Learn English with Sarah
BUSINESS ENGLISH — CORPORATE NEGOTIATION

Boardroom Dynamics & High-Level Negotiation

B2/C1 · PROFESSIONAL | 90 minutes | Vocabulary | Reading | Listening | Speaking | Use of English

Lesson Objectives

✓ **Vocabulary:** Learn and correctly use 8 boardroom terms (accountability, impasse, mitigation, fiduciary, consensus, transparency, contentious, oversight) in a realistic corporate context.

✓ **Grammar:** Apply advanced word formation across noun, verb, and adjective forms for 5 core negotiation roots (negotiate, resolve, govern, strategize, account).

✓ **Listening:** Watch an authentic TED talk on the value of disagreement in decision-making, and connect it to today's reading on consensus.

✓ **Speaking:** Negotiate a high-stakes boardroom scenario, using target vocabulary, word forms, and "softening" phrases to manage disagreement professionally.

1 Warm-Up: The "Quiet" Power of the Board

Before you begin, consider this:

• In high-level business, the most important decisions are often made before the actual board meeting starts. Why do you think that is?

• What are the risks of "pre-negotiating" decisions versus discussing them openly in the boardroom?

2 Reading & Vocabulary: The Crisis at Zenith Corp

The recent quarterly meeting at Zenith Corp was characterized by a profound sense of **(1) accountability** from the executive team. Facing a sudden market downturn, the Board found itself at an **(2) impasse** regarding the acquisition of a smaller competitor. While the CEO pushed for an aggressive expansion, the Chairman insisted on a more conservative approach to **(3) mitigation** of long-term financial risks. The debate was intense, highlighting the Board's **(4) fiduciary** responsibility to protect the interests of the shareholders above all else. Eventually, they reached a **(5) consensus** to pause the deal, prioritize **(6) transparency** with investors, and wait for the quarterly report. This decision-making process, though **(7) contentious**, was essential for the long-term **(8) oversight** of the company's trajectory.

Match each numbered word from the text (1–8) with its correct definition (A–H).

1. Accountability ____

2. Impasse ____

3. Mitigation ____

4. Fiduciary ____

5. Consensus ____

6. Transparency ____

7. Contentious ____

8. Oversight ____

A. Involving a trust, especially a legal relationship where one party acts in the best interest of another.

B. Likely to cause an argument; controversial.

C. The obligation to accept responsibility for one's actions or decisions.

D. The process of supervising or watching over a process or organization.

E. The action of reducing the severity, seriousness, or painfulness of something.

F. A general agreement among various groups; harmony.

G. A situation in which no progress is possible, especially because of disagreement.

H. The quality of being open to public scrutiny; honesty and clarity in communication.

2B Gap Fill: The Hostile Bid

Complete the summary with a word from the box. There are two extra words you don't need.

impasse	**fiduciary**	**mitigation**	**contentious**
transparency	**consensus**	**accountability**	**oversight**

When the private equity firm made its offer, the Board reached an **(1)** ______________________ almost immediately — the CEO and the Chair simply couldn't agree. The CEO argued that rejecting the deal would breach the Board's **(2)** ______________________ duty to shareholders, while the Chair worried about risk **(3)** ______________________ if the company expanded too quickly. After a **(4)** ______________________ debate, both sides agreed that greater **(5)** ______________________ with investors was essential, and eventually reached a **(6)** ______________________ to delay the decision by one quarter.

2C Find the Word: Synonyms in the Reading

Look back at the Zenith Corp text in Part 2. Find a word or short phrase that means the same as each definition below.

1 shown clearly by, marked by → ______________________

2 very deep or intense (used for a feeling) → ______________________

3 argued strongly in favor of something → ______________________

4 forceful and fast-moving (used to describe a business strategy) → ______________________

5 to treat something as more important than other things → ______________________

6 the path or direction something is moving in → ______________________

2D Sentence Rephrasing: Key Word Transformation

Complete the second sentence so it means the same as the first, using the word given. Use between **one and eight words**, including the given word.

1. The Board couldn't agree, and no progress was possible.

IMPASSE

The Board reached an __________________.

2. The Chair wanted a more careful approach to reduce risk.

MITIGATE

The Chair wanted to __________________ long-term financial risk.

3. Eventually, everyone agreed on the same plan.

CONSENSUS

Eventually, the Board reached a __________________.

4. The Board has a legal duty to act in shareholders' interests.

FIDUCIARY

The Board has a __________________ duty to shareholders.

5. The debate caused a lot of disagreement.

CONTENTIOUS

The debate was highly __________________.

3 Language Focus — Advanced Word Formation

Complete the table below. Provide the correct Noun and Adjective form for each root word. No hints given.

Root Word	Noun	Verb	Adjective
Negotiate	______________	______________	______________
Resolve	______________	______________	______________
Govern	______________	______________	______________
Strategize	______________	______________	______________
Account	______________	______________	______________

4 Authentic Listening — Watch & Analyze

Margaret Heffernan: Dare to Disagree — TED · approx. 13 min (watch the first 5 minutes)

This TED talk explores why good disagreement — not forced agreement — is central to strong decision-making in teams and boardrooms. You only need the first 5 minutes for today's task.

Watch: https://www.ted.com/talks/margaret_heffernan_dare_to_disagree

As you watch the first 5 minutes, note down: 3 arguments Margaret Heffernan makes about the value of conflict in decision-making.

5 Discussion: Dissent vs. Consensus

1 Why does Heffernan argue that "dissent" is a crucial part of a Board’s function?

2 How does this challenge the idea of "consensus" mentioned in the Zenith Corp reading?

6 Production & Roleplay: The Hostile Bid

Scenario

You are a Board Member of a luxury watchmaker. A private equity firm has offered to buy the company for $500M. The CEO wants to accept; the Chair wants to reject it to focus on independent growth.

Task: Negotiate a position. You must:

• Use at least 4 words from the Reading/Vocabulary section.

• Use at least 2 words from the Word Formation table.

• Incorporate at least one "softening" phrase (e.g., "I hear your concerns, however..." or "Might I suggest we pivot to...").

“I hear your concerns, however, I believe we have a fiduciary duty to consider this offer carefully before we reach a consensus...”

7 Review & Wrap-Up

Before you finish, quickly review any mistakes from the Word Formation table with your tutor, and ask for feedback on the tone of your negotiation — were you too aggressive, or too passive?

Key Expressions to Remember

VOCABULARY	WORD FORMS	SOFTENING PHRASES
Accountability Impasse Mitigation Fiduciary Consensus Transparency Contentious Oversight	Negotiate → Negotiation Resolve → Resolution Govern → Governance Strategize → Strategy Account → Accountability	"I hear your concerns, however..." "Might I suggest we pivot to...?"