

ESSENTIALS FOR GOVERNING EXCELLENCE
GALLAGHER GOVERNWELL™



Putting Gallagher GovernWell™
to Work For Your Board



Integrated Healthcare Strategies
ARTHUR J. GALLAGHER & CO.

To our clients,

Demands for greater levels of governance accountability require motivated, knowledgeable trustees who understand how to think and lead strategically. Trustees need credible information and readily accessible tools, templates and materials in order to meet the increasing demands of board service and the complexity of the challenges that are confronting boards today.

Over the course of more than 30 years of governance consulting, Gallagher Integrated has developed a robust library of resources as we've helped hospital and health system CEOs and their boards of trustees raise their performance to meet a broad spectrum of concerns as they strive to fulfill their organizations' mission and achieve its vision.

Gallagher GovernWell™ is a comprehensive yet easy to use package of needed governance resources. A single source of valuable governance programs, BoardBriefs, templates and tools. Gallagher GovernWell™ will enable your board to practice better governance and ensure better health care for your community.

Please call or email if you have questions about putting Gallagher GovernWell™ to work for your board. We can be reached at 612-337-1048 or Erin_Burggraff@ajg.com.

Best regards,



James A. Rice, Ph.D., FACHE
Managing Director, Governance and Leadership
Integrated Healthcare Strategies (Gallagher Integrated)

This 'consultant in the box' will maximize the leadership readiness and performance required of boards in today's very challenging environment. GovernWell™ gives boards a 'quick start' to develop and rapidly implement high quality board education, policies, committee charters, new board member orientation, board self-assessment and much more—all customizable and able to be custom-tailored to an individual board's needs and opportunities. It's a money and time-saving resource for any board seeking to ensure governing excellence.

Mary Klimp, Administrator
Mayo Clinic Health System, New Prague, MN

What's Included In Gallagher GovernWell™

Each of the 15 **Gallagher GovernWell™** modules provide your board with everything needed to advance the board's knowledge, skills, structure, practices and capacity for success in this transforming and increasingly changing environment.

1. **PlanWell™** includes templates to support the board to develop bold but practical strategic business plans to guide its journey into service roles that are focused on priority health needs in the region, as well as the financial vitality of the organization. **SMART Boards set the strategic direction for the organization.**
2. **LearnWell™** includes a comprehensive set of pre-recorded 20-30 minute knowledge-building programs and BoardBriefs on a range of governance responsibilities and hot topics in health care governance. LearnWell™ also includes PowerPoint® programs on boardroom topics that can be custom-tailored by you to meet your unique board and committee meeting presentation needs. In addition, LearnWell™ includes a glossary of definitions for hundreds of key health care terms and acronyms, and links to resources and reports that will add new knowledge for your board. **Continuous education of board members ensures organizational resilience and responsiveness.**
3. **AssessWell™** includes everything your hospital or health system board needs to custom-tailor and implement governance self-assessments that result in governance-building initiatives and action plans for building “governance gain.” **Discover your board's “governance gaps” and drive “governance gain.”**
4. **RiskWell™** includes material that helps the board and Management of the organization define major regulatory and legal risks that could disrupt the health system from accomplishing its mission. **Effective boards anticipate and mitigate risk that threaten the vitality and reputation of the organization.**
5. **RecruitWell™** includes customizable materials that help boards assess the skills, knowledge and expertise required of new trustees, and align those capabilities with the board's future governing leadership needs. **Align board experience, expertise and diversity with your governance needs.**
6. **LeadWell™** includes customizable resources for hospital and health system boards to develop a well thought-out CEO succession plan. **Plan ahead for smooth leadership transitions.**
7. **TaskWell™** includes sample committee charters that can be custom-tailored for the most common board committees. **Empower greater governance effectiveness.**
8. **GuideWell™** includes customizable sample policies and procedures, including IRS Form 990-related policies and other hospital and health system governance-related policies on topics such as board education, board meeting conduct, and more. **Set standards that will help prevent problems and manage risk exposure.**

What's Included In Gallagher GovernWell™

9. **OrientWell™** includes customizable information about trustee roles and responsibilities and health care trends, with placeholders for the inclusion of unique information about the hospital, the market, board members, and more. **Build a strong foundation for new trustee success.**
10. **CompareWell™** includes a comprehensive checklist of governance best practices and a document that will enable your board to benchmark its governance structure and practices with findings from a recent national study of hospital governing boards. **Hospital boards do not become excellent by chance.**
11. **RetreatWell™** includes sample retreat materials and retreat preparation resources to help your board and leadership team prepare for and ensure a successful board retreat. **Make the most of high-value time spent in retreats.**
12. **AffiliateWell™** includes sample materials to assist hospitals in exploring opportunities for affiliation. It includes a sample work plan, employee and community surveys, a sample request for proposal, and more. **Assess the wisdom of strategic affiliation.**
13. **MeasureWell™** includes a customizable scorecard with a broad range of indicators, including quality and patient safety, patient satisfaction, strategic performance, financial and operating indicators, and community health status goals. **Measuring your organization's performance is essential to success.**
14. **RespondWell™** includes material to help the board and leadership respond wisely to the public, the media and payers from crises that may arise from slips in compliance with various state and federal healthcare regulatory requirements. **Boards have a culture of candor and transparency, and contingency plans to communicate wisely when crises strike.**
15. **InnovateWell™** includes five papers that summarize ways for innovative boards to keep their decision making processes fresh by considering five types of governance:

COLLABORATIVE GOVERNANCE | COMPETENCY BASED GOVERNANCE

GENERATIVE GOVERNANCE | TRANSFORMATIONAL GOVERNANCE | INTENTIONAL GOVERNANCE

Putting Gallagher GovernWell™ To Work For Your Board

What's Included In Gallagher GovernWell™

GovernWell™ fills a critical gap in hospital board resources. The easy-to-use, but sophisticated templates, videos, tools and educational materials provide everything you need to build, serve and maintain a highly-effective board. As expectations of hospital boards increase and the stakes grow higher, GovernWell™ represents a prudent investment in keeping your board and governance systems on track and moving forward.

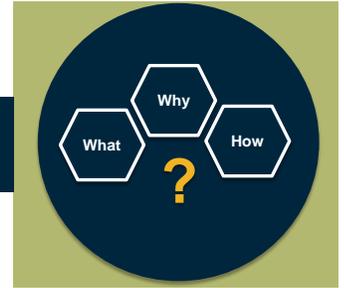
Karma Bass, MPH, FACHE Principal
Via Healthcare Consulting

Hospital trustees want to ensure great health care for their community, but it's easy to become overwhelmed by the complexities of health care. High-performance governance is crucial for these hospitals to have their best chance at success. GovernWell™ helps boards focus on the most fundamental aspects of their important work and improve their effectiveness. It provides affordable, customizable, easy-to-use tools to speed governance improvement. Utilizing GovernWell™ can simply help boards to govern better.

Tim Putnam, DHA, FACHE
CEO, Margaret Mary Health, Batesville, IN

GovernWell™ is the most comprehensive suite of health care governance resources I have ever seen! Putting it to work will help any organization ensure both governance and executive leadership success.

Diane Cross
President and CEO, Fraser, Minneapolis, MN
*(Minnesota's largest provider of autism, mental health and
developmental disabilities services)*
Board of Governors, University of Minnesota Health



PlanWell™ provides boards practical strategies and templates to plan and conduct stakeholder engagement processes needed for the organization’s strategic and financial plan. Materials from PlanWell™ can be used in conjunction with the guides in the RetreatWell™ module.

The most effective boards appreciate and embrace modern strategies to accomplish three objectives:

1. Identify Stakeholders.

Take a broad view to define the diverse stakeholders who are central to the mission and vitality of the organization. These groups have internal and external perspectives and resources that can frustrate or facilitate the development and the implementation of the organization’s strategic and financial plans.

2. Stakeholder Engagement.

Experienced boards know they need to work with their executive and physician leader colleagues to explore what each stakeholder group means to the organization, and needs from the organization. This module offers tools and techniques to invite, engage, listen, and act upon the needs and resources of all key stakeholder groups.

3. Stakeholder Appreciation.

Wise boards not only listen to, and act upon, the needs and relations with all stakeholders, but they periodically show their appreciation for the importance of, and engagement with, each stakeholder group. Successful boards create a “culture of celebration” that celebrates the value and works of each stakeholder group.



LearnWell™ includes a comprehensive array of governance education and knowledge-building resources that provide the governance knowledge you need when you need it. In addition to recorded self-playing education programs on vital governance topics along with supporting materials, LearnWell™ includes original PowerPoint presentations on essential topics that you can customize to your organization's needs.

The full LearnWell™ toolkit includes:

Gallagher GovernWell™ Education Programs. Gallagher GovernWell™ education programs are typically 15-20 minutes in length, and are ideal for viewing and discussion at board meetings. Programs include supporting materials, including questions for discussion with the board following the program.

- **The Board's Fiduciary Responsibility.** This program presents the three primary fiduciary responsibilities, which include the duties of care, loyalty and obedience, and will explore the ways those duties are carried out. It also describes common roadblocks to maintaining the board's fiduciary effectiveness.
- **Driving Change: Integrating Mission, Values, and Vision into Board Leadership.** This program explores the basic components of the mission and vision, discusses ways to use the mission, vision and values in strategic planning, and provides a list of "big picture" questions to consider as a part of the strategic planning process.
- **The Board's Role in Strategic Planning.** This program examines trustees' role in the strategic planning process. It discusses the importance of developing a strategic plan, includes an overview of the steps in the planning process, and highlights common reasons that strategic plans fail.
- **Preventing and Curing Governance Diseases: Practical Prescriptions for Improving Governance Health and Wellness.** This program explores a variety of governance diseases that can put hospital boards in the "leadership ICU," including Dialogue Deficit Disorder, Knowledge-dystrophy, Successionitis, Lackofinfluenza, Leadershipresbyopia and more. The symptoms and complications of each governance disease are defined, followed by recommended "prescriptions for change."
- **Becoming a Community-Centered Board.** This program explores ways that boards can collaborate with key community stakeholders to build partnerships, understand community needs, build trust, and strengthen the hospital's image. It provides an overview of key strategies to ensure a focus on community service and community health improvement.
- **Governance "Never Events": Ten Leadership Failures That Should Never Occur in Hospital Boardrooms.** This program explores ten governance leadership failures, and ways boards can avoid them.



- **Building Bonds: Pathways to Better Board/CEO Relationships.** This program explores the importance of a strong relationship between the board and CEO. It discusses the importance of successful, evidence-based CEO compensation and evaluation in ensuring a strong and vibrant relationship.
- **Building High Performance Governance: Seven Leadership Habits of Highly Effective Governing Boards.** This program explores hospital governing “leadership habits” that boards should practice. Adherence to these habits will ensure the right focus on the right issues and challenges, in the right way, at the right time. Boards that pay close attention to practicing these leadership habits will find that their governance processes will improve, their leadership skills will be enhanced, and the quality of their governance decision-making and strategic focus will be sharpened.
- **Governance Self-Assessment: Building Accountability and Transparency in Governance Practices.** This program explores the basics of conducting a board self-assessment, including the recommended frequency, common rating areas for the overall board’s performance and committee performance, identification of issues and priorities for the future, and assessment of individual trustee performance. It also discusses ways to analyze self-assessment results.
- **The Board’s Role in Building Constructive Hospital/Medical Staff Relationships.** This program highlights the challenges associated with building and maintaining a healthy and productive hospital/medical staff relationship. It describes what causes misalignment, lists specific ideas to build trust, and defines steps to build alignment. It also discusses the role of the board in creating a culture of collaboration, consensus and commitment.
- **The Board’s Role in Quality and Patient Safety: 1.0.** This program focuses on what the board holds hospital leadership responsible and accountable for; transparency and public accountability; metrics that should be reported to the board; and the importance of quality in the transition from payment for volume to payment for value.
- **The Board’s Role in Quality and Patient Safety: 2.0.** This program focuses on creating a culture of safety, using a “just culture” model and holding hospital leaders accountable for taking actions to assure errors are not repeated. It also explores engaging physicians and building medical staff partnerships for quality and patient safety, and implementing a quality dashboard.
- **The Board’s Role in Quality and Patient Safety: 3.0.** This program focuses on investing time in board meetings to understand how to integrate quality and patient safety throughout the organization’s culture. It includes practical suggestions for making the quality connection in all board meetings, addressing adverse events, patient and family engagement in quality and patient safety, and extending the hospital’s reach beyond its physical walls.



Customizable PowerPoint presentations. LearnWell™ also includes PowerPoint presentations that may be modified and customized to meet your organization's unique needs, allowing a hospital or health system leader or board member to present the information personally, with additional information specific to the organization. Each PowerPoint includes a unique design, animations and transitions, and detailed "talking points" in the notes section of each slide. The topics are identical to our prerecorded programs.

BoardBriefs. BoardBriefs explore the fundamental roles and responsibilities of hospital boards, as well as current "hot topics." They typically range in length from three to ten pages, and are designed to expand governance knowledge and improve the leadership effectiveness of hospital governing board members. BoardBriefs included in Gallagher GovernWell™ include:

Boardroom Basics

- Maximizing Board and Management Leadership Effectiveness: Understanding the Difference Between Governance and Management Responsibilities
- The Board's Fiduciary Responsibility: Putting the Community's Trust Into Action
- Building the Foundation for Success: Developing a Powerful and Purposeful Mission, Values and Vision
- The Board's Role in Strategic Planning
- Strategic Execution - The Plan Following the Plan
- Financial Basics for Trustees
- Ensuring Conflict-Free Governance
- The Role of the Board Chair
- Succession Planning Today for Tomorrow's Trustee Leaders
- Supercharging Governance Substructure: How to Build Effective Committees, Task Forces and Advisory Councils
- Governance Risk - What Trustees Need to Know
- Speaking Up for Your Hospital: Advocacy Basics for Trustees
- New Trustee Orientation - The Foundation for Success
- Building Constructive Hospital/Physician Relationships and Alignment



Current Trends and Issues

- Governance Strategies for Building Trust Through Transparency
- Price Transparency: The Board Sets the Tone
- Hospital Billing and Collections - The Scrutiny Isn't Going Away
- Strategic Affiliation - Is There a Partner in Your Future?
- What's Right About America's Health Care
- Communication Connection: Maximizing Relationships in a Technology-Centered World
- Governing in a Wired World
- Protecting Your Hospital's Confidential Patient Health Information: What Trustees Need to Know About Cybersecurity
- The Changing Competitive Landscape: Changes, Challenges and Opportunities Ahead
- Eliminating Health Care Disparities: Ensuring the Best Care for All
- Preparing for the Worst, Leading with the Best: The Board's Role in Disaster Readiness
- Image in the Balance: The Governing Board's Role in Media Relations

Health Care Transformation

- Becoming a Visionary Board in an Era of Transformation
- Putting Your Mission to the Test: Managing the Health of a Population
- Health Care Reform Payments Simplified: Breaking Down the Basics
- Governance as Leadership: Reframing the Work of Nonprofit Boards

Quality and Patient Safety

- The Board's Role in Quality and Patient Safety 1.0
- The Board's Role in Quality and Patient Safety 2.0
- The Board's Role in Quality and Patient Safety 3.0
- Infusing Quality Throughout the Board's Agenda

Community Connections

- Becoming a Community-Centered Board
- Understanding Your Environment: Practical Processes for Understanding Community Needs and Environmental Trends
- Communicating Value: Using Your Community Benefit Report to Maximize Understanding, Loyalty and Support



Board/CEO Relationships

- Building Bonds: Pathways to Better Board/CEO Relationships
- The Board's Role in CEO Compensation and Performance Evaluation
- Continuity at the Top: Ensuring Stability in Leadership Succession
- New CEO on Board

Health Care Workforce

- Envisioning Tomorrow's Workplace
- Adapting to Generational Differences in the Workplace
- The Board's Role in Nurturing a Positive Workplace Culture

Governance Improvement

- Ensuring Success in a Transforming Health Care Environment: Governance Practices and Performance Assessment
- Preventing and Curing Governance Diseases: Practical Prescriptions for Improving Governance Health and Wellness
- 100 Ideas for Governance Improvement
- Governance "Never Events": 10 Leadership Failures that Should Never Occur in Hospital Boardrooms
- Becoming a Remarkable Board: Unleashing the Power and Potential of Purposeful Governance
- Transforming Your Hospital and Board of Trustees from "Good" to "Great"
- Exceptional Community Service - The Governance Connection
- Critical Conversations: Leadership Discussions the Board Should Have Now
- Meetings People Remember – For the Right Reasons
- Maximize the Value of Your Board Retreat
- Is Your Board Benefiting From the Next Generation of Leaders?



Critical Questions Every Hospital Board Needs to be Able to Answer is a comprehensive document that may be shared electronically or printed as a booklet for new trustees. The 135-page document provides new trustees with basic board information to the most important questions they must know the answers to in one single source, including:

- What is the board's fiduciary duty?
- What is the difference between the hospital's mission, values and vision?
- How does the board ensure that quality is truly job one?
- How does the board ensure the right issues are discussed in the right way at the right time?
- How does the board ensure strong and effective executive leadership?
- What is the board's responsibility for planning for the future?
- How can the board be visionary in an era of uncertainty and transformation?
- How does the board hold itself accountable for continuous leadership improvement?
- What's the board's role in building trust and connections with its community?
- How does the board ensure strong collaboration and partnerships with the medical staff?
- How should the board gauge the hospitals' financial performance?
- What does it mean to be an effective advocate for your hospital?
- How does the board ensure successful leadership for tomorrow?
- How does the board ensure continuous growth in its critical leadership knowledge?
- How does the board keep conflict out of the boardroom?
- What are the most prominent health needs in your community?
- What is the board's responsibility for ensuring the best care for all?
- What is community benefit and what's the board's role in ensuring it?
- What is population health and why is it significant?
- What is the board's responsibility for ensuring a positive workplace culture?
- What is the board's accountability for ensuring the right organizational structure?
- What should board members know about new health care reform payment structures?

Additional Resources. The LearnWell™ toolkit includes additional resources to build the trustee "knowledge bank," and ensure optimal governance "knowledge capital." Resources include:

Health Care Terms and Acronyms, an alphabetical list of health care terminology, acronyms and health care reform language to help trustees navigate the complex language of health care.

Board Resources and Reports, an overview of prominent reports applicable to trustees, ranging from the American Hospital Association, Office of Inspector General, Institute of Medicine, and more.



Governing performance self-assessment is vital for boards to ensure continual improvement in governing health and wellness. And it's one of the most reliable ways to identify and correct governance trouble spots before they get out of control.

Successful governing practices and performance self-assessments enable boards to identify “leadership gaps” where the board has the greatest potential for improvement. The assessment process clearly reveals these gaps, and facilitates the development and implementation of initiatives and strategies to improve leadership performance.

Through an effective, well-developed board self-assessment process growth opportunities can be realized, education can be pinpointed to unique governance needs, recruitment of new trustees can be undertaken with increased confidence, and long-range planning can be conducted within a consensus-based framework with everybody on the same page.

The AssessWell™ toolkit includes a step-by-step guide and customizable, easy-to-use materials for conducting a robust governance practices and performance assessment.

- Full board assessment, including an “organizer” with suggested criteria for boards to consider in each area the board should evaluate; a sample survey questionnaire; sample email and letter correspondence; and a sample press release. Also included is a sample completed PowerPoint report, written report, and sample analysis of open-ended survey comments.
- An assessment of governing board committees, including an “organizer” with suggested criteria to measure for each board committee; a sample survey questionnaire form; and sample email and letter correspondence.
- A peer assessment, including a customizable sample peer leadership assessment form; a customizable sample format for compiling peer assessment results; and customizable sample email and letter correspondence.
- Materials to assist boards in planning for governance gain, using the assessment results to improve overall board performance in areas of opportunity. These materials include an instruction guide; a customizable sample spreadsheet for prioritizing governance gain initiatives; and a document with 101 governance best practices ideas.

4 | RiskWell™



The vast majority of US hospitals are tax-exempt organizations that must operate within a complex array of legal and regulatory responsibilities. To remain vital, the boards of these organizations must develop, follow, and continuously refine “Risk Mitigation Plans.” This module provides a guide to (a) conduct periodic “Risk Audits” in clinical, financial, and reputational spheres of risk; and (b) develop programs and relationships with legal and insurance partners to minimize, transfer, and/or budget for the financial and image consequences of these risks.



Increasing demands for performance, transparency and accountability in a complex and rapidly changing health care environment have heightened the importance of governing effectiveness. Securing and retaining trustees with targeted experience, skills and leadership capacity is vital to your success.

RecruitWell™ will help you assess the skills, knowledge and required expertise of new trustees, aligning those capabilities with the board's future governance needs. The toolkit is comprised of the following components:

- An overview of governance succession planning
- A customizable sample Trustee Candidate Overview and Application
- A customizable sample Trustee Candidate Profile
- A customizable sample Candidate Assessment Form
- A customizable sample Governance Skills and Experience Matrix
- A customizable sample Board Member Job Description
- A customizable sample Board Chair Job Description



A principal accountability of your board is to ensure that the organization has effective executive leadership at the top.

A well thought-out succession plan includes job specifications with desired CEO qualities tied to the strategic plan, CEO performance expectations, and key performance indicators used to measure both organizational performance and for inclusion in the CEO compensation equation. The succession plan should also include the necessary skills, qualities and characteristics required of the organization's chief executive, a clear step-by-step process for selecting a new CEO, analysis of issues and challenges that may be encountered during an executive transition period, and an emergency plan to be undertaken in the event of a sudden and unexpected loss of the chief executive.

The LeadWell™ CEO Succession Planning Toolkit includes:

- Introduction and overview to the CEO succession planning process
- A customizable sample CEO Job Description
- A customizable sample CEO Candidate Profile
- A customizable sample CEO Interview and Assessment Form
- Recommended CEO onboarding strategies, with templates for timeframes and accountabilities
- A BoardBrief focused on ensuring stability in leadership succession
- A BoardBrief focused on onboarding a new CEO
- A document that clearly maps the various roles of the board and management in key responsibility areas

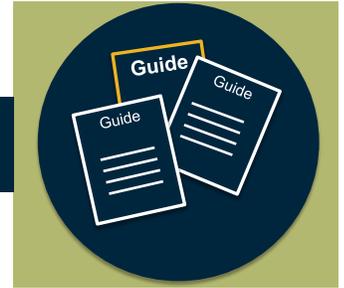


Your board committees should have a clear purpose and detailed roles and responsibilities.

TaskWell™ includes customizable sample committee charters for the following hospital and health system board committees:

- Executive Committee
- Strategic Planning Committee
- Finance Committee
- Governance and Nominating Committee
- Quality Committee
- Compensation Committee
- Audit and Compliance Committee
- Community Benefit Committee

Each customizable sample charter includes a description of the committee's purpose, typical composition requirements, committee duties and responsibilities, and a sample format for a committee work plan.



Well thought-out policies and procedures set a clear expectation and standard for the manner and process in which certain situations and issues will be handled.

Policies are generally developed to manage the organization's risk exposure. They are written to prescribe the actions and procedures to be followed that may prevent potential problems from occurring. To protect the public or other vested parties, some policies are required by law or regulation, such as conflict of interest and whistleblower policies.

Our fully customizable set of 26 sample governance policies will help to ensure your board has the well thought-out policies and procedures it needs to be an accountable, effectively governed organization. GuideWell™ includes 1) an overview of key policy information, including why they are essential, policy formats and components; 2) 12 customizable IRS Form 990 policies; and 3) 14 additional customizable governance policies.

IRS Form 990-Related Policies

- Board Meeting Documentation
- Charity Care
- Conflict of Interest
- Debt Collection
- Document Retention and Destruction
- Executive Compensation
- Expenses and Reimbursement
- Form 990 Review
- Gift Acceptance
- Joint Venture
- Public Disclosure
- Whistleblower Protections

Other Policies

- Board Education
- Board Meeting Conduct
- CEO Expectations and Performance
- Complaints Review
- Disruptive Behavior in the Workplace
- Donor Recognition
- Investment - Master Investment Policy
- Investment - Daily Cash
- Investment - Retirement Plan for Employees
- Investment - Sale of Securities
- Organizational Communication
- Role of Board Committees
- Safe Hospital Environment
- Selection of External Auditors



OrientWell™ includes a comprehensive, customizable governance manual that will help to ensure your board has a foundation for governing success. The governance manual builds understanding and knowledge of:

- The hospital or health system, including its mission, governance and management, facilities, operations, and key issues
- Trustee roles and responsibilities
- The expectations of trustees
- Governance accountabilities
- Health care issues and trends
- Other information relevant to building high-performance governance.

The customizable model governance manual is comprised of seven sections:

1. A quick-start orientation
2. A section for hospitals to complete with facts and information about their hospital
3. An overview of basic health care information hospital trustees must understand, including an overview of regulatory basics and payment structures
4. An overview of the leadership roles within the organization
5. The board's governance operations in key areas such as the board's fiduciary duty, strategic planning, confidentiality and more
6. A section for hospitals to complete with information about association memberships
7. Appendix placeholders for organizations to insert their sample meeting schedule, bylaws, committee charters, strategic plan, and liability insurance information



Hospital and health system boards of trustees face a broad range of leadership challenges including, but certainly not limited to, the uncertainties of health care reform and delivery system transformation; ensuring high quality and a safe patient environment; building financial stability; envisioning and sustaining a sound strategic direction; growing board leadership through effective governance succession planning; and building vibrant and effective public trust and confidence. Boards of trustees will be successful in dealing with these issues if they understand the most critical components of governing leadership effectiveness, and successfully transform those practices into consistent governing leadership habits.

CompareWell™ provides tools for your board to better understand where it currently performs well, has opportunity for improvement, and can take action toward best practices:

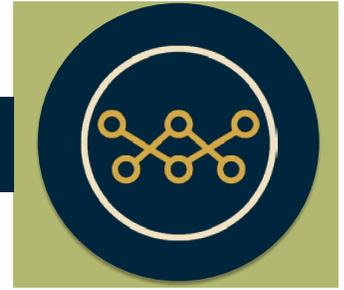
- Best Practices for Building a High Performance board includes 157 qualities that, when practiced consistently will help to ensure the board performs its critical leadership accountabilities with a high level of accountability, trust and expertise. Yes/no checkboxes appear next to each governance quality. Board members, executives and medical staff leaders can determine whether the board possesses the qualities or exhibits the practices, helping to identify leading areas for potential “governance gain.”
- Governance Structure and Practices Comparison, Based on findings in the Center for Healthcare Governance 2014 National Health Care Governance Survey Report includes a wide range of governance practices researched over the past ten years by the American Hospital Association’s (AHA) Center for Healthcare Governance and summarized in their report, the 2014 National Health Care Governance Survey Report. Various governance criteria in the Center’s report are included in the document, which provide tables that allow organizations to compare their board’s structure and practices to those across the country.



Leadership workshops and retreats offer your board a valuable way to identify and resolve problems, discuss and develop mission, values and vision, determine objectives and strategies, build teamwork, and provide a broad range of educational opportunities to board members.

RetreatWell™ offers sample retreat and pre-retreat materials to help boards of trustees prepare for and ensure a successful board retreat, including:

- A customizable sample survey to prepare board and leadership thinking in advance of the board retreat
- Customizable sample break-out group questions to use at a board retreat
- A customizable sample retreat planner
- A customizable sample retreat agenda and other retreat materials, including name tents and a retreat evaluation form



As the health care landscape changes, your organization may find that the best way to remain financially viable and most effectively meet your community's health care needs is to enter into an affiliation with a compatible organization. Or, you may find just the opposite, realizing that you can best meet local needs by remaining a stand-alone or independent hospital.

Trustees should lead the organization in making this decision. Rather than assuming that an affiliation is the best solution, trustees should first evaluate the hospital's financial and strategic position. Once intelligence gathering is complete and the organization's leadership has a clear picture of the hospital's position and the opinions of key stakeholders, the board can move forward with the approach that best meets the hospital and community's long-term needs.

AffiliateWell™ includes:

- A BoardBrief about Strategic Affiliation
- A customizable sample strategic affiliation planner
- A customizable sample board survey to explore affiliation options and perspectives
- A customizable sample medical staff survey to explore affiliation options and perspectives
- A customizable sample community survey to explore affiliation options and perspectives
- A customizable sample employee survey to explore affiliation options and perspectives
- A customizable sample affiliation request for proposal (RFP)

13 | MeasureWell™



Understanding your organization's performance and progress in areas vital to the attainment of your mission, vision and strategies is critical.

MeasureWell™ includes a customizable "scorecard" with a broad range of suggested performance indicators for your board's review, including indicators of quality and patient safety, patient satisfaction, strategic performance, financial and operating performance, and community health status goals.



Even experienced boards of well-run organizations, will encounter embarrassing and expensive crises associated with:

- Government or regulatory audits
- Health plan contracting errors
- Medical staff disruptions
- Media attacks on service quality
- Unexpected lawsuits or whistleblower challenges
- Unplanned executive turnover
- Labor disputes or employee complaints
- Philanthropy donor concerns

This module provides the board and CEO practical resources to develop and deploy crisis management communication initiatives that minimize the distractions, disruptions, and disastrous costs of unfortunate problems when organizational performance fails to meet stakeholder needs or expectations.



Great boards do not only embrace smart governance principles and practices for today's challenges, they understand and use fresh and innovative practices for anticipated challenges of the future. Wise boards periodically look at good governance practices in other sectors of society, like schools, credit unions, and colleges, but they are also open and receptive to study health system governance in other countries like Canada and England. This module provides information about the art and science of innovation and continuous improvement, as applied to governing nonprofit organizations.

Putting Gallagher GovernWell™ To Work For Your Board

- 1 | PlanWell™ Embrace strategic thinking and stakeholder engagement
- 2 | LearnWell™ Equip your board to be a knowledge asset.
- 3 | AssessWell™ Discover your board's "governance gaps" and drive "governance gain."
- 4 | RiskWell™ Anticipate and manage risks and compliance challenges
- 5 | RecruitWell™ Align board experience, expertise and diversity with your leadership needs
- 6 | LeadWell™ Plan ahead for smooth leadership transitions
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- 13 | MeasureWell™ Measuring your organization's performance is essential to success.
- 14 | RespondWell™ Be prepared for crisis communications with many stakeholders
- 15 | InnovateWell™ Explore continuously improving governance models

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GOVERNANCE & LEADERSHIP PRACTICE

The Governance & Leadership practice of Gallagher Integrated uses proven, state-of-the-art governance design, educational programs, and tools to help boards use their time and talents more effectively. Our team of consultants have extensive experience in the assessment of board performance and in the development of strategies and systems to continuously enhance the governance of complex healthcare and hospital systems.

For more than 40 years, Gallagher Integrated has provided consultative services and people-based solutions to clients across the healthcare spectrum, including community and children's hospitals, academic medical centers, health networks, medical groups, community health centers, and assisted-care providers. Our Gallagher Integrated consultants and nationally recognized thought-leaders help organizations achieve their business goals, by ensuring top talent is attracted, retained and engaged, while measuring and maximizing human and organizational performance. With tailored solutions that extend well beyond a single service, Gallagher Integrated offers the knowledge, guidance, and insights that organizations need to not only survive the rapidly changing healthcare environment, but to thrive in it.



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