



Health centers are non-profit private or public entities that serve designated medically underserved populations/areas or special medically underserved populations comprised of migrant and seasonal farmworkers, the homeless or residents of public housing. The Board Education Video Series is a resource to strengthen governance and ultimately the services provided by health centers.

MODULE 6

How Does Board Member Behavior Impact Governance?

Discussion Guide

Before watching Module 6 video vignettes, consider the impact of a troublesome board member on a board's ability to govern effectively.

Individuals usually join a health center board because they want to assure the availability of health services for their community. But an individual's personality and behavior can interfere with the board getting its work done. Troublesome behavior includes: insisting the board follows his/her personal opinion, being judgmental, not accepting change, or creating cliques and group division.

To prevent or change disruptive behavior, health center board/staff can:

- Assess an individual's behavior when recruiting new board members.
- Provide training on acceptable behavior.
- Have ongoing discussions to clarify expectations and roles of individual board members.
- Conduct team-building activities that emphasize the value of tolerance, consideration, and mutual goals in spite of individual differences.
- Assure board members receive regular and concise information.
- Have a clear conflict-of-interest policy.
- Assure the board chair has skills to manage group dynamics, facilitate discussion, and encourage those not participating to share their perspectives.

If an individual's behavior interferes with the board doing its work, the board may have to take action, even if it means asking a member to resign so the board can refocus its attention on its duties and responsibilities.

Module 6, Vignette 1

As you watch vignette 1, think about what your board would do if someone demanded attention during a meeting or appeared to threaten others.

After watching vignette 1, discuss these or other questions with the full board.

1. What can a board do to prevent a board member from disrupting or dominating a board meeting?
2. Once an issue has been fully discussed and the board has gone on record with a vote and majority opinion, board members are expected to support the decision both publicly and privately. Was the response of the Board Chair in the vignette appropriate? Why or why not?
3. How might your board respond to a bully?
4. What are examples of effective and ethical board behavior?

Module 6, Vignette 2

As you watch vignette 2, think about whether your board members understand what is considered oversight and what is micro-managing the work of the CEO.

After watching vignette 2, discuss these or other questions with the full board.

1. What could the board in the video do to make sure board members know the difference between governance responsibilities and those of management? Remember, the board's role is strategic and the role of management is about health center operations.
2. What is the appropriate line of communication among board members, board chair, and CEO? Do your board members know to whom they should go with questions or concerns?
3. How can board members stay current about what's happening in the health center?
4. What resources do your board members have to make sure they understand their roles and responsibilities?



MODULE 6 How Does Board Member Behavior Impact Governance?

Resource Guide

Strategies to Deal with Board Pathologies

In 2010 NACHC convened an Expert Panel of board members and CEOs to recommend core competencies for health center boards and individual board members. In that process, participants discussed strategies to deal with board pathologies. The following suggestions were offered:

- Set ground rules for the board. Include “Take what you do seriously, but not yourself too seriously.”
- Remain grounded on the mission and vision.
- Make sure that the board and CEO have clear understanding of ground rules.
- Develop a mechanism for board members and CEO to get 360-degree feedback.
- Use Health Center Program requirements to clarify expectations.
- Hold board retreats to provide feedback and self-assessments of the board.
- Have the board chair take on a coaching role.
- View senior staff as subject matter experts accessible through the CEO.
- Have the Medical Director periodically meet with the board for a two-way discussion about community needs.
- Include senior staff at board meetings and strategic planning sessions.

Code of Conduct for Board Members

<http://bphc.hrsa.gov/technicalassistance/resourcecenter/governance/codeofconductforboardmembers.pdf>

This is a HRSA/BPHC guide that describes ethical behavior for board members as relates to the duties of care, loyalty, and obedience.

Board Member Recruitment, Retention, and Development

<http://bphc.hrsa.gov/technicalassistance/resourcecenter/governance/recruitmentretentionanddevelopmentofboardmembers.pdf>

This HRSA/BPHC guidance describes steps for conducting these ongoing efforts to assure effective board members.

Developing Comprehensive Standards of Conduct

http://www.nachc.com/client/documents/publications-resources/rm_14_06.pdf

This NACHC document in the Risk Management series of information bulletins defines elements in model standards of conduct for board members, staff, and volunteers.

My NACHC Learning Center

www.mylearning.nachc.com

Visit the Learning Center to find resources and share resources with fellow health center staff and board members. (Coming Spring 2014.)

Boards Behaving Badly

<http://www.businessweek.com/stories/2008-02-26/boards-behaving-badlybusinessweek-business-news-stock-market-and-financial-advice>

A look at different types of problem directors, and how to deal with them before they disrupt the entire governance process and infect the whole board.

Dealing with Disruptive Board Members

<http://cooperator.com/articles/1497/1/Dealing-with-Disruptive-Board-Members/Page1.html>

Although this article isn't about health center boards, the challenges and solutions are applicable.

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