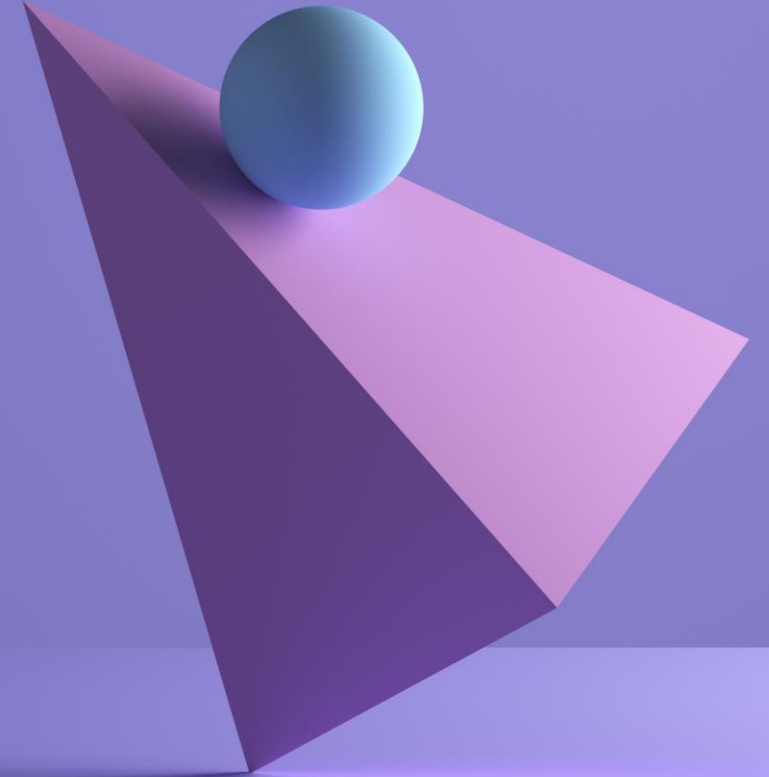
Crisis

Tension

Misunderstandings

Incidents

Discomfort



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



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





FLOW

Behaviours

- Discussing the issue
- Listening to others
- Taking time out
- Explaining own perspective and needs

Intentions

- There must be a way to work through the problem
- Focusing on the issues
- Respecting others
- "I'm OK/you're OK"

[Conflict Resolution Network: https://www.crnhq.org/](https://www.crnhq.org/)

FLOW: A constructive approach

Element	Behaviour	Intention
Focus on the issue	Naming the real problem without blame	Staying task-focused rather than personal
Listen actively	Reflecting back, paraphrasing	Building mutual understanding
Options for resolution	Asking: "What else could we try?"	Expanding the space for solutions
Win-win	Seeking agreements that meet core needs	Valuing everyone's interests

Conflict Resolution Network: <https://www.crnhq.org/>

Element	Behaviour	Underlying intention
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
Listen actively	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)
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 pathways that balance accountability for Geoff with protection and respect for Theo, while upholding values
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 the lose-lose of reputational harm and/or board fracture

Building a healthy, unified board

Always come back to mission and purpose

We over me

Provide a forum for all ideas

Encourage disagreement when testing ideas (develop a shared language)

Save disagreement for board discussion

Strive for consensus, live with majority

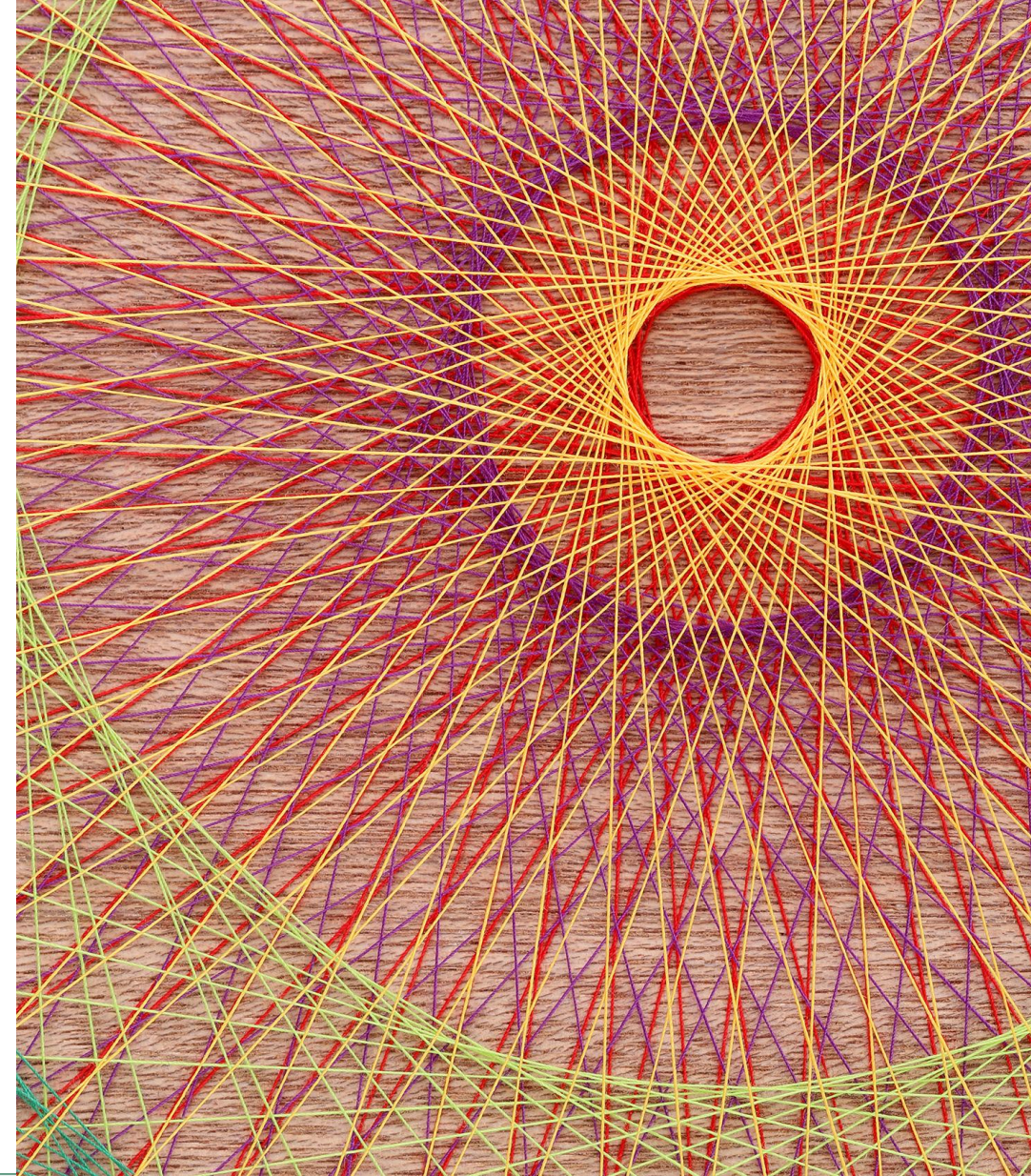
Culture of solidarity

Seek outside help if needed

<https://www.communitydirectors.com.au/tools/board-self-assessment-tool>

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 okay!



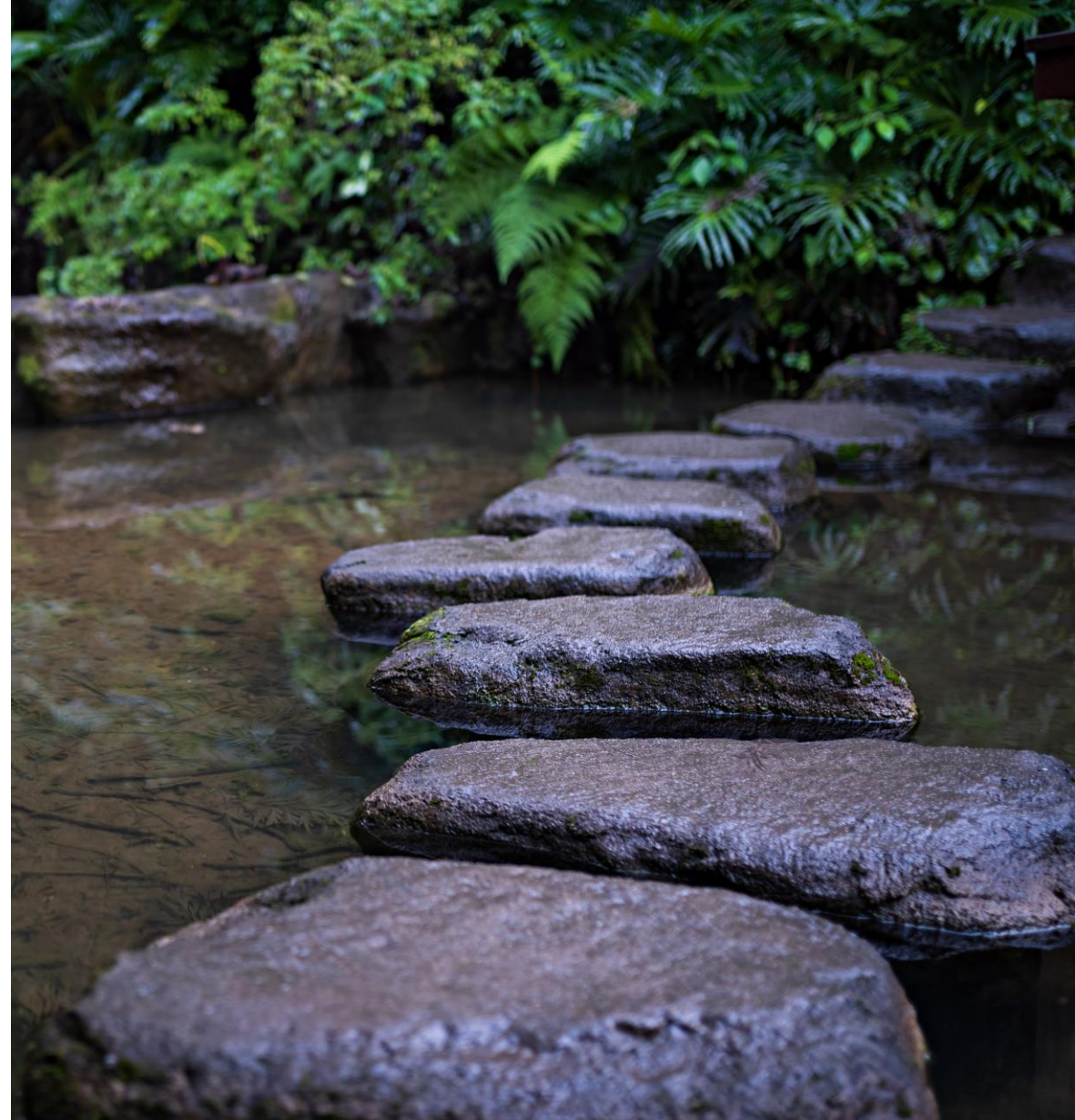
Time management for board members

- Ask for information early
- Use your calendar wisely
- Think carefully before volunteering for additional responsibilities
- Organise your emails and board papers
- Prepare before the meeting
- Communicate considerately



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?





Top 10 tips for new board members

- You're not expected to know everything
- Your fresh perspective is valuable
- You have clear legal protections
- Understanding financial reports doesn't require a finance degree
- Clarify time expectations
- You're covered by insurance (check the details)
- It's okay to challenge and question
- Get the context you need to make informed decisions
- Board culture matters and you're part of shaping it
- You are making a difference

Questions? Feedback?



<https://www.surveymonkey.com/r/2025boardbootcamp>

Next steps

www.communitydirectors.com.au/training/certified-community-director

www.communitydirectors.com.au/training/community-sector-chairs

www.communitydirectors.com.au/training/community-sector-secretaries

www.communitydirectors.com.au/training/community-sector-treasurers

www.communitydirectors.com.au/training/nfp-leadership-certificate

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