



Healing Here at Home

Meeting Date: February 2, 2012
Prepared by: Kevin Carruth, Governance Committee Chair, Peter Hohorst, Board Chair
Policy: **Format and Instruction for Preparing Board Letters #P-2012.02.02**

Recommendations:

1. The Board shall adopt this Board Letter format and the instructions entitled “Board Letter Writing Basics” as Board Policy.
2. Direct the Board Members, Board Committee Chairs, and the CEO to use the Transmittal Format for all agenda items, including items agenda and/or prepared by the CEO’s staff.
3. Direct the Board Chair, with support from the CEO, to ensure that all items on the regular or special Board agendas are accompanied by a Board Letter.
4. Direct the Chair to state the reason for exceptions to the Board policy and approve exceptions at the start of Board Meetings by a 4/5 vote of the Board prior to allowing any discussion and/or action on exception.

Background and Reasons for Recommendations:

Consistent with the Mission of the District the Governance Committee (GC) assists the Board to improve its functioning, structure, and infrastructure, while the Board serves as the steward of the District. The Board must ensure that it possesses the necessary systems to fulfill these responsibilities and execute these roles. In this regard it is the Board’s duty to ensure that its meetings are conducted in a productive manner.

The GC assists the Board in its responsibility to ensure that the Board functions effectively. To this end the GC formulates policy to convey Board expectations and directives for Board action. The Board approved the Board Letter format in May 2011. This is presented now in the format used for the Board Policy Manual.

To repeat the background provided in May, government bodies typically have standard formats for agenda item documents, the Sonoma City Council and Sonoma County Boards of Supervisors being two prime examples. Local government boards typically require all items on the agenda to conform to their standard format. The amount of information needed for various agenda items can vary tremendously. The standard Board Letter format proposed here allows the presenter to demonstrate that the issue has been carefully analyzed by providing the facts along with the analysis and the conclusions that can be drawn from the analysis. It provides all the information available to the Board members in writing, in advance, and when done well will

often result in few, if any, questions and Board Agenda items can often be placed on the Consent Agenda. Well prepared Board Letters are the vehicle for informing the Board so they can in turn make well informed decisions. Board Letters become the permanent documentation of the information provided to the Board at the time of its action. It should further reduce the need for detailed minutes because the critical information should have been included in the Board Letter and need not be repeated in the minutes. It will facilitate more items being on the consent calendar if they are sufficiently clear and non-controversial, which can then allow the Board to have more time to focus on the critical issues.

Most units of local government also provide written instructions on how to use those formats in a consistent and appropriate manner. Instruction can prove particularly helpful to those preparing the Board Letters and assures the Board receives kinds of standard information in a standard format on everything that comes before the Board for discussion, action, etc.

It is the opinion of the Board Chair that since the adoption of this approach in May the Board has had shorter and more effective Board meetings, since most of the information is available for Board member's and the public's consideration in advance of the meeting.

Consequences of Negative Action/Alternative Actions:

The Board Letter format and the accompanying instruction would not be placed in the Board Policy Manual.

Financial Impact:

1. When done well, the Board should continue to have more information and better analysis that can lead to more thoughtful recommendations by the Board members and/or CEO and with the increased likelihood of the Board having sufficient information to make the best decision for the District.
2. This Board policy will require the hospital staff to take the time to fully present the facts and then analyze the issue before presenting a conclusion and recommendation. The staff will then need to write the Board Letters for issues presented to the Board by the CEO, when the CEO does not prepare the item. The CEO will need to review and approve all hospital generated items before submitting them for the Board agenda. The time used to thoughtfully prepare the Board Letter so as to fully inform the Board's decision making process is time that cannot be used for other purposes.
3. Board members are uncompensated. It will similarly require time from Board members to submit Board Letters for items they desire to have on the agenda.
4. Reducing the time invested in the production of the meeting minutes will continue to save a very substantial amount of hospital secretarial time that can be redirected to more productive purposes.

Contract History:

No contract is involved in this proposal.

Board Committee Review:

The Board's Governance Committee Charter directs the GC to draft policies and decisions regarding governance performance and submit them to the Board for deliberation and action. This proposal was considered by the Governance Committee on January 23, 2012. The Governance Committee unanimously supports the recommendation.

Attachments:

Policy #3 -- Format and Instructions for Preparing Board Letters



POLICY #3

POLICY TITLE

Format and Instructions for Preparing Board Letters

PURPOSE

To provide the District's standard format for Board Letters along with instructions in order to better inform the Board on Regular and Special Board Meeting agenda items and to ensure consistent levels of information are provided to the Board prior to its discussion and/or action.

SCOPE AND APPLICABILITY

This is a SVCHD Board Policy and it specifically applies to the Board, Board Committees, the CEO, and those preparing Board items on behalf of the CEO.

RESPONSIBILITY

When preparing the Board Meeting agendas, it is the specific responsibility of the Board Chair, supported by CEO, to ensure that all agenda items are transmitted to the Board for discussion and/or action via a Board Letter as described in this policy.

FREQUENCY OF REVIEW/REVISION

This shall occur every three years or more often if required, to confirm that it is still being followed and to make changes if necessary. If revisions are needed they will be taken to the Board for action.

Next scheduled review is February 2015.

POLICY HISTORY

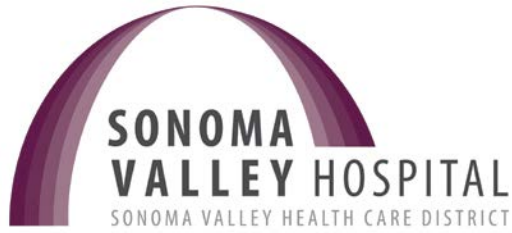
On May 12, 2011, the Board adopted this basic policy. This action includes the Board Letter Writing Basics as a guide to those who prepare Board Letters.



Board Letter Writing Basics

**A Writer's Guide for
Creating Board Letters in the
Sonoma Valley Health Care District**

February 2012
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INTRODUCTION

The “Board Letter Writing Basics Writer’s Guide” is a tool in the quiver of the transmittal writer in the Sonoma Valley Health Care District (SVHCD). Its purpose is to be a “job aid” for Board Members, Board Committee Chairs, and the CEO of Sonoma Valley Hospital (SVH) that are creating or approving items for inclusion on the Board Agenda and the Board Letters requesting discussion or action by the SVHCD Board of Directors.

This guide will provide:

- Background on Board meetings and Board Letters, including why and how they are used.
- Overview of the format of Board Letters and the definition of each section.
- Examples of Recommended Action language.

“Meeting” includes any congregation of a majority of the members of the SVHCD Board of Directors, at the same time and place to hear, discuss, or deliberate upon any issue that is under the subject matter jurisdiction of the District. Under this definition, gatherings of the Board of Supervisors to address issues under the subject matter jurisdiction of the Board and where issues are discussed, decided, or voted upon are meetings subject to the Brown Act.

Regular meetings occur at a time and location set by District By-laws. At least 72 hours prior to the meeting, the body must post an agenda containing a brief general description of each item to be discussed or transacted at the meeting, including items to be discussed in closed sessions.

The purpose of the brief general description is to inform interested members of the public about the subject matter under consideration so that they can determine whether to monitor or participate in the meeting. The description must be sufficient to provide interested persons with an understanding of the subject matter that will be considered.

BOARD LETTER WRITING BASICS

What are Board Letters?

Board Letters are the documents used to convey recommendations for SVHCD Board of Directors' discussion and/or action.

Board Letters include recommendations and supporting documentation providing background material that enables the Board to make well informed decisions.

Board Letter Format

The District has established a standard Board Letter format. Board Letters are comprised of the following sections:

- Date
- Subject
- Recommendation(s)
- Reasons for Recommendation(s) and Background
- Fiscal Implications
- Contract History
- Consequences of Negative Action/Alternative Action
- Board Committee Review
- Attachments

All sections are required in all Board Letters, but in some cases the information may be very brief, e.g., if there is no prior contract history it may only state "There is no contract history with this firm/individual."

The following describes each section and explains why and how they are used.

Date

The Date should be the date of the Board Meeting when the item will be heard. Do not use the date the Board Letter is prepared.

Subject

The Subject should be a concise and consolidated statement of the action(s) to be taken. The subject line will be used on the Draft and Final Board Agendas provided to the Board and the public.

Recommendation(s)

Make sure all actions you are asking the Board to take are clearly indicated. There can be one recommendation or many, depending on what needs to be accomplished.

The wording for the agenda is also taken from this section, along with the Subject so as to make the public fully aware of the possible Board action(s).

Here are a few helpful tips when completing the Recommendation(s) section of your Board Letter:

- Do not simply refer to “attached”; instead, spell out the item that the Board will be approving. For example: “Approve Agreement with ABC Corporation relating to...”
- Don’t include too much detailed information that describes every nuance of the recommendation. Keep the recommended action concise, particularly when the detail is in documents attached to the Board Letter such as an appropriation contact modification, contractual agreement, etc.

Reasons for Recommendation(s) and Background

This section provides a brief justification for each action being recommended in the order they are being recommended. You should anticipate and answer key policy and economic questions that could be raised. If you are requesting delegation of authority to execute or extend a contract, explain why in this section.

Include as Background information that the Board of Directors may need to place the recommended action in proper historical perspective. The goals are to:

- Describe the relevant historical facts to put the situation/program/service/contract in perspective.
- If the action is new, why is it needed; if continuing, how was it provided before?
- If appropriate, what other alternatives were explored and why were they rejected in favor of the recommendation(s).

Fiscal Implications

- Advise the Board of whether or not there is a fiscal impact in the current budget year and any out years that will be affected by the decision. Describe how the expenditure is covered if there is no fiscal impact. For example, if the recommendation is funded by an outside source of funds, state “There is no impact on the General Fund. Costs are fully covered by _____,” i.e., a grant from the State Department of Health Services, or a generous grant by the Smith Family Trust.
- Also advise the Board of staff time that will be needed to accomplish the recommendation(s) since that is a cost as well.

Contract Selection Process and History

If the recommended action refers to an agreement or contract, there is contract history. This section is intended to provide a brief history of the contractor/vendor's relationship to the District and describe the procurement process. If there is no agreement/contract, state, "Not applicable."

Consequences of Negative/Alternative Action(s)

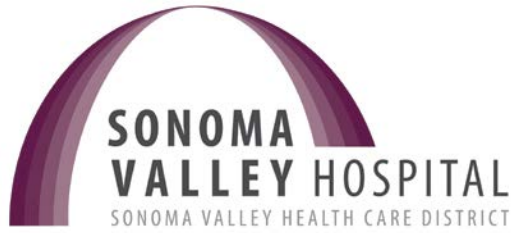
This section should be a concise statement of the consequences that will follow should the recommended action not receive Board approval. The statement begins: "Failure to approve this action may result in..." Use wording that does not create liability problems for the District if the Board elects to delay action or reject/modify staff recommendation. List the alternative actions the Board could take and the possible consequences of those decisions.

Board Committee Review

This section should briefly explain what Board Committee(s) reviewed the issue and when, and include their input and/or recommendation for Board consideration. If there is a requirement for Board Committee review, that should also be noted. If it was not reviewed by a Board Committee, that should also be explained.

Attachments

Include documents referred to in the Board Letter, such as contracts/agreements and amendments, resolutions, relevant correspondence, reports, audits, etc. so the Board can have easy access to background or related materials that will better inform the Board when it is making its decision.



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Meeting Date:

Prepared by: [Name, department]

Agenda Item Title:

Recommendation(s):

Background and for Recommendation(s):

Consequences of Negative Action/Alternative Actions:

Financial Impact:

Contract Selection Process and History:

Board Committee:

Attachments: