



July 2017

Elevating Board Meetings through Intentional Planning and Board Packets

Given all the changes in the healthcare industry, boards are finding it more important than ever to spend meeting time wisely. It's no longer sufficient to sit and listen to reports and rehash what is in the board packet. Instead, board members need to come to meetings prepared and ready to discuss strategic priorities. Planning board meetings ahead of time and carefully choosing what to include in board packets can help elevate board meetings to a new level and ultimately lead to a more-informed board, ready to tackle the challenges ahead.

Governance support professionals play a critical role in ensuring that meetings are focused and productive. This article provides practical advice regarding how to increase the effectiveness of board (and committee) meetings.

Start with an Intentional Approach to Board Meetings

Planning well-thought-out meetings sets the board up for success. This begins by creating an annual calendar that shows specific topics that need to be discussed at each board meeting.¹ When deciding on these topics consider:

- The regular business of the board: what month do routine activities need to be achieved, such as approving the budget, updating the strategic plan, or appointing new board members?
- The strategic plan: what specific strategic initiatives or areas need to be discussed to achieve the organization's goals, and in what timeframe?

This calendar should also include committee meeting topics so that everything is aligned and in one place. This will help with coordinating committee and board activities. For instance, sufficient time needs to be

¹ For sample board meeting calendars, view our template library at <http://www.governanceinstitute.com/Templates>.

provided for the finance committee to discuss and recommend the budget and get that information to the board to review before it has to approve the budget.

While this might seem like a simple concept, the vast majority of boards don't have well-planned meetings. Even if they do have a board calendar, they may not hold themselves accountable to fully utilizing it and keeping on track with timelines. The board calendar is not something to create once a year and look at occasionally. It should be a dynamic, iterative document that is revisited regularly to help shape meetings and ensure that all tasks—from strategic plans to educational opportunities to CEO performance evaluations to board recruitment efforts—are performed diligently.

Each agenda item should be carefully thought through a few weeks before the actual meeting materials need to be developed and gathered. It is best if planning for board meetings is a partnership effort where the CEO and board chair work together to prepare for the meeting. This duo typically meets at least three weeks ahead of board meetings to talk over the topics that need to be covered. They often solicit ideas from other board members and committee chairs, look at planned topics on the calendar, and think about important developments in healthcare and at the organization before choosing two to three specific topics that will be the focus of the meeting. The governance support professional should make sure these planning meetings are scheduled far enough in advance to ensure the chair and CEO will be able to attend and provide the needed information in a timely manner.

Under each of these topic areas, it is helpful to add into the agenda one or two framing questions that management or the committee has for the board on that particular topic. For example, if a health system is exploring the idea of acquiring a health plan, a framing question might be: what concerns or questions

do you have about the possible ramifications of our health system moving into the insurance business? This gets the conversation going in the right direction, and increases the likelihood that directors will have already taken the time to think through the issue before arriving at the meeting. This will also help determine what needs to be included in the board packet to facilitate the board's ability to answer these questions.

The agenda needs to be built in a way that allows time for discussion of strategic priorities. Limiting the number of topics up for discussion can help free up time for this to happen. Using tools and techniques such as consent agendas is another way to ensure that critical subjects aren't overshadowed by irrelevant discussions or reports from management.² The meeting agenda should be timed so the board knows exactly when to start each section. This sets expectations with board members about how much time will be spent on each topic and makes it easier for the board chair to facilitate the discussion.

[View a sample board agenda with framing questions.](#)

Include in the board agenda:

- Timeframes for each agenda item
- Major topics of discussion (two to three)
- Framing questions for each topic (one or two)
- Who is leading each discussion
- Where to find the reference materials
- What is the purpose of the discussion (e.g., approval, provide input, educational)

Materials for the Board Packet

Once the agenda is completed and the meeting topics are selected, it is time to figure out what other materials need to be created and gathered. These materials are key for ensuring the board is educated on the topics and ready to meaningfully contribute to discussions—and ultimately make decisions that could have major implications for the organization's future.

² For more information on how to use a consent agenda, see Elements of Governance®: *Effective Board Meetings* (Second Edition), The Governance Institute, October 2015, p.11.

Board meeting materials need to be governance-level resources, not operational in nature or what management would normally receive. For example, rather than receiving quality indicators for the hundreds of items that are being measured and monitored at the hospital or health system, provide the board with a dashboard on the board-agreed upon priority quality indicators. Management and the quality committee can work together to decide which of the quality indicators or metrics should be included in this dashboard.

The board should receive one, macro-level, color-coded board strategic dashboard that provides a quick snapshot of what they need to see and is reflective of the goals in the strategic plan and the areas that need improvement. Along with a board-level strategic dashboard, committees will include the minutes from their meetings and, when necessary, a dashboard with key metrics they're overseeing—again, this should be concise and include board-level information. This will allow the board to have an easier time quickly understanding the committees' work.

Anytime that a committee is coming to the board with a request, they should provide an executive summary for the board packet. This is a one-page summary that explains:

- The options the committee has considered
- Its recommendation to the board, and a rationale of that recommendation
- Pros and cons to contemplate

At the bottom of the executive summary, the committee should state clearly what it is asking of the board (e.g., input or approval). This gives board members a clear picture of exactly what the committee is asking, which eliminates the need for committee work to be rehashed (which takes up time at the board meeting).

In addition, packets should include all the "presentations" that management intends to reference. However, these are included as pre-reading, not because they would be "presented" in the meeting. The best boards eliminate or dramatically curtail spending meeting time in presentations, so more time is available for discussions. Anything about which the board will be asked to vote should also be included in the packets, such as approval of the annual compliance plan (the applicable committee should have done the leg work, and provide a summary to the full board).

Considerations for Systems

When preparing materials for system boards, there needs to be careful consideration around what the right level of information is for a system-level board. This means thinking about system strategy as well as what the patterns are across all the entities. The correct level of information for a system board includes broad, system-wide performance versus reports on separate entities within the system. For instance, readmissions trends across the system, graphically displayed to emphasize high performers and low performers.

Board meeting packets should go out at least a week before the meeting so there is enough time for directors to read and fully understand the information. Ultimately, the materials in the packet should be easily digestible and simple to comprehend so board members don't get lost in the details. The most effective materials are those that show trends, graphically displayed, on key issues and that clearly identify the topics that the board should be discussing. There also needs to be an expectation that board members will take the time necessary to thoroughly review the board packet. That expectation should be set when potential board members are being interviewed, and should be re-emphasized during initial board orientation for new directors. Governance support professionals can play a key role in helping managers and committee chairs develop materials that are clear and concise; no one wants to wade through a 200-page board packet.

Having a board portal makes it much simpler for board members to access all the materials they need for the meeting. This can be helpful for distributing the board packet, as well as referencing additional documents. It eliminates the need to add more pages to the board packet; instead detailed notes can be included explaining where to find something on the portal if they want more information. Savvy board members can then look up things on their own when they are working through the packet as well (for example, if they are worried a board member might have a conflict around a specific topic, they can quickly look at the list of potential conflicts of interest of each board member to see if they need to alert the board chair).

It is smart to have an evaluation at the end of each meeting. It can be short and ask basic questions such as:

- What are we currently doing well that we should continue at future meetings?
- What can we do to make meetings more productive?
- How could the materials have better prepared you for the meeting?

Best Practices for Board Packets

- Include only governance-level materials.
- Have board meeting materials go out at least a week in advance of the meeting.
- Include a well-thought-out, timed agenda.
- Keep dashboards concise and visually appealing, with only a quick snapshot of important indicators or metrics.
- Leverage executive summaries for committee requests.
- Set clear expectations around reviewing board packets.
- Make materials easily accessible, preferably through a board portal.

This way board members can weigh in on whether the meetings are running effectively and if the board packets have the information they need at the right level and detail. Often board members have great ideas for improvements that can be implemented for the following meeting.

Another key to having a high-functioning board that is prepared for meetings is to ensure they are well-oriented and have an ongoing continuing education program. Each meeting should have an educational component that is linked back to the annual board meeting calendar. For example, if there is an important topic coming up for discussion at a future board meeting, it is best to educate board members early so that they are prepared to make the necessary decisions when the time comes.

A Final Note on Committee Meetings

Just as with board meetings, putting together agendas for committee meetings should be a partnership effort. It's beneficial for each committee to have a staff liaison who is the senior-most executive on that topic (e.g., the Chief Financial Officer for the finance committee or the Chief Medical Officer for the quality committee). That person can work with

the committee chair to prepare for meetings by carefully thinking through the agenda and other materials needed. If you don't have the right materials at the committee meetings, it's going to be very difficult to have the right board materials, so this is a crucial piece to board success.

Another thing to note about committees is that often committee meetings are not scheduled with sufficient time in between the committee meeting and the board meeting to prepare the necessary materials. It's important to revisit committee and board meeting schedules and

determine if there is enough time in between each meeting to allow for the information to be properly shared. When this doesn't happen, it can lead to unnecessary, last-minute verbal reports from committee chairs.

Preparing the right board packet materials and agenda sets the tone for the entire meeting. Intentionally planning ahead and ensuring packet materials are at the right level of detail will produce meetings where board members can meaningfully contribute and strategic conversations always take center stage.

*This article is based off of an interview with Pamela R. Knecht, President and CEO of **ACCORD LIMITED**. The Governance Institute thanks her for her time and expertise. She can be reached at pknecht@accordlimited.com. For templates of board agendas, board calendars, dashboards, or meeting evaluations, visit our template collection at www.governanceinstitute.com/templates.*

