

# Governance Notes

## Supporting the Board through and beyond COVID-19

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The COVID-19 pandemic has completely changed the healthcare landscape and boards and senior leaders have been busy navigating new disruptions and planning for an unpredictable future. Governance support professionals have a prominent role to play as they help the board successfully conduct virtual meetings, remain knowledgeable about the pandemic, make crisis-related updates to policies and bylaws, and continue performance improvement efforts. This article highlights key actions governance support staff are taking to effectively support the board through and beyond COVID-19.

**Holding virtual meetings:** Stay-at-home orders have created a world where virtual meetings are the new “normal.” Governance support staff have been pivotal in moving the board from in-person to virtual meetings. Most likely your role has included exploring and testing video conference platforms and capabilities, training board members on those platforms, working with the IT team to create software guides and ensure a smooth transition, creating video conferencing meeting guidelines, and sending out meeting details and

invitations. As you continue to help execute these meetings, some best practices include:<sup>1</sup>

- **Take extra steps to prepare for meetings.** Consider setting everything up a half hour before the meeting and providing a window for participants to join early to ensure everything is working. Check in with board members to see if they need

any additional support. If some participants are having trouble or still uncomfortable with the technology, do a trial run with them ahead of time. Also, try your best to mitigate possible issues such as poor Internet connections or background noise.

- **Ensure meeting management roles are clear.** During in-person meetings, governance support professionals may handle many meeting management tasks, but virtual meetings might require additional support, so be sure

<sup>1</sup> For more tips, see The Governance Institute Member Services Team, “[Hosting Virtual Board Meetings](#),” March 2020.

### Key Takeaways

As governance support professionals continue to support the board through the COVID-19 pandemic, they should consider doing the following:

- Assess how virtual meetings are currently working for the board (e.g., is the technology up to par? Are meetings productive? Is everyone contributing?). Be sure to ask board members for their feedback so you can help make necessary improvements. Also, ensure that there is a plan in place for what meetings will look like post-pandemic.
- Continue to assist in keeping the board informed of COVID-related issues—both at the organizational and community levels.
- Work closely with senior leaders and the board chair to help ensure the board adopts or approves crisis-related resolutions and that changes to bylaws/policies are made, as necessary.
- Continue to fully support the board in making modifications to meeting schedules and materials—as more flexibility than normal may be needed at this time.
- Ensure meeting minutes are robust and provide a clear picture of board actions and decisions throughout the pandemic.
- Sustain efforts to improve board performance (e.g., self-assessments, education and development plans, and board recruitment and pipeline development).



to assign roles. For example, be clear about who is hosting the meeting (initiating the technology), troubleshooting technology issues, taking minutes, and managing discussions.

- **Gather feedback.** Collect feedback from board members on the virtual meeting experience so you can help make improvements to future meetings. This could include asking if they had any issues, what worked well, and what could be done better or different in the future. Virtual meetings can be challenging and there may be “growing pains” for some members, but it is crucial that board meetings are still running smoothly, and that generative, strategic discussions are taking place.
- **Have a post-COVID-19 plan.** Create a plan for what meetings will look like once the pandemic passes, including the types of issues or other emergencies that would necessitate virtual meetings, when it will be appropriate for some board members to participate virtually (e.g., if they are traveling or have work obligations), and how many virtual meetings per year are allowed. Then update your bylaws with this information as needed.

#### **Keeping the board informed:**

With the COVID-19 pandemic has come an increasing amount of new information for the board to absorb. Governance support professionals can play a key role in making sure board members are receiving what they need to know, without overwhelming them. This may include sending out updates from the hospital’s command center, distributing news or educational materials related to

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COVID-19,<sup>2</sup> or assisting the CEO with communicating regularly about the organization’s preparedness and response to the pandemic. Things are shifting quickly during this time, so keeping the board informed of any changes at the organizational and community levels is critical to them effectively carrying out their governance role. As the pandemic slows down, it may be helpful to have a conversation with the board about what information they still need, at what level of detail, and how you can continue to support them in staying educated on COVID-19-related issues.

#### **Working on crisis-related resolutions:**

During this time, governance support staff should work closely with senior leaders and the board chair to see how they can help ensure the board adopts or approves resolutions related to COVID-19.

This may include resolutions around meeting notice requirements for COVID-19 issues, emergency budget authorization and approvals, policy requirements for transactions, or staff issues or support. There may also be new policies and bylaws or revisions to existing ones that need to be prioritized in response to COVID-19. Governance support professionals will need to ensure they are effectively supporting the board with these tasks, as appropriate, and easing administrative burdens whenever possible.

**Adjusting meeting schedules, materials, and documentation:** In some cases, meeting schedules will need to be changed or the board (and possibly the executive committee)

will need to schedule special virtual meetings. Governance support staff can help organize and adjust for these meetings. There may also be extra modifications that need to be made to meeting materials, so work in partnership with the board chair and CEO to add important COVID-related materials such as timely reports from management and committees or information around significant pandemic issues and decisions requiring board approval. While good documentation of board decision making is always important, this is especially the case right now.<sup>3</sup> Governance support staff need to ensure they are taking robust meeting minutes. It will be helpful in the future to have a complete record as to why certain actions were deemed appropriate, and in the organization’s best interest.

#### **Continuing work to improve board performance:**

This may feel like the time to put non-crisis-related actions on hold, but it is vital that the board continues to perform at its highest level. This means keeping on track with the strategic plan; board, committee, and individual self-assessments; education and development goals; and board member recruitment plans. It may be challenging to attract new members to the board if this pandemic extends in 2021, so boards need to be sustaining recruitment efforts and pipeline development.<sup>4</sup> Also, any new board members will need to get up to speed as quickly as possible.

<sup>2</sup> To view COVID-19 resources from The Governance Institute, see [www.governanceinstitute.com/COVID-19-Resources](http://www.governanceinstitute.com/COVID-19-Resources).

<sup>3</sup> Anne Murphy, “[Healthcare Board Oversight during the COVID-19 Pandemic](#),” The Governance Institute, April 2020.

<sup>4</sup> Marian Jennings et al., “[Preserving Critical Board Functions during the COVID-19 Crisis](#),” The Governance Institute, May 2020.

Flexibility is key as governance support professionals help the board navigate the complex COVID-19 environment. This may mean taking on new roles and responsibilities, working with others throughout the organization to solve issues or gather information (e.g., IT staff), or making more changes than usual when it comes to meeting logistics and materials. But as you continue to support the board, remember the meaningful work you are helping your organization achieve during this challenging, never-before-experienced time in healthcare.

