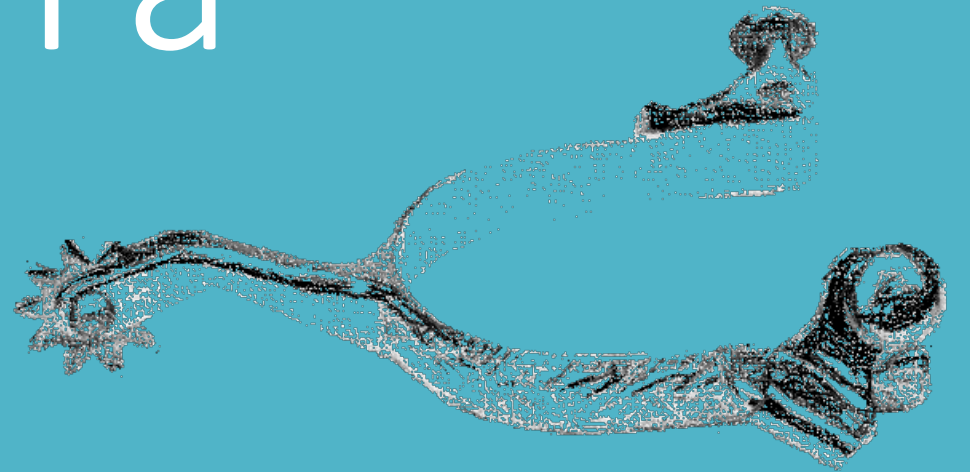


Spurring Board Engagement in a *'Voluntold'* Environment



Presented by

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Management Versus Leadership

Leadership:
**doing the
right
things**

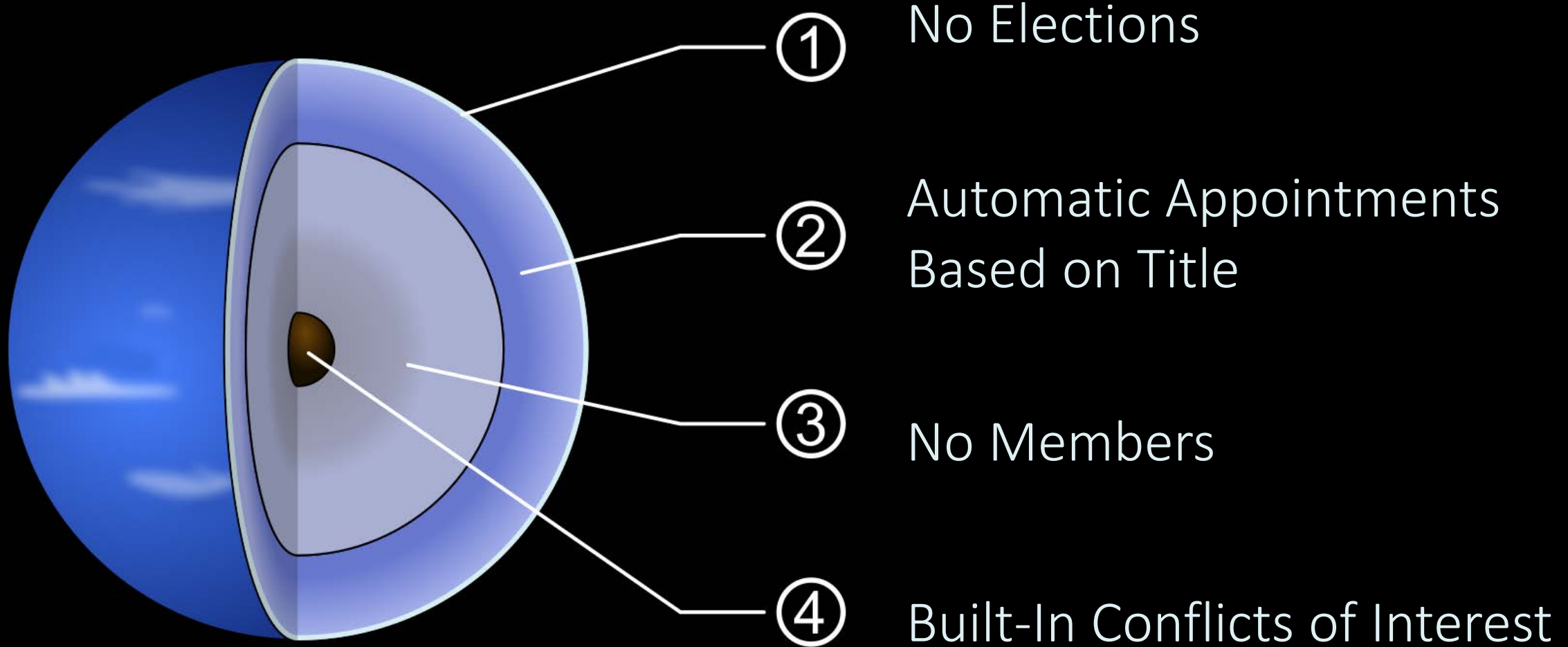
- Vision
- Direction
- Motivation
- Inspiration
- ***What...***
not ***how***



Management:
**doing
things
right**

- Planning
- Budgeting
- Order
- Control
- Consistency
- Reliability

Board Composition: NPCs Are Different



Volunteering Versus Voluntold

Where does the NPC fit into the work lives of each Board member?

Medical Center Director

ACOS/R

ACOS/E

Chief of Staff

Chief of Medicine

Chief of Surgery

Chief of Mental Health

Community Member





Understanding the Typical NPC Board Member Viewpoint



- “I get knowledge about research and education events that is useful to my staff and for recruiting.”
- “I would like to see alignment between NPC and VA mission and goals.”
- “I like it when an activities connect to organizational goals.”
- “I believe that my contributions help move the NPC toward its goals.”
- “I’m not bothered by being ‘voluntold’ – it’s part of my job.”

What would your Board members say?

Onboarding and Orientation

- Mission, Values, Goals, Vision
- **Fiduciary Duties**
- Board Rules of Engagement
- Conflicts of Interest



- Duty of Care
- Duty of Loyalty
- Duty of Obedience


A photograph of a sunset over a body of water. The sun is low on the horizon, creating a bright orange and yellow glow that reflects on the water's surface. The sky is a gradient of orange and blue. The water is calm with gentle ripples.

Fiduciary Duties

Do
fiduciary
duties
apply
equally to
board
members
and
committee
members?
**How about
staff?**



Fiduciary Responsibility

- 
- **Fiduciary Duties** apply to *everyone*
 - **The Board** has more *authority* but all **volunteers and staff** bear the same *responsibility*

➤ **Act:**

- *Reasonably*
- *Prudently*
- *In the best interests of the organization*

➤ **Avoid:**

- *Negligence*
- *Fraud*
- *Conflicts of interest*

Duty of Care





Duty of Loyalty: Faithfulness

Put association interests *above personal interests*, including:

- ❖ Outside business
- ❖ Professional or financial interests
- ❖ Interests arising in other organizations (including VA)
- ❖ Interests of family members or friends

Give undivided allegiance to the association when making decisions affecting it



Duty of Obedience: Obey the Law

- Unswerving allegiance to:
 - Federal Laws
 - Federal Regulations
 - Articles of Incorporation
 - State Laws
 - Bylaws
- **Not negotiable!**



Making Policy

Boards can only act legally
by consensus of a quorum...
and *only* in a
duly constituted meeting

NPC Governance Documents



Documents:

- Articles of Incorporation...
- Bylaws...
- Directives...
- Policies & Procedures...
- Motions & Minutes...

Are your agreement with:

- ...Your state
- ...Your stakeholders
- ...The regulators
- ...Your staff and NPPO
- ...Your stakeholders

You should be the expert on all of these!

Key NPC Messages

- What are your key messages?
- If you don't know, who does?
- If you don't know, others decide.



Productive, Lively Meetings

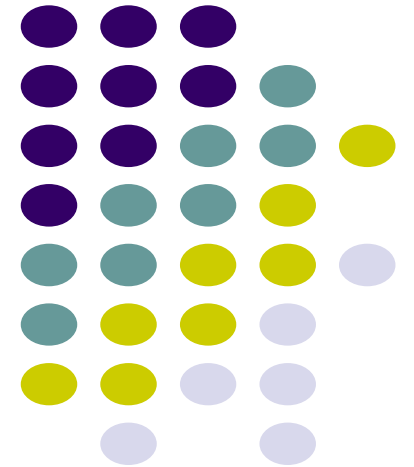
- Spend Board time *USING* information, not *GETTING* information
- Safe environment for constructive disagreement
- Avoid rabbit holes
- Shoot for:
 - ✦ Interesting, strategic topics
 - ✦ Stimulating, long-range questions
 - ✦ Fast-paced agenda
 - ✦ Entertaining moments (if possible)
- Chair speaks last, votes *only* to make or break a tie



Question:



What percentage of board agenda items should be of strategic importance?



In a Knowledge-Based Organization:

70%

**of agenda items should be
directly related to issues of
strategic direction or policy...
...NOT on administration**

Ultimate Leadership Responsibility

Focus on
effectiveness
issues to ensure that
the organization is
doing *the right*
things



Become An *Advanced* Knowledge-Based Organization

- Proposing parties do **discovery**...
in advance!
- **Reports** are delivered...
in advance!
- Board **reads** and
develops **questions**...
in advance!



Board Satisfaction

- Ideas for Surveys:
 - ✦ Break survey into parts
 - ✦ Ask 2-4 questions on paper at each meeting
 - ✦ Do survey live in meetings
 - ✦ Do exit interviews
- Other ideas?





Creating *and Wearing* a Comfortable NPC Hat

How are NPC Board Members Rewarded?

- Visibility
- Viability
- Credibility
- Community



Show Gratitude

- Being 'voluntold' is typically underappreciated
- Serving on an NPC Board takes time away from measured duties
- Research may/may not be highly valued in your culture...
...So service to the NPC may/may not be clearly valued by medical center management
- Appreciation matters to all humans!
- Other ideas?

Relationship with Executive Director

- Create individual relationships with your Board members
 - How?
 - ✦ Schedule meetings 2-3 times per year
 - ✦ Ask for input, advice, vision for the future
 - ✦ Offer opportunity to provide feedback in private
 - ✦ Invite to lunch or coffee, if possible
 - ✦ Other ideas?



Changing Board Protocols

“Yesterday, civility was the norm;
today, **accountability** is,
but both depend on a **shared vision**
and a **clear definition of success.**”

-- *Sam Pettway in*
“How Governance will be Different”

