Governance Notes

The Power of Communication

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Trinity Health recognizes the importance of communicating with fellow governance support staff across the organization. In order to provide system updates, share governance best practices, and promote overall comradeship between governance staff, the system governance office hosts a quarterly WebEx meeting with all ministry governance assistants across the organization. Participation in this meeting allows all of us to work together as a team to document and streamline governance processes as well as provide standardized messaging to boards across the system.

Agenda topics typically include education and updates regarding upcoming governance events and activities, annual processes including board and CEO assessments and the annual board appointment/reappointment process, ministry board member orientation and the onboarding of new members, and the use of Nasdaq Boardvantage. Other topics of discussion include the importance of diversity and inclusion in board recruitment efforts, record retention standards, meeting minute taking standards, and the utilization of hCue, Trinity Health's entity management software.

These education sessions help governance assistants to sharpen their skills and reduce errors in their day-to-day activities by providing consistency of processes and procedures, which lay the foundation for process improvement efforts across the organization. It is the responsibility of the process owners to continuously improve standardization of procedures with best practices.

The following are several best practice standards utilized within the system.

NASDAQ Boardvantage

One of the standard system-wide tools we use is Nasdaq Boardvantage, a partner of The Governance Institute. It is a leading platform for managing board and senior executive operations. Nasdaq helps make board processes paperless and reduces meeting preparation. It is a standard practice and expectation that all governance staff and system and Regional Health Ministry boards use Boardvantage to manage board operations. It is used to organize board materials, create meeting books, and as a repository for standard board orientation documents. Updates from Nasdaq regarding product enhancements and new feature releases are

Key Takeaways

- Communication is important to provide system updates, share best practices, and promote team building within governance support staff.
- A board portal can be a valuable tool for managing and streamlining board and executive documents and operations.
- Use annual board appointment and reappointment as an opportunity to streamline the process system-wide and to enhance diversity and inclusion.
- Board and CEO self-assessments are a valuable way to review performance in-depth. The Governance Institute facilitates these assessments for their members as needed.
- Education sessions on minute taking and record retention best practices can ensure that all governance support staff understand the best way to complete these tasks.
- An entity management software can help with organizing entity and governance information.

regularly emailed to governance assistants from the System Office Governance department to promote standard messaging.

Annual Board Appointment/ Reappointment Process

The annual board appointment/ reappointment process is one of the largest standard governance processes utilized system-wide. Annually, the executive and governance committee of the Trinity Health system board reviews all materials related to this process and determines whether to approve the recommended appointments of all health ministries. Trinity Health is very committed to enhancing diversity and inclusion at all levels within the system. A diverse organization is a central part of Trinity Health's strategy in building the TogetherHealth 2023 Strategic Plan. There is considerable time and effort required to recruit diverse board members. The system's commitment to increasing gender and ethnic diversity across the system is communicated through this standard annual board appointment and reappointment process.

Annual CEO/Regional Health Ministry Board Self-Assessment

The second largest standard governance process includes annual self-assessments of the CEO and its ministry board. These assessments are administered by The Governance Institute annually. The Governance Institute provides reports with a

detailed and thoughtful review of performance for each assessment. Standard communication of this process is provided via a quarterly governance call and email.

Minute Taking and Record Retention

The System Office Governance department provides an education session on minute taking/ record retention guidelines. The presentation highlights best practices related to preserving a permanent, official record of governance action of a board meeting, document receipt and review of necessary information, how to summarize board deliberation on a matter, record content of offered motions, and record the outcome of board votes on motions.

hCue Entity Management Software

Trinity Health's entity management software, hCue, benefits the overall standardization of governance workstreams and practices throughout the system.

hCue is a central, secure source that manages company information and its subsidiary entities,

including entity vitals, ownership, ownership holdings, management structure (board members and officers), governance documents (articles, bylaws, etc.), events (filings and other due dates), and other pertinent information. The hCue platform enables ministries to share data on demand, prepare informational reports, and create organizational charts in real time.

Trinity Health relies on hCue as its "source of truth" for entity and certain governance information. The system's office of governance and legal department are committed to maintaining hCue as the "source of truth" for all Trinity Health legal and governance related materials.

Establishment of the quarterly WebEx meetings and group email communication with system governance staff provides venues for communicating and sharing of best practices of governance processes across the system. These venues help to ensure governance support staff are working together to standardize messaging to their boards. Our hope is that these efforts will result in smoother, more streamlined governance operations system-wide which will in turn positively affect how our system functions as a whole.

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