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Advice From the Trustee Trenches
By Donald Pogoloff

The health care world is financially and politically chaotic enough these days without trustees forgetting their roles and responsibilities. The following 12 aphorisms come from my lecturing about board responsibilities over the past two decades and from personal experience as a member of not-for-profit boards.

1. I am not a volunteer--I am the top policy maker and highest ranking officer of a highly visible, clinically, fiscally, politically, and legally complex organization in a field unlike any other in the U.S. Nevertheless, when I reflect on the duties and responsibilities I have undertaken, I think of the board members of DuPont or General Motors; we are theoretically alike.

I am not a trustee except when the board is in session or I, have been appointed to a committee of one. In short, without prior approval and notice, I never walk into a program of my organization and "play board member."

2. I am not an agent--my loyalty is solely to the organization upon which I serve. If I feel I must ask the leaders of another organization how to vote on an issue, I should leave the board and dedicate myself to that other organization.

Regardless of my specific interests, I am responsible for all aspects of my organization's activities. I recognize that I have biases due to my race, color, ancestry, religion, gender, where I live, work, with whom I associate, what health care problems I have had, etc. Nevertheless, I will not allow the board to see me in only one light nor will I speak only when my special interest is being discussed.

3. I lead; I don't advise--the CEO and other staff know much more about the organization and the environment in which it operates than I do. Nevertheless, I must make all the key decisions.

4. There are few things I actually do, beyond determining where and when to meet and who to appoint to the board, but there are many things for which I must take responsibility. In fact, I am responsible for everything that occurs in my organization.

5. I have no boss, although I do have legal/contractual obligations. I want my health care organization to be appropriately licensed and certified, and I recognize that the decisions of managed care firms, Medicare, Medicaid, the Internal Revenue Service and other agencies could have a devastating impact on my organization. However, as a member of the board of directors, at least in most states, I report to no one except the state's attorney general or the registrar of charitable trusts.

6. I carefully husband my time--first things first always, or I will be at endless board meetings. I am proud to be a member of the board, but I serve the organization (typically without compensation); I do not intend to adopt it.

7. I hate surprises--the chief executive who expects me to adopt the annual budget at the meeting at which it's first presented will soon be administrating a group practice in the Northwest Territories. On the other hand, the CEO should not be obliged to answer a complex question right when it's broached. Surprises guarantee misleading or inadequate responses.
8. I plan ahead by remembering what I have done--the board has undoubtedly adopted some form of parliamentary procedure where the minority has an opportunity to speak to an issue, but the majority makes the final decision.

9. If I can prioritize, I can galvanize. The Rev. Jesse Jackson is known to speak in phrases unlikely to be forgotten. In one, he said, "I must always stay focused on substantive issues and not details"; in other words, if I can explain my vision to executive staff, they can facilitate its accomplishment.

10. I know my market and my product. At each board meeting, those involved in one of the organization's programs make a presentation as well as distribute backup information for the board manual. I listen carefully since, in the community, I am considered a representative of this health care organization. So I had better be able to answer questions or know whom to ask.

11. Having knowledge and power, I practice restraint. Special skills and knowledge in banking, clinical matters, law; etc., is not to be kept secret just because I am working after dusk and not at my desk. However, unlike the staff, I have a working life outside the organization. Therefore, using common sense and my own experiences, I will urge the board to apply the brakes when I feel the chief executive is going too fast for me to understand what's happening--and apply the accelerator when I feel the CEO appears overly cautious.

12. Knowing the mission and goals of the organization and the roles of staff leadership as well as my own, I stay in my role; I SUPPORT, I NEVER SUPPLANT. Everyone in the organization has a role, and each is to support the mission and goals of the organization. Housekeeping's rare is to keep the building tidy. My role is to make major strategic decisions.

As Machiavelli said to his Prince, "Power falls to the highest level of mutuality." Should I supplant the role of another member, I not only demean him or her, but I confuse both of us. The world of health care today is confounded enough without internal chaos.