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Boards in action: Processes and practices of ‘strategising’ in the Boardroom

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Normative expectations are that Governing Boards will be involved in setting the strategic direction of the organisation, and this extends beyond a monitoring function. However, knowledge of the processes and practices by which Boards engage in strategy is limited. In particular, very few empirical studies have penetrated the ‘black box’ of the Boardroom and examined the complex Board/Management interactions that amount to Boards ‘doing’ strategy.

Here we address this gap, presenting an account of an unfolding process in which the Board and Management of Dundee and Angus College (D&A) engaged in setting strategic direction over an 18-month period. We observed planning events, video-recorded Board meetings, analysed texts pertaining to the initiative, and spoke to key personnel. By considering events over a series of episodes, we have built a picture showing how micro-level practices in the Boardroom are layered incrementally in the emergence of strategy at organisational level. Relatedly, we show how these practices enable the Board to negotiate the tensions between control and service/collaboration.

Negotiating
tensions
between
control and
service/
collaboration



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Two key questions:

(1) How does the micro level of interaction produce the macro level of organisation?;

(2) How do boards negotiate control/ collaboration?

D&A was formed in 2013 by merger of two colleges, Dundee College and Angus College, and is one of the largest in Scotland. The Principal during the period of the study, Grant Ritchie, took up his appointment in 2015. The Chair of the Board, Angela McCusker, was appointed by the Scottish Government in 2014, as is required for all regional colleges in Scotland. At the time of the case study, the Board comprised around 17 members, including members of teaching and nonteaching staff; and the president and vice-president of the Students' Union. It should be noted that the Principal is also a member of the Board.

D&A has crafted a narrative identity built around its 'improvement culture', epitomised in the implementation of its 2-year 'Good to Great' (G2G) strategy (2018–2020), which won the [Campbell Christie Public Service Reform Award](#) in 2018.

The aim of G2G was to ensure that 'by 2020 Dundee and Angus College will be the outstanding model of how regional colleges in Scotland operate and how they impact on their local economy'. At the stage in which we started gathering data at D&A in January 2019, they had just embarked on a process of developing a 5-year 'Future Strategy' that would eventually succeed G2G. At the same time, we witnessed some interesting practices in Board meetings by means of which the Board was facilitated in becoming actively involved in strategizing through groupwork. Taken together, these suggested that a case study would provide valuable insights into the actions of the Board in doing strategy – which we here define as the processes and practices through which learning concerning the future direction of the organisation emerges.

Process and practice refer to different, though highly interdependent, phenomena but they also encompass distinct forms of theorising which have often been in tension (Kouamé and Langley 2018). However, Burgelman et al. (2018) suggest that a rapprochement is possible, proposing a 'combinatory' approach, which synthesises key themes from both research traditions in which 'realised strategy' is viewed as an ongoing process punctuated by strategising episodes (Burgelman et al. 2018). They designate this approach 'Strategy as Process and Practice' (SAPP). In this research we adopted this approach. In terms of process, we examined the development and maintenance of strategy narratives over time; in relation to practice we looked at how the board went about strategising during board meetings. In doing this we took a fine-grained look at the linguistic and material enactments of the board, in particular contrasting what happened in groupwork with what happened in the more formal elements of the board meeting.

Table one shows the events we attended, the contribution each made to the development of future strategy, and the data we collected during the course of the case study.

	Date	Event	Aim	Data
1.	20/09/18	Board Strategic Planning Session	Developing 'A vision for 2025 about which everyone feels passionate'	Documents
2.	21/01/19	Board of Management Strategic Development Event	The programme 'refreshed the outcomes' from the September 18 event and group sessions considered: the major themes proposed; measures of success; challenge questions; and clarifying the vision.	Field notes; documents
3.	10/03/19	Board of Management meeting (BoMM1)	The VP Curriculum (VPC) (leading the initiative) presented the Future Strategy – Strategic Session update.	Field notes; documents; video
4.	11/06/19	Board of Management meeting (BoMM2)	VPC presented an update of the Future Strategy and the Board split into groups to consider the proposals.	Field notes; documents; video
5.	24/09/19	Board of Management meeting (BoMM3)	VPC presented an update of the Future Strategy and the Board split into groups to consider metrics.	Field notes; documents; video
6.	11/12/19	Board of Management meeting (BoMM4)	VPC presented the paper '2025 More Successful Students'.	Field notes; documents; video
7.	04/02/20	Board of Management and Student Congress Strategic Planning Event	Launch of 'More Successful Students'.	Event cancelled

Table 1. Key events in the emergence of 'Future Strategy'.

Two initial planning events were followed by four Board of Management Meetings (BoMMs). At each of the BoMMs, the Vice Principal, Curriculum (VPC) presented an updated paper on Future Strategy which was discussed by the Board. During BoMMs 2 and 3 the meeting split up into smaller groups to consider a range of questions set by the Chair. In BoMM 3 Future strategy was named: 'More Successful Students' (MSS), a reference to a twitter handle used during the G2G strategy campaign, '#moresuccessfulstudents'.

Strategy as process and practice

Process concerns temporality, the unfolding of events over time. Temporality is experienced differently by Board and management. The work of the Board is inevitably episodic. While Senior Management may be immersed in strategy and operational matters on a daily basis, for Board Members this is patently not the case. The narrative of Future Strategy had to be carried through the process and reiterated, rehearsed and re-enacted at each step. It largely fell to the documents produced for the Board – particularly the Future Strategy papers – to carry the narrative threads but these narratives were enacted (and in some cases contested) at each BoMM by the Board and management.

Three key narrative threads were set in motion by the Senior Management at the start of the process and required intense narrative work for their sustenance. The first concerned the process itself, i.e., that strategy development is ‘a joint exercise undertaken by Senior Management and the Board working alongside’ (Principal). The second and third narratives concerned Future strategy itself: the mythical origins of More Successful Students (MSS) in G2G (and the need for a seamless transition between them); and ‘Deeper Engagement’ with external partners as the overarching focus for Future Strategy. While the first and second narratives were largely accepted and welcomed by the Board, the third was contested.

This first of these narratives was rehearsed explicitly by Senior Management throughout the process and enacted through the practices entered into at each BoMM. At the end of the 18-month process it is interesting to reflect on this and to examine the extent to which the Board did genuinely ‘work alongside’ Senior Management in developing strategy. Clearly, Senior Management took the lead in setting out the foundations of Future Strategy: by emphasising the need to build on the success of G2G, Senior Management laid out the direction of travel. This steer was largely accepted by the Board and, to this extent, the narrative of ‘joint development’ of strategy could be questioned. However, it should be noted that Management was itself responding to a very strong steer from government policy. But equally clearly, the Board was engaged at all stages of the process, from the initial event in September 2018 to the launch of MSS in 2020, and exerted considerable influence on the developing strategy, including the key themes around which future strategy was organised, the aims of the strategy, and indeed the overarching vision. However, throughout the process there were a number of different expectations of the Board. At times the Board did work alongside Management on developing Future Strategy, but on other occasions the Board ‘ask’ was to ‘provide advice’ and to ‘give approval’ for decisions. Thus, curiously, the Board was asked to advise on and approve what it had ostensibly jointly produced alongside Management. The blurring of roles introduces an element of ambiguity into practices of governing which challenges dominant theories, particularly Agency theory. However, it was evident that these different enactments of governing tended to take place in different spaces created within the Boardroom – ‘working alongside’ taking

Strategy as
process

place within the intimate spaces of group work, and 'giving approval' in the larger context of the Boardroom. This indicates the ways in which the practices of the governing body can be drawn on in negotiating the tension between control and collaboration/service (Judge and Talaulicar 2018).

While the Board largely accepted the second narrative, they resisted the third, the focus on 'Deeper Engagement', as leading to a lack of clarity around the focus for strategy, which, they argued should be the learner. From the start, the need to build on the success of G2G had been emphasised by Senior Management. G2G pervaded the emergence of MSS, from adopting a twitter handle from the G2G campaign as the naming of the strategy, to the way in which G2G almost invariably immediately preceded Future Strategy as an agenda item. While G2G had been 'internally focused', MSS would, Senior Management said, build on this, looking outward and fostering 'Deeper Engagement' with partners. It was this aspect that created the greatest resistance from the Board. As a result, Deeper Engagement was successively downplayed in each iteration of the Future Strategy document until it was all but effaced. While this potentially threatened the narrative of seamless transition from G2G to MSS assiduously constructed by Senior Management, it resulted in the clarification of the strategy as centred on the learner, rather than on partnership, and this was, arguably, not an insignificant change demanded by the Board.

Strategy as practice

Our linguistic analysis drew out the entanglements and complexities of the emergence of Future Strategy. What we found when we looked at the way participants related to each other was that these interactions were very different in the intimate space of groupwork compared with the more formal space of the main meeting. Discussion was much more intense and engaged. In analysing the language used we saw a blurring of identities in groupwork as indicated in the use of indexicals, words like 'we' and 'you'. Whereas in the formal spaces of the Board meeting 'we' was used by management in an exclusive way to mean senior management, and 'you' referred to the Board, this changed in groupwork such that 'we' was used in a much more inclusive way to mean Board and management together. The findings offer support for Hendry et al.'s (2010) distinction between procedural and interactive strategising. Procedural strategising 'relies on formal administrative activities' in which Boards 'review, approve and monitor strategy' (Hendry et al. 2010, p. 38). Interactive strategising, conversely, involves 'face-to-face' interaction and negotiation between Senior Management and the Board which requires 'open communication'. Whereas procedural strategising is the norm for Board meetings, interactive strategising is more likely to occur in less formal contexts such as away days and 'strategy workshops'. In this case study, the practices associated with the formal Board meetings can be characterised as 'procedural' – presentation of a paper by Senior Management followed by the Chair inviting comments or questions. On such occasions the Board 'ask' was to 'provide advice' and 'approval' for decisions. Thus, we might infer that the practices of the formal BoMM, presentation of papers followed by questions from the Board, are predicated upon a distinct

separation of identities of Board and Management and it is this that is interrupted through groupwork. This does not mean that other practices of the Board which depend on distance for their enactment, such as scrutiny, did not occur in the group context; or conversely, that interactivity was never achieved in the formal elements of the Board meeting. Rather, as practice, groupwork tended to promote interactive strategising, while the formal Board meeting supported the practices associated with procedural strategising. Like Hendry et al. (2010) we do not claim that one is 'better' than the other, each has its place: Boards must work alongside management and they must stand apart. This is the ambiguity that everywhere inhabits governing.

By considering events over a series of episodes, we have built a picture showing how micro-level practices in the Boardroom are layered incrementally in the emergence of strategy at organisational level. Key to this is the production of texts and their enactment in the Boardroom. Thus, we see recursively how texts acquire authority and demonstrate agency, but this depends on their ongoing enactment in the Boardroom. Our work challenges dominant theories. In 2005, Tricker (2005, p. 16) argued that 'corporate governance, as yet, does not have an accepted theoretical base or commonly accepted paradigm'. This is probably still true today. The idea of an overarching, one-size-fits all, 'theory' of corporate governing was always an illusion. Instead of imposing rigid models we should instead acknowledge the complexity of board practices, embracing a radical undecidability: 'both/and' rather than 'either/or'.

Of course, the idea that there is no one-size-fits all explanation which says what governing 'is' may not be a particularly novel conclusion. Certainly, this has been a recurrent theme since the introduction of contingency theory in the 1960s, but here we have gone beyond this in promoting ambiguity as a legitimate framing of board action: boards do, indeed perform contradictory roles simultaneously. Here we have revealed how this is achieved as an accomplishment of Board and Management in collaboration. In particular, our work has shown how processes and practices modulate distance between Board/Management in negotiating the contradictions and tensions in board roles, and we have brought attention to bear on the sociomaterial enactments through which boards do this.

Implications for practice

The challenge for boards, and particularly Chairs, lies in determining how ambiguities can be channelled and managed towards effective outcomes. Here we have shown how the practices of the governing body can contribute to this. Hence, the case study has implications for practice. Most notably, the way in which the Chair orchestrates the Board Meeting is crucial. Codes of 'Good Governance' stress the key role of the Chair. Relatively few studies have drawn on observational methods, as opposed to gathering retrospective accounts from actants, to elucidate why this is so and how the role is enacted. (see Watson et al. 2020 for a review). Here we have seen that forms of strategising, and the practices which support these, contribute in different ways to the emergence of strategy

Strategy –
the role of
the Board

Implications
for practice

over time. This requires a sophisticated understanding of the multiple contexts in which strategy happens and the ways in which these may be drawn on. It also requires an appreciation of complex interactions of participants and the affordances of the various technologies, such as the use of groupwork, that constitute practice. This is a nuanced task which requires both an appreciation of the ebb and flow of events, and an understanding of the ambiguous nature of the Board 'ask'. We suggest that in the case study here these were clearly evidenced, contributing towards an understanding of how boards 'add value' to the organisation.

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This research involves observing *boards in action* in eight colleges of further education across the UK in order to examine how the governing board contributes to achieving the strategic aims of colleges in meeting the needs of learners, employers and labour markets.

For further information about our project please contact Professor Cate Watson at: fe-governing@stir.ac.uk

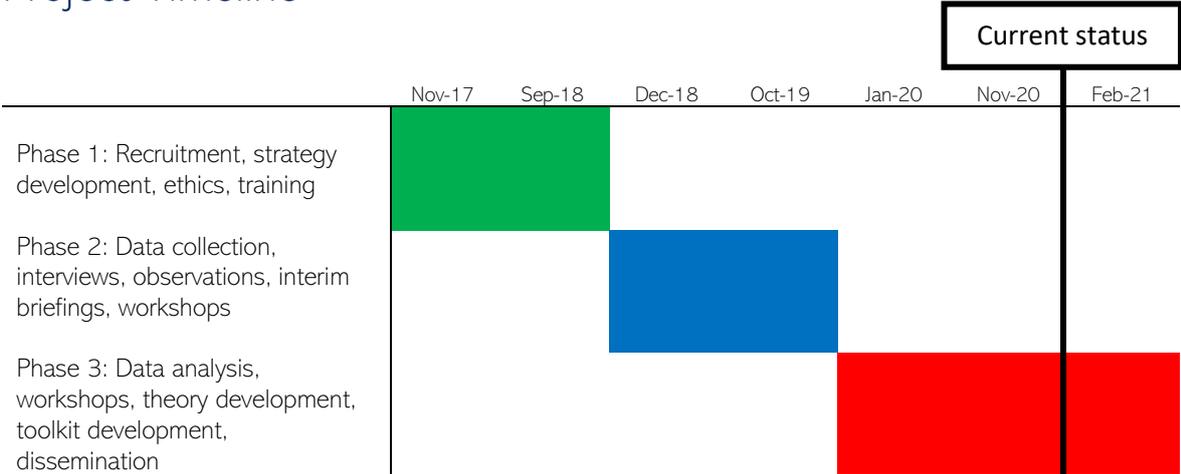
You can find out more about our project at: <https://fe-governing.stir.ac.uk/>

Click [here](#) to view the full 'Boards in action: processes and practices of 'strategising' in the Boardroom' paper.

References

- Bucholtz, M., & Hall, K. (2008). Finding identity: Theory and data. *Multilingua*, 27(1-2), 151-163.
- Burgelman, R. A., Floyd, S. W., Laamanen, T., Mantere, S., Vaara, E., & Whittington, R. (2018). Strategy processes and practices: Dialogues and intersections. *Strategic Management Journal*, 39(3), 531–558.
- Hendry, K. P., Kiel, G. C., & Nicholson, G. (2010). How boards strategise: A strategy as practice view. *Long Range Planning*, 43(1), 33–56.
- Judge, W. Q., & Talaulicar, T. (2017). Board involvement in the strategic decision making process: A comprehensive review. *Annals of Corporate Governance*, 2(2), 51–169.
- Kouamé, S., & Langley, A. (2018). Relating microprocesses to macro-outcomes in qualitative strategy process and practice research. *Strategic Management Journal*, 39(3), 559–581.
- Tricker, B. (2000). Corporate governance-the subject whose time has come. *Corporate Governance: An International Review*, 8(4), 289-296.
- Watson, C., Husband, G., & Ireland, A. (2020). Opening the 'black box': What does observational research reveal about processes and practices of governing? *Journal of Management and Governance*, 1–33.

Project Timeline



Our Participating Colleges

