

Resource Planning: A Framework for Enhancing Board Work

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Board support personnel have increasingly complex responsibilities in today's environment. As best practices prompt more organizations to use board meeting time for strategic discussions, more oversight is being delegated to board committees. As a result, boards may adopt new committees to address discrete board functions or increase the frequency of existing committee meetings to address their increased workloads. Organizations now might have a dozen or more standing board committees that meet between four to six times per year. The meetings often occur in different months and weeks throughout the year. Many organizations must plan, organize, hold, and develop minutes for more than *70 meetings* throughout the year.

Board support personnel, such as either a board coordinator, senior executive assistant, and/or the general counsel, typically support the CEO to organize and prepare agendas, meeting materials, and minutes for each meeting. In any given day, there are competing demands for their attention to ensure each meeting package is published on time with complete and accurate materials, and the meeting minutes are produced accurately and swiftly after each meeting. They are like an air traffic controller attempting to land a dozen planes simultaneously, each in varying stages of landing. While the consequences of failure are not as dire as within an air traffic control tower, the tasks are similarly as complex.

Resource Planning Approach

Board support personnel can effectively stretch their attention to meet these demands and “safely land all the planes” by adopting consistent processes and timelines for each stage of landing by using a resource planning approach. This approach considers the meeting time of the board and the committees as finite resources. It encourages carefully thinking through how to best use each committee's meeting time and strategically planning for each meeting at the beginning of the

board year. Knowing the plan for each meeting allows the support personnel to develop consistent processes and know which tasks need to be performed and when.

This approach involves taking a step back and reviewing two key considerations:

1. What activities the board or committee must accomplish in that year (which are sometimes referred to as “housekeeping” items).
2. What activities the board or committee need to accomplish in support of specific initiatives the organization will pursue that year.

One effective way to identify the “housekeeping” items is to begin by reviewing the board bylaws and committee charters. Frequently, those spell out the responsibilities the board and committee must address, and those responsibilities can inform the more specific actions to be taken. For example, the compensation committee’s charter might specify that the committee must determine, on an annual basis, that the CEO’s compensation is “reasonable.” That might prompt consideration to add that as an agenda item for the compensation committee for at least one meeting that year. In addition, another way to identify “housekeeping items” is to review the meeting agendas from the past few (at least two) years, to consider which activities occurred at those meetings that might need to be undertaken again.

The ideal way to determine those activities will vary depending upon each organization. It involves a general understanding of what major initiatives the organization will pursue in the upcoming year, and which initiatives require board or committee input or approval. If the CEO or executive team use an annual work plan,

→ Key Takeaways

- Adopt a consistent process and planning timeline for each board and committee using a resource planning approach.
- View the meeting time of the board and committees as a finite resource.
- Start with board bylaws and committee charters, the executive work plan, and the strategic plan, to organize an annual board work plan and schedule of key action items.
- Plan for flexibility as needs and priorities change.

review of that work plan may identify some of those activities. Additionally, another way to identify those activities is to ask senior executives whom serve as staff to each committee and the board to identify what activities they are pursuing within the next year that require board or committee input or approval, and in what quarter they anticipate bringing each to the board or committee. The identified action items for each committee and the board should then help form the board’s annual work plan, which will ideally be aligned with the executive work plan and the strategic plan.

Schedule of Key Action Items

Once activities for the committees and board are identified, board support personnel can use the resource planning approach to determine at which specific meetings each activity will be performed, and create a schedule of “key action items” for the board and committees. For example, if the compensation committee meets in February, May, August, and November, the task to review the CEO compensation might be scheduled for the August meeting. As each task is assigned to a specific meeting, it allows for the board support personnel and the CEO to review and revise which meetings the tasks should ideally occur. This gives them the opportunity to change the scheduled plan to coordinate the overall activities of all the committees and the board. It also allows the work of the board and committees to be more evenly spread throughout the year (as opposed to perhaps end-loaded to the final meeting

Below are additional templates and publications from The Governance Institute that governance support personnel can use to help boards and committees map out and prioritize their goals and work plans:

- [Board Calendar](#)
- [Board Development Plan](#)
- [Board Work and Education Plan](#)
- [Planning Calendar \(Board Agendas, Reports, and Administrative Tasks\)](#)
- [Governance Support: A Behind the Scenes Guide to Ensure Your Board is Prepared, 2nd Edition](#)

Exhibit 1: Governance Committee Annual Agenda/Action Items

Item	Q1	Q2	Q3	Q4
Education Item	I	I	I	I
Review Governance Development Plan Progress	I	I	I	I
Review/Update Committee Charters (select two for each meeting from review calendar)	A	A	A	A
Review/Update Board Policies (select two for each meeting from review calendar)	A	A	A	A
Review Board Development Guidance Documents (select two for each meeting from review calendar)	A	A	A	A
Annual Meeting Business: <ul style="list-style-type: none"> - Review & Recommend Bylaws Revisions - Nominate Board Trustees - Nominate Board Officers - Review & Recommend Committee Assignments 	A			
Review Summary of Conflicts of Interest Disclosures		A		
Review/Update Competency & Diversity Matrix		A		
Review/Update Board Member Job Description			A	
Review/Update Committee Member Job Description			A	
Update Trustee Assessment Tool			A	
Perform Trustee Assessments (term expiring Trustees)				A
Board Retreat Planning				D
Update Annual Board Education Plan				A
Review Board Self-Evaluation Results (every two years)		D		
Approve Board Governance Development Plan (every two years)			A	

Key
 Information: I
 Action: A
 Discussion: D

in the year). (See **Exhibit 1** for an example agenda/action item planning tool for the governance committee.)

Once that schedule of key action items is developed for each board and committee meeting, it should be used when planning the meeting agendas. This allows the work of the committees and the board to be more predictable, and therefore more manageable not just for the board support personnel, but also the executive leadership team of the organization. That being said, however, strict adherence to the initial schedule of key action items for each meeting developed at the beginning

of each board year may not be ideal. In the rapidly changing healthcare industry, organizations must remain nimble and ready to act quickly. Additionally, priorities may change throughout the year. This may result in some activities being acted upon earlier, while other activities may be delayed. Allowing for flexibility is important, and the schedule of key action items should be updated as needed. It should also be evaluated periodically to ensure it remains useful as a planning tool to coordinate and plan the work of the board and to stretch the attention of the board support personnel.

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