Leading Excellence in Uncertain Times

The Board Chair’s Directive in Implementing Effective Governance

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What We Will Cover Today

• Foundation Building – Leadership Readiness
• The Roles of the Chair – Why, What, and How
• Chair – Chief Executive Partnership
• The Soft Skills
• The Journey
• Leveraging the Work
• Strategic Visioning and Planning
• Transition, Closure, and Reflection
Foundation Building
Getting to “Yes”

- Data Gathering
- Perspective Gathering
- Personal Reflection
- Personal Support System
- Personal Inventory
Carefully decide.

Talk to organizational Leaders and Stakeholders

Think how saying yes will affect your relationships at work, home, and at leisure

Take an inventory of personal strengths and limitations
The Roles of the Chair
Roles of a Board Chair

The MOST – and LEAST Powerful Board Role

Ability to:

• Attract followers
• Motivate people
• Focus on big issues
• Effectively bring out the best in the top executive
• Set direction for the future
• Take calculated risks
The Why, What, and How

The WHY

Ask yourself three critical questions:

• Why do I want to do this work?
• Why do I believe my skills, talents and temperament are the best fit right now?
• Why am I motivated to do this now?
The Why, What, and How

The What

• Cultivate effective and vibrant partnership with the CEO
• Ensure each and every board member is successful in their work
• Be in constant communication with members
• Oversee board assessment
• Preside at all meetings
• Promote meaningful dialogue – from others - at all meetings
• Assure committee structure and processes are effectively implemented
• Serve as ex-officio on all committees
• Cultivate community relationships
• Serve as the community ambassador
• Act as the “face” of the organization leadership
The Why, What, and How

• Possess personal qualities
  – Approachable and available
  – Good listener
  – Show integrity, respect, and humility
  – Strategist, visionary, and generative thinker
  – Encourage open communication and constructive debate

• Commit to the Board
  – Engage board members in ownership
  – Celebrate hard work and achievement
  – Promote outstanding performance and governance alignment

• Commit to the Organization
  – Passion for mission
  – Engage passion-building on the board
  – Uphold legal and ethical standards of conduct
Take personal stock

Am I a visionary leader?

Do I have the leadership skills (respect, humility, integrity, communication) to do the work?

Do I have the capacity to balance the routine tasks with the inevitable unexpected?

Am I ready to do the hard work of demonstrating consistent standards of ethics, law, and conduct – and can I hold others accountable as well?
Chair – CEO Partnership
The Basics

• Mutual respect
• Reciprocal communications
• Shared purpose
• Capacity to adapt for style preferences
• Commitment to ongoing tasks and responsibilities during leadership transition
• Mutual expectations and accountabilities
• Clear boundaries of roles and overlap
• Shared understanding of “best interests” for the organization
The Board and Leadership together:

- Role of the Board
- Role of the Executive

A Constructive Partnership
- A line custom to the organization
- Ebb and flow
- Shared responsibility for mission
- Continuous reframing
FRAME THINGS UP

Tip #3

Set up the partnership in the context of good governance.

Be sensitive to the many variables that can influence success or failure.

Define clear mutual expectations around roles and responsibilities.

Maintain open lines of communication.

Periodically assess the health of the partnership.
Soft Skills
Communication and Facilitation

- Listening
- Asking questions
- Reframing
- Empathy
- Conflict Management
- Engagement
- Transitions
The Four Horsemen

Relationship Breakers:

• Criticism
• Blaming
• Stonewalling
• Contempt
Leader as Facilitator

Tip #4

Focus on intent as well as content of the message

Customize communication processes based on the purpose of the exchange and the audience

Strengthen listening, questioning, probing, and reframing to achieve success

Seek feedback from others and use evaluation to build soft skills
The Journey
Assure the Basic Tools Are In Place

- Bylaws and Policies up to Date
- Strategic Plan in Place
- Organizational Chart for the Board
- Board Member Contact List and Communications Plan
- Board Orientation Process Operational
- Annual Report
- Form 990
- Other State and Federal Filings
Shared Work

• Build Relationships
• Preserve Relationships
• Engage People in a Meaningful Way
• Convey Appreciation for Work Well Done
• Establish Processes for Closure
• Be Gracious
Manage the Outliers

• Navigating a Divided Board
• Managing a Domineering or Intimidated Board Member
• Managing a Board Member with a Personal Agenda
• Sanctioning or Terminating a Board Member
Set Rules When You’re Happy

1. Establish board behavioral norms
2. Have a strong Governance Committee
3. Commit to a robust communication structure
4. Commit to ongoing board assessment and board education
5. Never procrastinate when norms are breached – be assertive in interventions
Leveraging the Work
Generative Thinking Through Generative Questions

- What keeps you awake at night about the organization?
- What are we missing in the discussion?
- How can we frame this situation differently?
- What best explains our recent success? Setback?
- What headline would we most like/hate to see about our organization?
- What is the biggest gap between what we claim to be and what we actually are?
- How do we incorporate the organization’s core values into this work?
- How would we operate differently if we were a for-profit organization?
- If you were on a board for a competing organization, what would you do to most effectively compete against us?
Decide How to Decide

• Create a Decision-Making Model
  – Fact-Finding
  – Information Assessment
  – Exploration of Options
  – Outcomes and Action Plan
  – Follow-up and Evaluation

• Create a Problem-Solving Model
  – What is the problem?
  – What is the real problem?
  – Why is it a problem?
  – What are the possible remedies?
  – Which remedy is right for this situation?
Create an Effective Board Organizational Structure

• The Board Agenda
  – Information
  – Discussion
  – Action

• Committee Structure
  – Charter
  – Charter of Annual Work
  – Work Process
  – Report-out Design
Orchestral Governance Design
Grand Itasca Clinic and Hospital

Executive Committee
Board Chair
• Vice Chair
• Treasurer
• Secretary
• Past Chair

Key Responsibilities
• Clinical Quality
• Patient Satisfaction
• Compliance in all Medical Practices

Key Responsibilities
• Board Leadership
• Liaison to the CEO
• Leadership of Strategic Planning
• Recruitment, Selection, and Evaluation of the CEO
• Crisis Management
• Grievance Process

Finance
Key Responsibilities
• Investment Strategy
• Financial Records Management
• Budget Development
• Asset Management
• Fiscal Oversight
• Audit
• IRS 990 Compliance
• State and Federal Reporting
• Board Education on Finance Issues

Quality

Governance
Key Responsibilities
• Board Roles and Responsibilities
• Board Recruitment and Nominations
• Succession Planning
• Board Policy and Procedure
• Board Orientation
• Board Education
• Bylaws Revision
• Board Member Recognition
• Board Member Standards of Behavior

Board of Directors

Key Responsibilities
• Clinical Quality
• Patient Satisfaction
• Compliance in all Medical Practices
Keep it Simple

Tip #6

Use a consent agenda -- Label all agenda items – action, discussion, or information

Keep the committee structure simple with a goal of optimizing the board’s work

Keep the board information and keep the process nimble and flexible

Don’t ignore the warning signs… respond quickly and directly
Strategic Visioning and Planning
Critical Work of the Board

• Strategic Planning is the Board’s Work
  – Mission
  – Vision
  – Values
  – Internal Scan
  – Environmental Scan
  – Formulation of Strategic Priorities
  – Informing Goals and Objectives
  – Understanding Action Plans
  – Monitoring and Evaluation Against Agreed Benchmarks
Assure Effective Strategic Planning

Tip #7

1. Don’t allow a strategic plan to go undone
2. Oversee and contribute in the selection of a consultant
3. Facilitate Board communications in completion of a plan
4. Assure the Board is educated on strategic planning methods and processes
5. Apply evaluation results to board decisions in changes in program activities and services
Transition, Closure, and Reflection
Ceremony Matters

- Begin with the end in mind – Succession planning is a must
- Establish structures for mentoring in transition
- Document processes
- Bring relationships to a closure point
- Create opportunities for celebration
- Reflect on your experience