

Presidents: Planning and Conducting an Effective Board Meeting

**Leadership Training Conference
Sunday, April 22, 2012
4:00 p.m. - 5:30 p.m.**



Session Facilitators

**Richard C. Parker
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Learning Objectives

At the end of this session you will be able to:

- **Develop an effective agenda for chapter board meetings**
 - **Organize your preparation so that everyone has what they need well in advance of the meeting**
 - **Develop procedures to receive committee and project updates**
 - **Conduct an efficient board meeting that engages your board members and advances the goals of your chapter**
 - **Create a Board of Director training session so directors fully understand the role and duties of a board as well as the responsibilities of their position**
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Today's Session Agenda

- **Purpose and Role of Board of Directors**
 - **Leadership Training**
 - **Board of Director Orientation**
 - **Planning the Board Meeting**
 - **Conducting the Board Meeting**
 - **Evaluating the Board Meeting**
 - **Helpful Tools and Resources**
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Purpose of a Board of Directors

- **Govern the organization's resources**
- **Maintain, develop and expand programs and services for our members**
- **Ensure the perpetuation of the chapter**



Role of the Board of Directors

- **Fiduciary**
- **Strategic**
- **Oversight versus committee functions**



Prepare Your Board Members with Leadership Training

- Annual Leadership Training
- Board of Director Orientation
- Strategic Planning
- Operational Planning



Board of Director Orientation

- **Welcome, introductions, and icebreaker activity**
 - Do not under estimate the need for an icebreaker
- **Role and duties of the board**
 - Fiduciary
 - Difference between oversight and committee work
 - Do not assume everyone is in management and knows this
- **Board member responsibilities**
 - Everyone should know their role, what's expected & when
- **Logistical information**



Board of Director Orientation

Focuses on the how-to's of the leadership position

- **Specific responsibilities**
 - What do I need to know to effectively do my job?
 - What exactly do I need to do?
- **Logistical information – the who, what, where, etc.**
- **Transition with outgoing leaders**



Board of Director Orientation Fiduciary Duties

Duties owed to any corporation

- **Obedience**
- **Loyalty**
- **Disclosure**
- **Confidentiality**
- **Accounting**
- **Reasonable skill and care**



Board of Director Orientation Fiduciary Duties – Obedience

- **We must follow the lawful instruction**
- **Governing documents must be followed**
 - Bylaws and Chapter Charter
 - Board and committee structure and responsibilities, election process, etc.
 - Regional Operating Agreement
- **Votes must be taken and passed by the Board and the general membership where appropriate**
- ***Robert's Rules of Order* and Laddaga's Rules of Order**



Board of Director Orientation Fiduciary Duties – Loyalty

- **To your chapter**
 - Must not make decisions based on personal interests or other special interests
 - Make decisions based on what is best for the members
- **To the voting wishes of the Board and the members**
 - Once a vote has been taken we endorse and stand behind that vote regardless of our personal feelings
 - We stand as one body



Board of Director Orientation Fiduciary Duties – Disclosure

- **Full disclosure to our members**
 - For all pertinent and material facts on any issue
 - Without bias or personal prejudice
 - Transparency



Board of Director Orientation Fiduciary Duties -Confidentiality

- **Unless otherwise instructed**
 - Especially regarding internal issues of a sensitive nature
 - Issues regarding a volunteer



Board of Director Orientation Fiduciary Duties – Accounting

- For members' money and paperwork
- Responsibility to make sure the organization is properly managed and that its assets are cared for
- Internal controls to protect the organization from wrongdoing



Board Orientation - Fiduciary Duties Reasonable Skill & Care

- Responsibility to be informed about the state of the chapter and its affairs
- Read all materials prior to meeting
- Be knowledgeable on all issues
- Convey all information in a balanced manner
- Pros and cons should be fully understood by those who vote



Board Member Responsibilities

- **Service**
 - Do I serve in an advisory capacity? Am I a committee chair?
 - Am I a liaison to a committee?
 - Good time to review director job description
- **Attendance Requirements**
 - What meetings and events am I required to attend?
 - Include chapter, regional and national responsibilities
- **Preparation**
 - How much advance prep is required for a board meeting?
 - What do I need to do to prepare?
 - Be very specific!



Board Member Responsibilities

- **Keeping Current – Things to Read**
 - Chapter newsletter
 - Notes from National
 - Toolkits on HFMA web site
 - Emails from chapter leadership and HFMA national office
- **Other Responsibilities**
 - Participate in a committee meeting
 - Help recruit new members
 - Solicit sponsorship money
 - Call members to ask them to attend an education event
 - Write a newsletter article



Logistical Information

- **Meeting schedule**
 - How often? How long? Where?
 - Do they have to attend in person?
 - Can they attend by conference call?
- **Meeting format**
 - Review standard agenda items for your chapter
- **Agenda packet**
 - Agenda
 - Committee reports
 - CBSC and DCMS Acknowledgement Reports
 - Financials



Logistical Information

- **How and when will agenda packet be distributed before the meeting?**
- **House Rules**
 - Meetings start and end on time
 - No cell phones or emails during meeting
 - Respect the opinions of others
 - Agree to disagree
- ***Robert's Rules of Order* and Laddaga's Rules for a successful meeting**



Planning the Board Meeting

Purpose of Meetings

Why have board meetings?

- To carry out the responsibilities of the leadership
- To oversee the operations of the chapter
- Corporate requirement
- Bylaws requirement
- DCMS requirement (4 per year)



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Planning the Board Meeting

Your Annual Calendar

Set a plan for each meeting

- **Track strategic accomplishments**
 - Strategic & CBSC goals
 - Succession planning
- **Monitor committee/project activities**
 - Allows the board to track projects to ensure goals are met
- **Meet chapter charter requirements**
 - Budget
 - Education goals
 - Membership



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Planning the Board Meeting

Board Meeting Format

What format will be effective to meet the needs of your chapter?

- **How many meetings? How often? How long?**
- **Which ones should be in person or by conference call?**
 - Consider logistics
 - Cohesiveness and inclusiveness of the board
- **Who needs to attend?**
 - Officers, directors, committee chairs...
- **Planning timeline for key tasks**



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Planning the Board Meeting

Agenda Topics

- **Standing items**
 - Approve minutes
 - Treasurer's report
 - Committee reports
 - Status of goals set in strategic plan and CBSC
 - Status of key target dates/projects
- **Old business**
- **New business**
- **Track other business in a "parking lot"**



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Planning the Board Meeting Consent Agenda

- What is a consent agenda?
- Why use a consent agenda?
 - Effective and efficient meetings
 - Frees up time for more important items
 - Be respectful of volunteer's time
- Resources
 - <http://garberconsulting.com/FAQ.htm>



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Planning the Board Meeting Consent Agenda

What could be included in the consent agenda?

- Approve minutes
- Financial report (at certain times of the year)
- Certain committee reports (updates that do not need discussion)
- Policy and procedures
- Other items/topics that do not require discussion



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Consent Agenda Things to Remember

Parliamentarian Colette Collier Trohan suggests the following:

- Board should first adopt a rule of order allowing for the consent agenda process
- Items can be removed from the consent agenda by request of any member of the board
- Items not removed may be adopted by general consent without debate
- Removed items can be addressed right after the consent agenda or placed later on the agenda at discretion of the group
- All directors need to know what items belong on the agenda and how to move items to and from the consent agenda
- Instruction on using the consent agenda should be part of the board orientation program



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Planning the Board Meeting Creating the Agenda

- Plan agenda early & advise those on agenda to be prepared
- Each agenda item should include
 - Topic
 - Person reporting
 - Time allotted for each topic
 - Attachments – to be read ahead of time
- Know which items require action
 - Do you have a quorum to take the action?
 - Have members been informed to take the action?
- What info is needed from those who can't attend?



Planning the Board Meeting Distributing the Agenda

- **Send agenda and all supporting materials at least one week in advance of the meeting**
 - Email with attachments
 - Email with links to secure website – password protected
 - Chapter website
 - Third-party website site such as Google Docs
 - Snail mail
- **Allow additional time for “heavy agenda”**
- **Remind everyone to bring materials to the meeting**



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Planning the Board Meeting Electronic Data Storage Resources

- ***Notes from National***
 - October 2011 article, “Techie Brainstorming: Fishing for Data Solutions in the Cloud”
 - November 2010 article, “NFN Techie Brainstorming: Online Data Storage and Distribution”
- **CNET.com**



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Planning the Board Meeting Setting Expectations

Does everyone know their role and what's expected of them?

- **Prepare reports to be given at the board meeting**
 - When is the information due?
 - Set target dates for the major tasks
- **Make sure key individuals will be in attendance**
- **Prepare for meeting – read material ahead of time**
 - Should be received at least one week before meeting



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Conducting the Board Meeting Board Meeting Kit

“Go To” portfolio to bring to every board meeting

- Chapter bylaws
- *Robert's Rules of Order* and Laddaga's Rules of Order
- Chapter policy and procedures manual
- Chapter budget
- Past board meeting minutes/support materials
- Current DCMS/CBSC reports
- *HFMA Planning Calendar and Resource Guide*
- *HFMA Financial Tax and Insurance Management Guide*



Conducting the Board Meeting Day of Meeting

- **Arrive early to the meeting**
- **Consider room set-up**
- **Greet board members and make them feel welcome**
- **Start meeting on time and end on time**
- **Set ground rules for your board meetings**
- **Use a “parking lot”**



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Conducting the Board Meeting Laddaga's Top Ten Rules of Order

1. **Have an agenda and stick to it**
2. **The chairman runs the meeting**
 - **Every meeting is a partnership between the leader and the participants**
3. **Don't discuss topics at length without a motion made and seconded**
4. **Your meeting should enforce the will of the majority while protecting the rights of all members**
5. **Disagree without being disagreeable**



Conducting the Board Meeting

Laddaga's Top Ten Rules of Order

6. Voting is important
7. Do not conduct a meeting without your bylaws, relevant policies, and a chart of basic motions with you
8. Be aware of time
9. Don't let the rules get you down
10. Close debate by unanimous consent



Evaluating the Board Meeting

Board of Director Meeting Evaluation Form

Please put an "X" in the appropriate box to respond to the evaluation questions.

SD = Strongly Disagree D = Disagree N = Neither A = Agree SA = Strongly Agree

	<u>SD</u>	<u>D</u>	<u>N</u>	<u>A</u>	<u>SA</u>
The meeting agenda materials were useful in preparing for the meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
The meeting agenda materials were distributed far enough in advance to adequately prepare for the meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
The Board meeting topics were, as a whole, important issues.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
We handled the agenda items in a reasonable sequence.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
We discussed the topics clearly and accurately.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
The amount of meeting time was adequate to discuss the topics.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
The chapter president was prepared for the meeting.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Overall, the Board of Directors meeting was worth my time and effort.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
What suggestions would you offer for the next Board of Directors Meeting?					
Other comments?					



Board Meeting Tracking Tools

- **Reports**
 - DCMS Acknowledgment Report
 - CBSC Progress Report
 - Program Planning Tool
- **Templates**
 - Meeting Report
 - Strategic Plan Dashboard
 - Responsibility Matrix
 - Action Plan Template
 - Leadership Planning Worksheet
 - Board of Directors Self Assessment



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Meeting Report

Meeting _____ Date: _____

Topic/Task	Discussion/ Findings	Next Steps & Actions	Responsible Party	Due Date



Strategic Plan Dashboard

High Quality Education	Reporting Period	Status
Review effectiveness of Sponsorship program and revise as necessary	Annually in January	●
Survey the membership regarding topics of interest for future sessions and reasons they have not attended sessions in the past	60 days following results	●
Timely summarization of the program evaluation results for future education planning	Ongoing	●
Begin planning the entire chapter year of education events prior to the beginning of the year	May	●
Plan education events using the Helen M. Yerger criteria using a Yerger Award coordinator to determine which events should be submitted to National	May and ongoing	●
Evaluate partnering with National, Regional, as well as other chapters and organizations, on an education session	Ongoing	●
Consistently look to improve (smooth, easy) event registration process	Ongoing	●
Utilize the website to facilitate members' and committee members' use by providing links	Ongoing	●
Maintain a database of the education topics offered each year to ensure variation in topics	Ongoing	●
Leadership Pool of Candidates	Reporting Period	Status
Review/revise and document chapter leadership development process and communicate as appropriate	January	●
Ensure the leadership development process is applied consistently across the committees and includes diversity of membership	Annually	●
For the purpose of educating and fostering interest in leadership positions, communicate the roles and responsibilities of the leadership positions	June	●
Develop a method to increase attractiveness of HFMA leadership positions	April	●
Certification	Reporting Period	Status
Maintain a certification committee to coordinate all aspects of Chapter certification	Ongoing	●
Communications	Reporting Period	Status
Maintain an active communications committee	Ongoing	●
Membership	Reporting Period	Status
Maintain active membership committee	Ongoing	●
Monitor Financial Executives national scorecard metric	Ongoing	●



Responsibility Matrix

Team Member	Board of Directors	Education Programs	Membership	Newsletter	Sponsorship
Chris	●			▲	
Paula	●	▲			
Joe		●		●	▲
Mary	●			●	●
Bill	●	●	●		
Anne			▲		
Steve	●				



Action Plan Template

Action:
The team's action or task.

Deliverables and Desired Outcome:
Specific goals for the team. Use numbers whenever possible. Be as specific as possible.

Process:
A draft of the steps to be taken to complete the project.
Most steps are milestone or major steps. You may want to list the first few specific steps to help the team get started.

Date:
Dates for
Milestones
Checkpoint

1. First meeting
2. Milestone # 1
3. Milestone #2
4. Project complete

Date

Who:
Who should be involved? For example: Mary White, representative from education committee. . .

Resources:
How much is budgeted? Who can help if they hit a roadblock? Who has worked with this in the past?

Method for Review:
How will progress be reviewed to be sure that action is being taken and that the team is on track?



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Leadership Planning Worksheet

LEADERSHIP PLANNING WORKSHEET

Officer/ Committee Member/ Committee Chairperson: _____ Updated - Date/ By: _____
 Estimated Hours: _____ per _____ (year/ month/ duration of project or term...)
 Term: _____ (Duration of term)

General Description:

Identified Resources:

Budget Available:

	TASK	DUE DATE	STATUS	COMMENTS:
1.				
2.				
3.				
4.				
5.				
6.				
7.				
8.				



Board of Directors Self Assessment

CHAPTER SELF ASSESSMENT

HFMA NAME OF CHAPTER					
BOARD OF DIRECTORS SELF ASSESSMENT					
As a member of the HFMA CHAPTER NAME Board of Directors, please rate the chapter leadership as you see it. Return the completed Chapter Board Self Assessment by DATE to XXXXX					
	Strongly Agree 5	Agree 4	Neither 3	Disagree 2	Strongly Disagree 1
Strategic Leadership					
Our chapter leadership is very much in agreement about the chapter's goals and strategies.					
Our chapter members are very aware of the chapter's strategic plans and priorities.					
Our strategic plans are focused on the known needs and requirements of our members and customers.					
	Strongly Agree 5	Agree 4	Neither 3	Disagree 2	Strongly Disagree 1
Education and Membership Services					
Our chapter does a good job of satisfying our members and customer's needs.					
Our chapter provides valuable services to our members and to others in the profession.					
Our chapter's human and financial resources are growing.					
	Strongly Agree 5	Agree 4	Neither 3	Disagree 2	Strongly Disagree 1
Chapter Operations					
Our chapter makes effective use of volunteer talent.					
Our chapter makes efficient use of volunteer time.					
Our chapter makes good use of the financial resources we have.					
	Strongly Agree 5	Agree 4	Neither 3	Disagree 2	Strongly Disagree 1
Human Resource Management					
Our volunteers are motivated and adequately trained to do their assigned jobs.					
Our chapter leaders are effective in creating the conditions for high performance.					
Our chapter has a high amount of volunteer participation by our members.					



LTC Session Evaluation



Additional Resources

- **HFMA Website – Chapter Leaders Section**
 - Toolkits by Position
 - LTC session handouts
- **Past chapter presidents**
- **Regional Executive**
- **Chapter Advancement Team (CAT Team)**



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