

# Board Self-Evaluations

## Tool to assess board members, meetings, and decision-making processes

In order to build trust between the board, shareholders, and other leadership bodies, it's essential to continually evaluate performance. Not only is this important for making sure that your governance model remains effective, but it also has important signal value to the rest of the organization that there are accountability mechanisms and checks in place.

Below, we've included a series of short audits to help the board evaluate their meetings, decision-making processes, and board members themselves. We recommend that the board identify at least one improvement opportunity to work on at a time and share ongoing performance transparently across the group.



**Board members:** Ensure board members are effective strategic leaders for all shareholders

- All board members represent the group and make decisions that benefit the entire organization—even if they disadvantage the individual board member or their constituency.
- Following contentious decisions, all board members recognize and support the final outcome, even when they may not have personally agreed with the decision or voted for it.
- All board members come prepared to board meetings. (e.g., read materials in advance, obtain appropriate input from non-board members, attend all meetings on time)
- All board members participate productively during board meetings. (e.g., adhere to meeting rules, ask thoughtful questions that advance the conversation, complete necessary pre-work)
- All board members continue to exemplify the personal qualities, expertise, skills, and perspectives that we've agreed to as the standard for board members at our organization.

### Sample metrics to evaluate performance

- Number of decisions made per time period (e.g., term, year)
- Degree of consensus on decisions (i.e., split decision vs. supermajority support)
- Percentage of board members who are re-elected (in accordance with term limits)

**Recommended cadence:** Annually

**Tip:** Ask your nominating committee to pre-screen potential board members for their performance in these areas.

**Decision-making processes:** Make timely decisions that advance group strategy

- All group stakeholders (e.g., the board, executive team, committees, and shareholders) understand their assigned role in the decision-making process in advance of key decisions.
- We have forums for gathering input from shareholders before decisions are made.
- There is minimal pushback from physicians when we roll out a new change or initiative.
- We receive all the appropriate information we need to make informed decisions.
- We have a process for auditing key decisions to ensure our processes are working effectively.
- It's clear when leadership bodies (e.g., the board, executive team, committees) can make decisions independently from one another based on their assigned scope and responsibilities.

**Sample metrics to evaluate performance**

- Amount of time it takes to go from proposal to deliberation to decision
- Shareholder engagement scores
- Percentage of committee proposals that the board approves

**Recommended cadence:** Quarterly

**Tip:** Reflect on a big or contentious decision your group recently made when reflecting on the statements above.

**Meetings:** Improve meeting discipline to maximize board member time and engagement

- We receive an agenda before all meetings with the purpose, discussion items, time allocation, desired outcomes, and prioritization to maximize meeting efficiency and prepare in advance.
- Board meetings start and end on time and cover all items on the agenda.
- We only discuss and/or make decisions on agenda items that require input from the board.
- Discussions during board meetings are thoughtful, productive, involve all board members, and advance the group towards consensus, decision making and/or timely resolution of issues.
- We leave meetings with decisions on the agenda items that require decisions.

**Sample metrics to evaluate performance**

- Board member engagement scores
- Percentage of board meetings that end on time
- Degree of adherence to discussion items and time allotment on meeting agenda

**Recommended cadence:** After every board meeting

**Tip:** Perform this quick self-evaluation verbally after every meeting to promote candor and accountability.