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Practical Tips for Better Hybrid Board Meetings

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As COVID-19 swept across the country in 2020, most hospital and health system boards began conducting virtual or hybrid board meetings.
The latter refers to a meeting in which some members attend in person and others join virtually. For both models, most organizations kept the board's agenda and presentation materials basically the same, and "success" was defined as all board members being able to hear (and ideally clearly see) presentations and to participate in discussions and for the board to be able to act when required.

In mid-2021, several factors are keeping many boards in a hybrid mode: the continuing regional pandemic surges, the preference of some board members for its convenience, and the reality that retired members located in northern states have enjoyed the benefits of attending virtually while spending winters in a warmer climate.

Now that board members have become comfortable with the technology, what can be done to move hybrid board meetings from "good" to "great"?

Some of the Basics Remain the Same

A colleague and I wrote an article entitled "Practical Tips for Better Board Meetings" for the October 2019 issue of *BoardRoom Press*.[1] This advice still is relevant for enhancing today's hybrid meetings, with tips #4 and #5 being especially important:

1. Less can be more—consider moving to six board meetings per year.
2. Use an annual board work plan/calendar.
3. Prepare, prepare, and then prepare some more.

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[1] Marian Jennings and Jennifer Swartz, "Practical Tips for Better Board Meetings," *BoardRoom Press*, The Governance Institute, October 2019.

4. Don't let reporting crowd out strategic discussions.
5. Plan your work (the agenda), then work your plan (ensure the board chair is effectively managing meeting time).
6. Make sure the board's background materials are useful.
7. Use a board-member compact to guide behavior.
8. Use the expertise and talents of governance support professionals.

Moving Hybrid Meetings from Good to Great

Building on the basics outlined above for effective board meetings, we recommend that governance support professionals consider both "process" and "logistical" improvements to organizing and conducting your hybrid board meetings.

Seven Tips for Process Improvements

While you may be tempted to replicate in your hybrid meetings what has been successful for your in-person meetings, resist this temptation! Instead, view this time as an opportunity to think creatively about changes to your board agenda and meeting materials. Ensuring active board engagement is different when the board is not gathered. Think of it this way: when hospitals implement new information technologies, experts recommend that "you should not just convert how and what you did," but instead redesign your processes to capitalize on the new technologies. The same is true for a hybrid board meeting, including the following:

- **Engage the board in developing the norms and expectations for a hybrid meeting.** Many will be similar to those outlined in a board-member compact, but may be expanded to address such questions as: Should remote participants be expected to keep their cameras on (yes!)? Is it acceptable to eat a meal during the meeting? What dress is expected? Can individuals participate while traveling in a car? Is it acceptable that someone near the remote board member could hear meeting discussions? These and other behavioral norms that are unnecessary to articulate for fully in-person sessions should be addressed. It is better to set the ground rules in advance.
- **Re-evaluate and redesign the board meeting agenda as necessary.** In addition to making sure reporting doesn't crowd out strategic discussions (tip #4 above), break the ice at the outset of a hybrid meeting to make it clear that active participation from all is desired and expected. For example, rather than starting with the consent agenda and committee reports, consider launching the meeting with a strategic discussion related to finance, quality, innovation/growth, the

physician enterprise, workforce/staff engagement, population health, or another topic critical to future success. Provide "pre-meeting thought questions" in the board packet and ask that everyone come prepared with two or three thoughts to get the conversation started.

- **Be realistic in understanding that, when hybrid, you may require more time to review or discuss an issue.** Remote participants may need content to be repeated or clarified simply because they are not in the room. This likely will require that your agenda content be reduced/streamlined so it can comfortably fit within your scheduled meeting duration.
- Naturally, the board chair is the key to a successful hybrid meeting. **The board chair needs to play an even greater-than-usual role in soliciting input/feedback and actively encouraging dialogue, while simultaneously moving the meeting along.** Throughout the meeting, the chair should deliberately solicit opinions from those participating remotely, especially the introverts. Chairing a hybrid meeting requires more energy and intentionality to address important issues while keeping the meeting moving. If your chair agrees, governance support can play a key role by serving as a timekeeper, respectfully reminding the chair and all participants that it is time to move on.
- **Simplify presentations:** fewer words, more punchlines. While your board packet will still include detailed financial, quality, or other information, management should create slides that could be read in the boardroom from 15 feet away. As included in tip #5 above, you should assume that everyone comes to the meeting prepared. Do not waste time and strain board members' eyes by reviewing all the detail at the meeting. Instead, assume "everyone can read" and come ready for discussion; use the presentation to frame that discussion, not to be a crutch for the unprepared.
- **Make sure that, in your governance support role, you actively monitor the body (facial) language of remote participants and ensure that the chair is aware if someone is trying to participate in the discussion.** Similarly, be alert for virtual participants who seem disengaged from the discussion; sometimes a simple private chat message saying, "we would love to hear from you" can encourage them to participate. (Of course, they need to know how to chat in your platform.)
- **Devote five minutes at the end of the hybrid board meeting for the chair to conduct a process check**, asking, "what went well at today's meeting?" and "what should we consider doing differently next time?" This can yield continuous board meeting process improvement.

Five Tips for Logistical Improvements

- **Select the best possible conferencing platform.** Value is defined as quality relative to cost. Selecting the lowest-cost option is likely not to provide you with the highest-value platform. There are great differences among the many virtual conferencing platforms available. Selecting the right platform is crucial to hybrid meeting effectiveness. You want and need a platform that makes it easy for both the presenter and participant to see all attendees when a presentation is being shared; allows for private and group chatting; permits the chair or governance support professional to know "who is next" with a comment or question; and allows for polling to obtain input on topics being discussed or votes being taken. Once a platform is selected, if you change platforms or when a new member joins the board, test it with each board member who may be attending virtually to make sure he/she has had all logistical questions answered and will be able to join the meeting easily and utilize its features.

- **Learn the ins and outs of your conferencing platform.** Many platforms include features that can facilitate a board meeting or retreat. Take the time to explore your platform's features and think creatively about how they could be used. For instance, some platforms offer a handy feature that lets you easily and seamlessly move from a full group to subgroups and back. This is an especially helpful feature for board retreats. I recently remotely facilitated a board retreat of over 100 people, during which we moved from a full group to small groups to reports to the full group; the platform made this smooth and participants loved the experience.

- **Invest in a great camera for the boardroom** that can show the whole room at once and has the capacity to "turn to whomever is speaking." Many of these cameras include a microphone so that virtual participants can both see who is speaking and hear comments easily.

- **Ensure that remote board members have a computer or tablet that is up to the task.** They should be able to clearly see presentation content and other participants. Discourage members from calling in to the meeting, since it makes their seeing other board members, management, or any presentations problematic.

- **Require that all virtual participants keep their cameras on for the entire meeting** (this should be one of the norms/expectations agreed upon at the outset by the board). And make sure that their camera is positioned so that others can see their well-lit faces front and center, perhaps by encouraging the use of a webcam.

Conclusion

Hybrid board meetings are likely to stay. Ensuring that such meetings are not just a "necessary but lesser" substitute for in-person meetings will be critical to your board's ability to fulfill its fiduciary duties and responsibilities. The board and governance support should view this as a learning experience and an opportunity to be creative in designing what may well become the mode moving forward.

The Governance Institute thanks Marian C. Jennings, M.B.A., President, M. Jennings Consulting, and Governance Institute Advisor, for contributing this article. She can be reached at mjennings@mjenningsconsulting.com.

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How Boards Change in an Age of Exponential Change

By **Keith Wysocki,** Strategic Advisor*, The Governance Institute*

Since ancient times, thinkers have debated the philosophical question of the "Ship of Theseus": If a ship's parts are replaced one at a time with newer parts, is it still the same ship? If not, then with which incremental change did it become a new ship?

The same could be asked of a governing board. What types of change and what degrees of change make a board a "new" board? Many boards are desperately trying to answer that exact question. Executives and board members recognize that novel challenges require "new" boards—if not entirely new in their composition, at least having new skill sets, and a preparation to tackle new challenges they never had to consider in the past.

To take the ship analogy one step further, and to illustrate the challenge boards face, consider that hospitals and health systems may be required to transform into something quite different than before. It is one thing to replace all the parts of an old ship; it is another to replace them one by one with airplane parts and hope that the thing will work correctly (safely!) throughout and after the transformation. In this period of unprecedented change, hospitals and health systems must evolve, and their boards must also evolve in order to keep up.

This article explores why and how boards need to change and introduces some strategies to help facilitate those and other changes.

Unprecedented Change Is Required

Historically, healthcare boards have provided a source of great stability. Whereas the average healthcare CEO turns over every three to five years, the average board member serves nine years (boards commonly limit members to three three-year terms). But stability has its downside: boards do not turn on a dime. It takes considerable time for boards to bring in new expertise or educate themselves to be sufficiently prepared to deal with new issues.

Consider that many of the major issues requiring board attention have either evolved dramatically in the last few years (e.g., cybersecurity) or did not even exist a few years ago (e.g., COVID-19). Often, boards feel barely ready to deal with the latest challenge, much less ready for unknown future challenges.

How Do Boards Need to Change?

To prepare for current and future challenges, boards must be as agile as possible. But The Governance Institute's 2021 biennial survey of hospitals and healthcare systems reveals some key practices where boards are *not* so nimble.[1]

Board Composition

Women make up only about one in every four board members, and ethnic minorities make up one in every eight board members. While the racial justice movements of 2020 helped increase calls for greater diversity, boards have been both slow to improve in this area and to increase diversity in other areas such as gender, talent, and geography. Boards recognize the need for change, but significant movement hasn't taken place.

Board Structure

Effective governance and oversight are often inhibited by inefficient board practices and structures that resemble a Frankenstein's monster. Many boards have examples of bylaws, board seats, or reporting mechanisms that were created to satisfy an immediate need but seem less well-though-out in hindsight. Boards frequently struggle with "committee bloat" or "committee creep": committees were created based on a temporal need but continue to operate into perpetuity. As the number of committees grows, board members are stretched thin with meetings and unnecessary or redundant work. Almost half of boards do not have a strategy to curtail this by taking regular time to assess whether their committees are effective or even necessary.

Executive Succession Planning

A nimble board is ready to act, even in a situation as disruptive as the departure of the chief executive—a situation that also presents one of the greatest disconnects

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1   This article includes findings from The Governance Institute's 2021 Biennial Survey of Hospitals and Healthcare Systems. The full report will be available this fall.

between board idealism and board reality. While more than 80 percent of boards report that they believe CEO succession is a critical board responsibility, fewer than half maintain a written CEO succession plan. Yet even recently hired CEOs need a succession plan. In the absence of a clear plan, the organization will not be able to adjust quickly, and significant strategic opportunities may be missed. Some unlucky boards have had to replace several executives in rapid succession, with each unprepared-for-departure taking a larger toll than the one before.

Community Health

Research shows that boards are devoting more of their energy to overseeing how well their organizations are meeting the health needs of the community. Still, more than a third of boards do not have a strategy to address social determinants of health. As a result, some of the greatest factors affecting health system reimbursement, readmissions, and actually improving the health of the community go unaddressed. The board of tomorrow must grow in this area for the organization to stay relevant.

Enterprise Risk

While almost all boards are focused on compliance (often with a dedicated compliance or audit and compliance committee), more than a third of boards do not have a strategy to oversee enterprise risk. As a result, risks are often dealt with by various operational silos, and existential risks to the organization fly under the radar. Boards need to hold executives accountable to look at the entire set of risks facing the organization, and they need to prioritize discussion of enterprise risk during board meetings. The agile board will modify its agenda and discussions to make room for this, and some boards will find this shift to be mission-critical.

Strategies for Change

Change is daunting for many reasons: limited time, competing priorities, differing views about how to change, whether change is necessary, and so on. And yet, the same study that shows boards falling short in their adherence to best practices in some areas, shows boards *increasing* their best practice adoption in other areas. What are those boards doing? How can your board be the type of board that embraces the changes it needs to make? Here are a few practices to consider:

- **Make it visible.** Nothing will happen if no one knows what needs to change. Simple transparency and visibility can prevent things from staying "out of sight, out of mind." An easy way to make things visible is to produce a summary of the

board's practices and activities during the past year, and to compare that with data on how other boards are operating. The Governance Institute's biennial survey will provide a useful benchmark for your board to compare against. You will likely discover some low-hanging fruit—practices that are ripe to be changed that no one had put much thought toward.

- **Recognize the progress you've made.** Change seems especially daunting when we view our board's practices as binary ("We aren't doing it now. We need to start"). Viewing the evolution of the board as an ongoing journey makes change easier to digest. Think of a change as one more step along a journey you are already undertaking. For example, if you are trying to increase the ethnic diversity of the board, point out any changes to board composition that were previously made to show that you are already on a journey of evolution. If you cannot identify *any* steps that have been taken in the direction you need to go, take the first step yourself by utilizing the previous tip: make the issue visible. This can help propel you towards positive change.

- **Repeat and double down on what has worked.** Change often seems hard when there is no apparent precedent for what needs to happen. But if you can find a similar situation—even remotely similar—you can learn from it and reduce the amount of energy needed to tackle something new. Take the example of establishing a CEO succession plan. It may have been a long time since your organization transitioned a CEO, but dozens of other organizations have done this recently. Look for examples from other hospitals and health systems, and leverage resources like The Governance Institute to see what a best practice CEO succession plan looks like.

- **Make incremental changes.** For many board processes and activities, the board can envision a future ideal state, but it is difficult to envision a clear path to migrate there from the current state. Some changes require taking several steps, seemingly all at once. But what if instead of taking all those steps concurrently, the board took just one of those steps now—even while acknowledging that the one step may not be enough to bring about the change? Often, taking the first step leads naturally into the bigger, more difficult steps. The Governance Institute worked with a health system board that wanted to migrate from being representation-based to competency-based. This was a major shift for this board, and the only task they had the energy to take on initially was to survey board members about their various backgrounds and areas of expertise. However, taking this one step led to board discussions about

increasing board diversity. As it turned out, the board discussions led to the recruitment of several outstanding board candidates. The board did not need to map out as much as they expected; they just needed to take the first step.

- **Automate change.** Change is inevitable, so why not automate it? Put time on future agendas, schedule regular executive sessions, and create "rules" so that reminders and opportunities for change are ever before you. As an example, a board suffering from the aforementioned "committee bloat" could create rules about when it is time to sunset a committee or reevaluate a committee's purpose. By making this a part of the board's workflow, the board can ensure that time in the future will be dedicated to keeping things streamlined. The goal is to create a culture of continuous introspection so that sudden, seismic change is rarely necessary.

Conclusion

Driving change requires both an awareness of where your board could be falling behind, and a strategy to simplify the change needed. The role of the governance support staff in building that awareness and strategy cannot be overstated. While only the board can vote on strategies or policies, the staff can share information, track progress, and manage governance activities in a manner that catalyzes change and helps the board to adapt. And when they are armed with robust internal records and national perspectives on what boards should do, they will be uniquely equipped to help boards become the boards that future challenges require.

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