

# **Board Leadership Succession Planning**

## AN INTENTIONAL GOVERNANCE GUIDE: TRENDS, TIPS, AND TOOLS

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## Introduction and Background

Six years ago, the Governance Institute published its signature publication, *Intentional Governance: Advancing Boards beyond the Conventional.* 

The premise and concept of Intentional Governance are straightforward: if we want better, high performing, accountable governing boards, we need to take the deliberate "intentional" action to achieve this goal. Success rarely happens by chance. This is true for most things in life: athletes, students, business corporations—even marriages. It usually requires time, willingness, focus, and effort.

The same goes with governance. If we want to build and achieve a talented, highly effective board, it takes work and intent. First, we must want it: aspire to have a high-performing, better governing board. Then, we must act: take the deliberate, willful, "intentional" action steps to get there. We define Intentional Governance as: deliberate and intentional processes addressing board structure, dynamics, and culture that enable the board to realize its highest potential. The examination is about who is on the board and why; it is about how directors interact with each other and how they interact with management; it is about how the board uses its time, how it establishes its priorities/agenda, and how it measures its effectiveness. It is about governing with intention.

#### **Intentional Governance: Seven Essential Elements**

Intentional Governance is the byproduct of a simple, but important question: what makes an effective board? During our research we identified seven essential elements of governance, each an essential part of the organization and operation of a "good board." These seven elements include:

- 1. Board recruitment
- 2. Board structure
- 3. Board culture
- 4. Education and development
- 5. Evaluation and performance
- 6. Continuous governance improvement
- 7. Leadership succession planning

#### **Intentional Governance Spectrum**

This Intentional Governance Guide addresses the final element, board leadership succession planning. Each guide in this series is designed to provide takeaway tools and assist readers in developing customized Intentional Governance plans related to each of these seven essential elements.

#### Leadership Succession Planning

Written policy statement • Leadership position descriptions • Selection criteria • Identification and development • Performance evaluation • Connection to recruitment

Continuous Governance Improvement Board mission statement ·

Track board performance • Evaluate efficiency/ effectiveness beyond annual assessment •

Continuous process analysis • Challenge and change culture

#### **Board Recruitment**

Organizational needs • Board needs • Requirements: training/ education, experience • Stakeholder analysis • Community representatior

#### **Board Structure**

Proper size · Committee structure · Board role: clear definition, responsibilities/ accountabilities · Distinction between managing and governing · Effective meetings

#### **Board Culture**

Clear behavior expectations • Encourage robust engagement • Mutual trust and willingness to take action • Commitment to high standards

## Evaluation & Performance

Board assessment · Committee assessment · Director assessment/peer review · Commitment to making changes · Appointment/ reappointment qualifications

## Education & Development

Formal orientation  $\cdot$  Formal board education plan  $\cdot$ Education goals and process to meet goals  $\cdot$  Resource allocation  $\cdot$  Certification

## **Board Leadership Succession Planning**

#### **The Challenges**

Now that all of the previous governance challenges on the Intentional Governance Spectrum have been tackled with intention and your board is functioning at its peak potential, the final challenge of securing new board leaders—long before the current leaders rotate off the board or out of leadership positions—must be addressed to close the loop.

Most hospitals and health systems have a medical staff development plan—a process to evaluate the number of physicians, specialist mix, and ages of physicians to ensure that "major clinical gaps" are filled and that there is an orderly, planned approach to manage "physician succession planning" (i.e., hospital/health system plans to recruit and replace older, retiring physicians). It is also a best practice and key board responsibility to engage in CEO succession planning (The Governance Institute recommends that boards require the CEO to maintain a current, written succession plan). However, board leadership succession planning is often ignored.

Meanwhile, the myriad changes in the industry are requiring new skills and talents at the boardroom table and many organizations are finding the need to fly in experts from out of their area to provide the necessary board expertise. While board members from out of the area might not be candidates for board leadership, it is just an example demonstrating that the kinds of changes that demand such new skills also demand secure board leadership, planned in advance, for boards to be successful today.

#### Intentional Governance Spectrum: Board Leadership Succession Planning

- Written policy statement
- · Leadership position descriptions
- Selection criteria
- · Identification and development
- Performance evaluation
- Connection to recruitment

Challenges to board leadership succession planning include:

1. **Time and resources:** Proper succession planning requires the identification of a selectable pool of potential candidates, and the screening of those candidates in terms of skills and organizational fit. Recruiting for a board is not the same as recruiting for a job. Therefore, the "interview process," for lack of a better phrase, cannot be conveniently compressed into a matter of hours and weeks. It must be an ongoing process, led by all board members, through meetings, conversations, social interactions, and complemented by an active search for people presenting the right skill and diversity mix—people who may not even know yet that they are candidates. The investment in time and resources is significant.

- 2. **Mandate and culture:** Of course, there can be no investment in the time and resources from the board without a mandate from the current leadership. The fact that board leaders are already in place can instill a sense of complacency where replacing them is concerned. Thus, succession planning may be difficult unless there are clear guidelines from the board as to the length of time each individual member can serve in a leadership position.
- 3. **Governance:** As mentioned above, a strong succession planning function is the outcome of all preceding governance functions. Success in this area is unlikely if there are other significant gaps in the Intentional Governance Spectrum (e.g., lack of intentional plans for board recruitment, board development, board assessment/ performance measurement, and continuous governance improvement).

A starting place for boards that do not yet have a board leadership succession plan in place is to complete the Intentional Governance Assessment below. For any areas in which board members mark an answer other than "strongly agree" and "agree," those represent the first items to address.

		Strongly agree	Agree	Neither agree nor disagree	Disagree	Strongly disagree	Don't know/ not applicable
1.	The board has a formal process and written policy statement on leadership succession planning.						
2.	The board has leadership position descriptions that are updated regularly.						
3.	The board has developed selection criteria for its board leaders.						
4.	The board has a formal process to identify and develop board leaders.						
5.	The board has a formal process to evaluate board leaders.						
6.	The board makes a direct connection between its criteria for board leaders and its criteria for new directors.						

### Intentional Governance Assessment: Board Leadership Succession Planning

# **Intentional Governance Solutions**

The quality of board leadership is extremely important to the board's ongoing success and sustainability. Just as the skills and experience of the organization's CEO are paramount to the success of the hospital or health system, the board chair's ability to lead the board, drive the mission, and articulate the vision are equally paramount. Board leadership succession planning is essential to protect the organization from potential upheaval in the event a key board member leaves, either suddenly or through the normal process of term limits or retirement. Moreover, leadership succession planning is the final link on the chain of proper governance; hence any deficiencies in the other internal governance functions only exacerbate issues of leadership succession planning.

Because of these reasons, the board should place as much importance on board leadership succession planning as it does on succession planning for the CEO. The following paragraphs detail solutions for each essential element of board leadership succession planning.

#### **A Written Policy Statement**

The board leadership succession planning policy can be drafted in a similar format as that of the policy for the CEO succession plan. It should be written in accordance to the bylaws and include the following details:

- 1. Board leadership positions
- 2. Terms of each position
- 3. Guidelines and criteria for each position (i.e., skills necessary for the position and amount of time required for board service prior to serving in the leadership position)
- 4. The process of selecting board leaders
- 5. The succession plan for each position, to include timelines
- 6. An emergency succession plan for the board chair in the event of an unexpected vacancy (usually the vice chair steps in, and the emergency plan can include information regarding participation and assistance as needed by the previous chair)
- 7. The board committee responsible for maintaining the succession plan and process (usually the governance/development committee)

Refer to **Appendix 1** for a sample board leadership succession planning grid, which is one way to demonstrate item number five in the above list.

#### **Leadership Position Descriptions**

Most healthcare board leadership positions include the board chair, vice chair or chairelect, secretary, and treasurer. The vice chair is elected by the board to become the next chair, and the secretary and treasurer could be next in line to be vice chair. Committee chairs and other board members are also considered for leadership positions. As such, all board members that are placed in officer positions should be considered to have the requisite skills to be the board chair.

Officers are given a higher level of responsibility compared to other board members. Much like board members, officers usually serve terms. Officer roles and their terms should be specifically defined in the organization's bylaws.

The board chairperson is the most integral leadership position on the board and thus the main focus of this toolbook. In a single phrase, the role of the board chairperson is to be the keeper of governance integrity. Governance integrity resides with the board, as does governance authority. The board's role must be defined first; the chair's role flows from that of the board. It is the chairperson, nevertheless, who leads the process that results in high-performance governance.

The primary responsibilities of the chair include:

- · Appointing committee chairs and directing board committees
- · Leading the CEO performance evaluation process
- Mentoring upcoming board leaders
- Leading the self-assessment and annual goal setting process
- Developing agendas with the CEO and residing over board meetings

The board chair is ultimately responsible for ensuring that directors with conflicts of interest do not participate in voting or discussions related to such conflicts. The board chair often represents the organization to the general public and at outside events. Good board chairs are diplomatic facilitators and are able to encourage all board members to fully participate in discussions, not allowing some directors to dominate conversations and decisions, and keeping meetings running on time. The board chair works closely with the CEO to prepare board goals and objectives and meeting agendas for the year, and with the governance support staff and management to prepare board materials that have the right level of detail necessary for discussion and decision making. The board chair helps develop the board's annual strategic planning retreat. Most importantly, the board chair is the keeper of the mission and in charge of reminding the board that each decision made must be done with the mission of the organization top of mind.

Refer to **Appendix 2** for sample position descriptions for board officers and their typical terms.

## **Selection Criteria**

The first step is to identify any gaps in leadership needs that will be immediate or in the near future. What are your board leaders' current terms and when do they end? Do the other board members in the leadership queue (such as committee chairs) understand that they may be asked to serve as a board leader in the near future? Do those board members have what it takes to be chair?

Then the full board and CEO should agree upon selection criteria for the board chair. In addition to the usual attributes boards seek in director candidates, below is a list of attributes typically sought for a board chair:<sup>1</sup>

- Strong knowledge of principles, ethics, and practices of successful organizations
- Strong knowledge and understanding of the healthcare industry and the organization's history, position in the industry, market share, competitive position, etc.
- · Strong understanding of governance structure and how to facilitate board effectiveness
- Strong connection with the community and the organization's stakeholders
- Excellent verbal communication and interpersonal/relationship building/problem solving skills
- Effective management of staff and board
- · Ability to work effectively with a diverse set of stakeholders
- Ability to present, inform, and motivate individuals and groups about the organization's mission and vision
- Clarity and strength in handling confidentiality and conflicts of interest
- · Set the standard of behavior for the board and serve as a role model for upcoming officers

(For a complete list of board member criteria recommended by The Governance Institute, refer to The Governance Institute's Leadership Criteria, available at www.governanceinstitute.com/templates.)

## New Skills Being Sought After in the Boardroom

With the healthcare business model transitioning to population health management and value-based care delivery, hospital and health system boards across the country are looking for new, "second tier" skills that have not been traditionally sought, including:

- Actuarial skills
- Risk management
- Change management
- Continuous quality improvement and reliability science (outside healthcare)
- Population health expertise
- Board members from varying ethnic and socio-economic backgrounds to better represent the patient population
- · Technology, social media, and cybersecurity expertise
- Process modeling and redesign
- Innovators
- Experience in a consumer-centric business

<sup>1</sup> Adapted from Social Venture Partners, "Succession Planning for the Non-Profit Board Chair," February 2012.

#### Leadership Identification and Development

The identification process of board leaders is cyclical if the board already has in place the usual set of officers mentioned above. Because the other board officers (secretary, treasurer, committee chairs) are often cycled up to become the future board chair, it is important for the current chair and governance/development committee to refer to the agreed-upon selection criteria prior to selecting the other officers and chairs.

Each position should have established criteria for number of years of board service, as laid out in the board leadership succession planning policy. As the committee considers board members for officer positions, they should keep top of mind how each individual will do as board chair now, or several years in the future. In addition, board member terms should be considered. For example, if an ideal candidate for board chair will be termed out relatively soon, it would be important to consider that person for vice chair so they can move up to board chair prior to their term ending.

Having several board members in the leadership pipeline at all times allows for flexibility to choose the right leader to address current challenges. The goal is to allow consistent leadership over time, ensuring that the board leaders elected have served long enough to demonstrate a strong understanding of board and organization function, but not so long that the leadership will be stuck in historical habits and hinder progress.

In many cases, board members will make excellent committee chairs and officers in the future, but are not yet ready to take on those positions. The development portion of planning for board leadership succession can be tied directly into the ongoing board education plan, which is already a primary responsibility of the governance/ development committee. Educational opportunities for each board member should be considered in the context of how those experiences will help the individual prepare to become a board officer or even board chair. Individual director assessment provides another opportunity to create specific development opportunities that address director weaknesses so that they can become leadership candidates, as well as to enable the full board to perform at its highest potential.

Refer to **Appendix 3** for a sample personal leadership development plan for future board officers.

### Sample Board Leadership Succession Process: Guidelines<sup>2</sup>

- 1. The current chair gives notice that he or she will not be seeking re-election to the board approximately one year out (or the chair gives notice that his or her term will be up in a year, or plans to retire from the board).
- 2. The board discusses the need for succession and invites all who are interested to submit their names to the governance/development committee.
- 3. The governance/development committee reviews the candidates that have been identified (including current board officers) and discusses them thoroughly, comparing them against the agreed upon selection criteria (nominees, if present, will be asked to recuse themselves from this discussion). The committee then makes recommendations to the full board.
- 4. The chair-elect/vice chair is elected by majority vote of the board.
- 5. The chair-elect/vice chair works closely with the current board chair for the remainder of the current chair's term for up to one year.
- 6. The chair-elect is then elected to the role of chair.
- 7. Each year, the board chair must be re-elected to this role by a majority vote of the board.

#### Leadership Performance Evaluation

The leadership performance evaluation is an essential step in the process of re-election of the board chair each year. Like with any evaluation, it should be structured using the selection criteria and job description, to allow the board to take a critical look at how the chair has performed against expectations set in advance. (See a sample board chair evaluation in **Appendix 4**.)

#### When the Board Chair Steps Down

Sometimes the past chair remains on the board to serve as a mentor to the incoming chair, or serve on the executive or governance committee for a year. Depending on term limits and other bylaw considerations, former chairs can continue to serve as appropriate. Regardless, the chair has devoted significant time and energy to the organization, and his or her service and leadership should be appropriately recognized.

If the incoming chair chooses to seek advice and counsel from the former chair, parameters should be defined by the new chair based on his or her comfort level in involving the former chair, even in an informal manner.

2 Adapted from Social Venture Partners, "Succession Planning for the Non-Profit Board Chair," February 2012.

#### **Connection to Board Recruitment**

The Intentional Governance Spectrum is circular for a reason. Board leadership succession planning is naturally linked to board recruitment, the pillar at the start of our spectrum. As board leaders plan to rotate off the board, they create openings for new board members. The selection criteria for board leaders should be considered during recruitment of new board members (this is essentially the first step in leadership succession planning!), so that those new board members selected have the prerequisites (and time, interest, and desire) required to eventually become board leaders. Not all board members need to become leaders, but boards that govern with intention have a solid number of board members at any given time that have the potential to become leaders when they have served long enough to become "seasoned" and the need arises.

## Conclusion

Governing boards need to be intentional throughout the spectrum: from board recruiting to leadership succession planning. The governing board should have an idea about when board leaders contemplate (or may be contemplating) leaving the board (for whatever reason) so that the board can effectively identify new members in advance of their departure, in order to continue the vital governance leadership continuity loop.

We are convinced that an effectively constituted board is essential to the success of a healthcare organization. A strong, solid foundation clears the way for them to deal with what truly matters for their organizations: the delivery of high-quality, patientcentered care to the communities and people they serve.

The Intentional Governance Spectrum is a starting point, so the board can "get its own house in order" and therefore govern the institution more effectively. The healthcare industry continues to increase in complexity and thus the responsibilities and challenges of the governing body continue to grow and change. We hope that through Intentional Governance—deliberate and intentional processes addressing board structure, dynamics, and culture that enable the board to realize its highest potential boards will see that they have *more* time to govern more effectively. That they can work *better*, not harder, and build a legacy of continued success for their organizations, which are vital to their communities and to our society as a whole.

# Appendix 1: Sample Board Succession Planning Grid

Adapted from materials by the Society for Human Resource Management.

Key Leader Position	Current Leader	Potential Successors	2012	2013	2014	2015
Chair	Elizabeth until Dec 2014	Marcos or Laura (2014)	Elizabeth	Elizabeth	Marcos or Laura	Marcos or Laura
Past Chair	Jennifer	Elizabeth	Jennifer	Unknown	Elizabeth	Unknown
Chair Elect	Marcos until Dec 2014	Laura	Marcos	Marcos	Unknown	Unknown
Treasurer	John	Russ or Un- known	John	John	Russ or Unknown	Russ or Unknown
Secretary	Laura until 2012	Brad, Marshal, or Maria	Laura	Brad, Marshal, or Maria	Brad, Marshal, or Maria	Unknown
Chair, Executive Committee	Elizabeth until Dec 2013	Marcos or Laura	Elizabeth	Elizabeth	Marcos or Laura	Marcos or Laura
Chair, Governance/ Development Committee	Marcos until Dec 2013	Laura	Marcos	Laura	Unknown	Unknown
Chair, Finance Committee	John until Dec 2013	Russ or Unknown	John	John	Russ or Unknown	Russ or Unknown
Chair, Quality Committee	Jennifer until Dec 2012	Unknown	Jennifer	Unknown	Elizabeth	Unknown
Chair, Audit Committee	Unknown	Unknown	Unknown	Unknown	Unknown	Unknown

# *Appendix 2.* Sample Board Leadership Position Descriptions

### Sample Job Description: Board Chairperson

In a single phrase, the role of the board chairperson is to be the *keeper of governance integrity*. Governance integrity resides with the board, as does governance authority. The board's role must be defined first; the chair's role flows from that of the board. It is the chairperson, nevertheless, who leads the process that results in high-performance governance.

## Responsibilities

## Leadership

- Keep the mission of the organization at the forefront and articulate it as the basis for all board action.
- Propose board goals and objectives that help to fulfill the mission and translate them into annual work plans.

## Role Clarification

- Understand and communicate the roles and functions of the board, committees, medical staff, and management.
- Understand and communicate individual board member, board leader, and committee chair responsibilities and accountability.

#### Liaison

- Build cohesion among the leadership team of the board chair, CEO, and medical staff leaders.
- Act as a liaison between and among other boards in the healthcare organization.
- Represent the organization at official functions and be the board's spokesperson to the media.

## Meetings

- Plan agendas and meetings for board and executive committee(s) (if an executive committee exists).
- Preside over the meetings of the board and the executive committee.
- Preside over or attend other board, medical staff, and other organization meetings.
- Facilitate discussions and decision making, ensuring all viewpoints are considered and clear decisions are reached.

## Board Conduct

- Enforce board and hospital bylaws, rules, and regulations (such as conflict-of-interest and confidentiality policies).
- Set a high standard for board conduct by modeling rules of conduct in board bylaws and policies.

## Committees

- Appoint board committee chairs and members in a consistent and systematic approach.
- Work with committee chairs to encourage effective disposition of responsibilities.
- Direct the committees of the board, ensuring that the committee work plans flow from and support the organization and board goals, objectives, and work plans.

## Education

- Ensure new board members receive comprehensive orientation.
- Mentor the chair-elect, other board leaders, and new board members as appropriate.
- Support and arrange continuing education for the board.

## CEO Evaluation

• Lead the CEO compensation review and performance evaluation process.

## Self-Evaluation and Annual Goal Setting

- Ensure effective board self-evaluation and annual goal setting.
- Ensure committees conduct self-evaluations and annual goal setting.
- Seek feedback on personal performance as chair.

## Succession Planning

• Plan for board leadership succession.

## Additional Roles

- Serve as a voting member of the board.
- Serve as an *ex-officio* voting member of all committees.
- Requirements:
  - » Minimum of three years service on the board.
  - » Served at least one year as one of the other board officers (vice chair does not automatically succeed to chair).
  - » Chaired the finance committee.
  - » Independent, according to the IRS Form 990 definition.

Term: two years, and eligible to then serve one additional term, if elected by the board (dependent upon board member term limits and performance evaluation).

## Sample Job Description: Vice Chair

In addition to meeting all of the responsibilities of a member of the board, the vice chair:

- Understands the responsibilities of the board chair and is available to perform these duties in the chair's absence.
- Serves on the executive committee.
- Participates as a knowledgeable and involved part of the board leadership.
- Participates closely with the board chair to develop and implement officer succession plans.
- Allocates personal time to being mentored and trained by the chair to take over the chair position when the chair's term ends.

Term: one year.

## Sample Job Description: Board Secretary

In addition to meeting all of the responsibilities of a member of the board, the board secretary:

- Attends all board meetings and notifies the CEO if he/she must miss a meeting.
- Ensures that all board records are properly maintained and ensures their accuracy, safety, and effective management. This means that if another person (such as a board support staff member) records the board meeting minutes, the secretary will review the minutes carefully for accuracy and to make sure that all matters of importance are properly recorded. The secretary signs all board meeting minutes to signify his/ her review.
- Ensures that minutes are distributed to members shortly after each meeting.
- Is sufficiently familiar with legal documents (articles, bylaws, IRS letters, etc.) to note applicability during meetings.
- Assumes the responsibilities of the chair in the absence of the board chair and the vice chair.
- Provides notice of meetings of the board and/or of a committee when such notice is required.

Term: two years, and eligible to serve one additional term, if appointed by the board chair (dependent upon board member term limits and performance evaluation).

## Sample Job Description: Board Treasurer

In addition to meeting all of the responsibilities of a member of the board, the treasurer:

- Maintains knowledge of the organization and personal commitment to its goals and objectives.
- Understands financial accounting for non-profit healthcare organizations.
- Serves as chairperson of the finance committee.
- Assures that the organization is following appropriate financial policies and that qualified staff performs financial functions.

- Understands regulatory and legal requirements for financial accounting and standards of practice for non-profit healthcare organizations.
- Manages, with the finance committee, the board's review of and action related to the finances of the organization.
- Works with the CEO and the CFO to ensure that appropriate financial reports are made available to the board on a timely basis.
- Assists the CEO or the CFO in preparing the annual budget and capital and financial plans, and presents the plans to the board for approval.
- Reviews the annual audit and answers board members' questions about the audit. (Applicable for organizations that combine the audit function within the role of the finance committee; those that have a separate audit committee would appoint an independent board member to chair the audit committee and lead the audit process.)
- Ensures development and board review of financial policies and procedures.

Term: two years, and eligible to serve one additional term, if appointed by the board chair (dependent upon board member term limits and performance evaluation). *It is recommended that this person be an independent board member*.

## Sample Job Description: Committee Chair

In addition to meeting all of the responsibilities of a member of the board, the committee chair:

- Attends all committee meetings.
- Calls and presides over meetings of the committee and is responsible for keeping and distributing meeting minutes.
- Sets the agenda for committee meetings with the CEO or designated staff.
- Ensures that committee meetings and work conducted between meetings fulfills the committee charter.
- Sees to it that decisions and recommendations made by the committee are recorded.
- Reports the committee's activities and recommendations to the executive committee or the full board, in accordance with the committee charter.
- Invites the CEO and board chair to attend committee meetings.
- Works with the CEO and board chair to decide who should serve on the committee.
- Works with the CEO and designated staff as needed.
- Delegates responsibilities to other committee members and encourages their full participation.
- Initiates and leads the annual evaluation of the committee's work and effectiveness.

Term: two years, and eligible to serve one additional term, if appointed by the board chair (dependent upon board member term limits and performance evaluation).

# Appendix 3. Personal Board Leadership Development Plan

The following form can be used as a guide for preparing a written plan for individual board leader development. The form should be filled out by the individual leader in consultation with the board chair and CEO. Changes should be made as needed.

Board leader's name: Date:	
----------------------------	--

Current leadership position(s) on the board and time in the position(s):

Key future board leadership position to prepare for:

Other future board leadership positions that could be considered:

The board director's personal and professional goals that can be met through future board and committee leadership service:

Person(s) who will serve as mentor/coach to board director if desired:

 Leadership<br/>Development Objectives
 Methods of Development
 Other Resources Needed

 Image: Contract of Development Objectives
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# Appendix 4. Sample Board Chair Performance Evaluation

Note: There is no universal template for board chair evaluations. Evaluations need to be tailored to specific organizations, the goals and priorities established by the board and the CEO, and the board chair's job description. Nonetheless, it may be helpful to consider the following sample when developing a format for evaluating the board chair.

Name of Board Chair:		C	Da	to		
			Da		Mark and and	_
Indicate your level of satisfaction that the board chair:	Very Satisfied	Satisfied	Not Satisfied	Not Sure	Not enough personal experience or information to rate	N/A
Leadership						
<ol> <li>Keeps the mission of the organization at the forefront and articulates it as the basis for all board action.</li> </ol>	3	2	1			
<ol> <li>Translates the organization's mission into realistic goals/objectives and incorporate those goals/objectives into an annual work plan.</li> </ol>	3	2	1			
Role Clarification						
<ol> <li>Understands and communicates the roles and functions of the board, committees, medical staff, and management.</li> </ol>	3	2	1			
<ol> <li>Understands and communicates individual board member, board leader, and committee chair responsibilities and accountability.</li> </ol>	3	2	1			
Liaison		1		1		
<ol> <li>Builds cohesion among the leadership team of the board chair, CEO, and medical staff leaders.</li> </ol>	3	2	1			
<ol> <li>Acts as a liaison between and among other boards in the healthcare organization.</li> </ol>	3	2	1			
<ol> <li>Represents the organization at official functions and is the board's spokesperson to the media.</li> </ol>	3	2	1			
Meetings						
<ol> <li>Effectively plans agendas and meetings for board and executive committee(s).</li> </ol>	3	2	1			
<ol> <li>Effectively presides over board and executive committee meetings.</li> </ol>	3	2	1			
<ol> <li>Effectively presides over or attends other board, medical staff, and other organization meetings.</li> </ol>	3	2	1			
<ol> <li>Effectively facilitates discussions and decision making, ensuring all viewpoints are considered and clear decisions are reached.</li> </ol>	3	2	1			

	1		1	1	1	
Indicate your level of satisfaction that the board chair:	Very Satisfied	Satisfied	Not Satisfied	Not Sure	Not enough personal experience or information to rate	N/A
Board Conduct						
12. Enforces board and hospital bylaws, rules, and regulations (such as conflict-of-interest and confidentiality policies).	3	2	1			
<ol> <li>Sets a high standard for board conduct by modeling rules of conduct in board bylaws and policies.</li> </ol>	3	2	1			
Committees						
14. Appoints committee chairs and members in a consistent and systematic approach.	3	2	1			
<ol> <li>Works with committee chairs to encourage effective disposition of responsibilities.</li> </ol>	3	2	1			
16. Directs the committees of the board, ensuring that committee work plans flow from and support the organization and board goals, objectives, and work plans.	3	2	1			
Education						
17. Ensures new board members receive comprehensive orientation.	3	2	1			
<ol> <li>Mentors the chair-elect, other board leaders, and new board members as appropriate.</li> </ol>	3	2	1			
19. Supports and arranges continuing education for the board.	3	2	1			
CEO Evaluation	·	•				
20. Effectively leads the CEO compensation review and performance evaluation process.	3	2	1			
Self-Evaluation and Annual Goal Setti	ng					
21. Ensures effective board self- evaluation and annual goal setting.	3	2	1			
22. Ensures committees conduct self-evaluations and annual goal setting.	3	2	1			
23. Seeks feedback on personal performance as chair.	3	2	1			
Succession Planning						
24. Plans for board leadership succession planning	3	2	1			

What are the major strengths of the board chair?

How can the board chair improve in his/her role?