

MODULE 5: Collaborative Governance

Ontario Support Program
Series for OHT Collaborative Leaders
April 19th and 21st 2022



ADVANCE Program
Accountability, Shared Leadership and Governance

Land Acknowledgement



Workshop Objectives

- Identify the governance challenges for OHT Leadership Councils and Provider Organization Boards
- Explore strategies and structures for addressing these governance challenges
- Discuss the synthesis of learnings to date and pre-work for the development of a roadmap for Shared Governance in Module 6

COLLABORATIVE GOVERNANCE



Collaborative Governance Creates Tensions for Boards

The basic duty of directors is always to act in the best interest of the organization they serve — this is not altered by participation in a collaboration. Directors should bear in mind that they expose themselves to liability if collaborations are pursued without keeping their fiduciary responsibilities to their organization at the forefront.

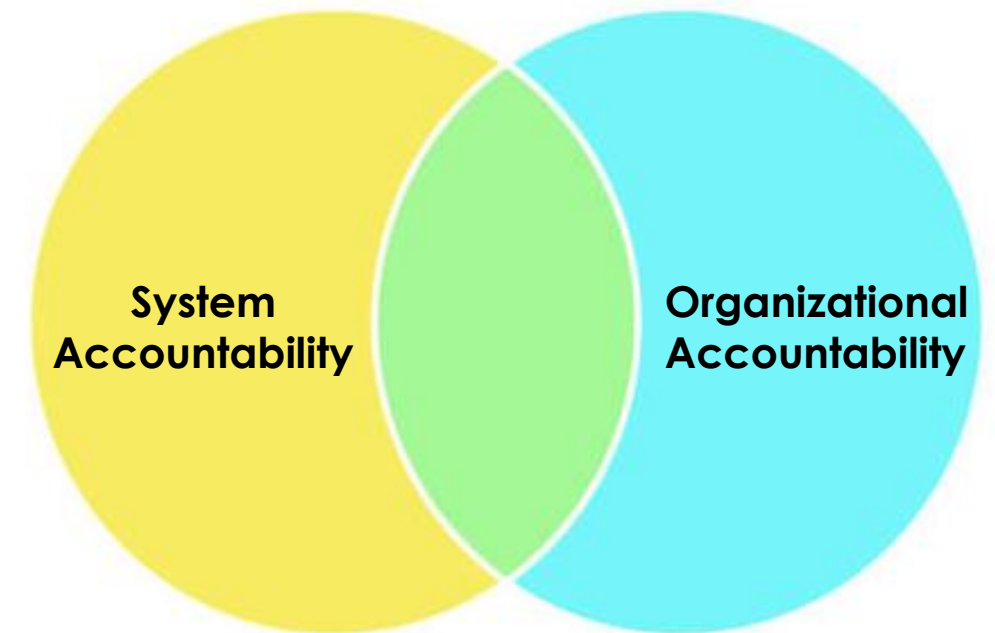


SOURCE: Board Oversight of Not-for-Profit Collaboration CPA/Ignite NPS. Available at:

<https://www.cpacanada.ca/en/business-and-accounting-resources/strategy-risk-and-governance/not-for-profit-governance/publications/board-oversight-of-not-for-profit-collaboration>

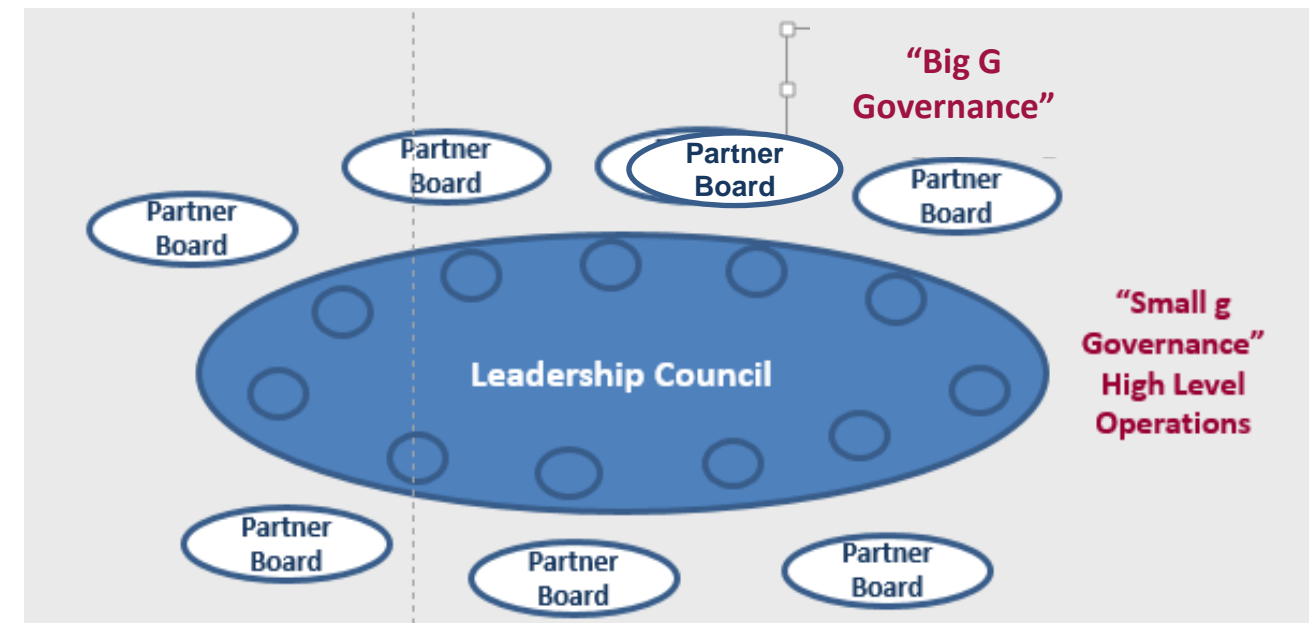
Challenges for OHT Provider Organization Boards

- *Connecting Care Act, 2019* stipulates that each health care provider and Ontario Health Team should identify and act to create integrated services
- With growing budgetary pressures, many boards are focused on ensuring survival of their agencies, so looking beyond current pressures toward a broader mission is challenging
- Boards develop and oversee organizational, not system goals and metrics
 - To date, most system metrics are longer term aspirational goals, not intermediate or process measures, and could be in direct conflict with organizational goals
 - Developing new goals and metrics takes time and the nature of collaborations evolves, so evaluating performance for shared accountabilities can be difficult for board members of organizations that are joining OHTs



OHT Governance Roles and Responsibilities are Shared

- **For Provider organizations:** Boards share with organizational leaders the responsibility for strategy; and hold fiduciary responsibilities to monitor operations and provide stewardship for assets to ensure that resources are deployed wisely (**Big “G” Governance**)
- **Within OHTs:** Because of the need for coordinated planning and implementation across sectors, OHT Leadership Councils share evolving responsibilities for governance (**Small “g” Governance**):
 - Collaboratively engaging in strategy (setting priorities & evolving system design)
 - Collectively fulfilling a fiduciary role through oversight of OHT resource use and performance



Does Current Ontario Health System Governance Limit OHT Development?

Challenges:

- The initial stages of OHT development has left existing provider boards intact
- These boards have continuing accountability for organizational goals and metrics, not system goals
- Boards are encouraged to be ambassadors and fundraisers for their organizations, emphasizing organizational brand and profile development
- There are limited mechanisms for board-to-board interaction and "network governance" in the current Ontario system that could shape a collaborative mindset



Poll

- To what extent do you think current provider board structures and processes are limiting OHT development?
 - This has not been an issue to date for most provider boards in our OHT
 - Some provider boards have identified possible competing goals and objectives between organizational goals and OHT plans
 - This tension between system and organizational goals has been discussed at our Collaboration Council
 - This tension between system and organizational goals has been discussed at board-to-board sessions
 - Members of our Collaboration Council have different views of the evolution of system governance

How Can Boards Move To A More Collaborative Or Network Orientation?

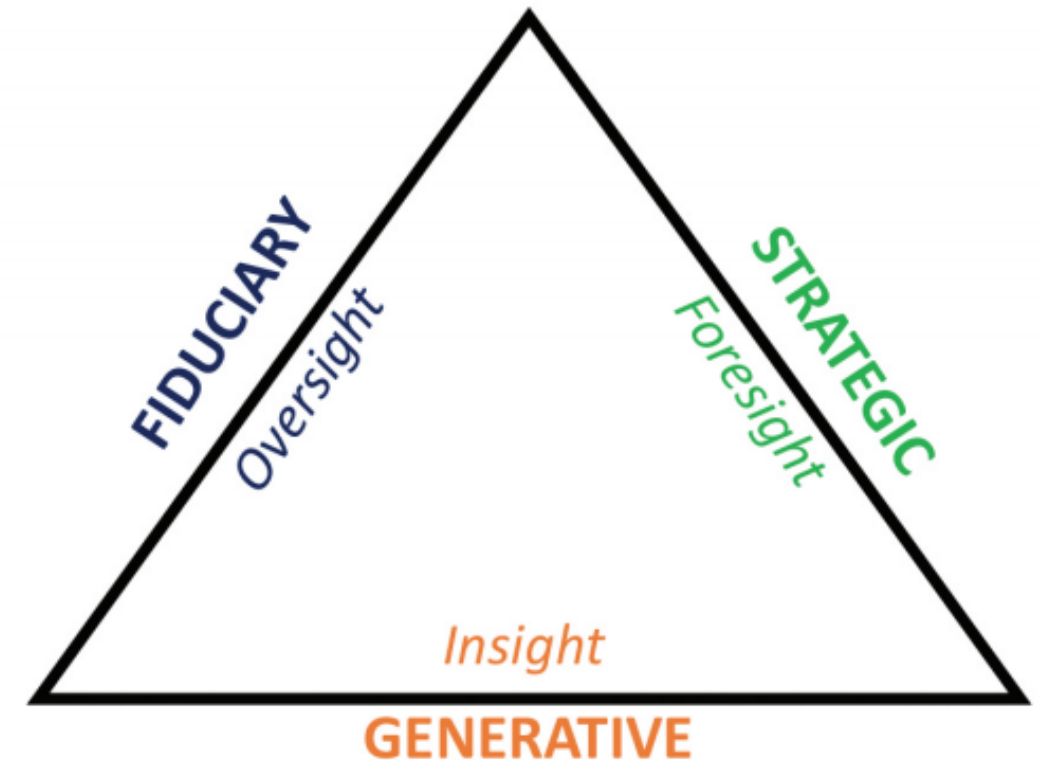
- Provider boards need to be clear about purposes and goals, but flexible about strategies and tactics
- Many organizational strategic plans address system collaboration, but this mindset is often not translated to specific goals: organizational goals need to include what is desired in collective efforts, as well as individual organizational efforts
- Boards need to align their expectations and evaluations of executives in terms of collaborative goals
- Boards need to develop greater curiosity and openness to all forms of collaboration and board members should stimulate and support exploration of various forms of collaboration
- Increased board to board dialogue could reduce the risks of conflicting strategies

Adapted from Anne Wallestad, Governing a Collaborative Organization

Generative Questions for Boards

Generative thinking focuses on framing problems and exploring challenges and opportunities.

- How would integrated care enable us to achieve our mission?
- What could we achieve in partnership that we cannot achieve on our own?
- How would working together help to improve care for our clients/patients?
- What core competencies would we bring to collaborative programming?
- Are we prepared to reduce our organizational autonomy if outcomes could be improved?



Adapted from Chait et al., Exh. 1.1

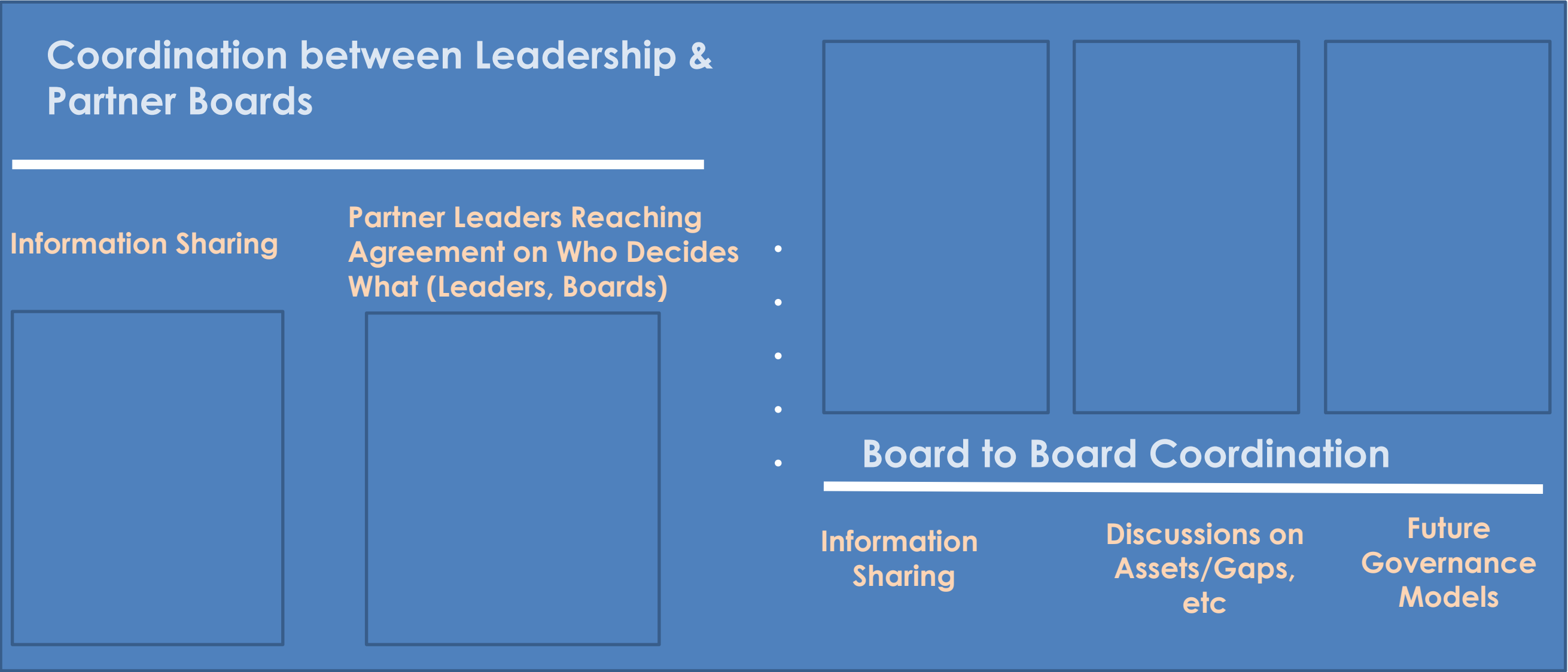
Governance Coordination and Input to Leadership

- Some OHTs have developed new bodies composed of representatives of provider organization boards with a variety of titles such as Strategic Governance Council, Chairs' Council, and Board-2-Board Reference Group
- The goal of these groups is to permit governors to meet to discuss challenges with OHT issues
- In some OHTs this group was responsible for drafting the alliance agreement between partner organizations and designed to disband after this effort; in others it has a continuing role
- Board tables can also advise Collaboration Councils while staying abreast of OHT developments



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How is Leadership/Board and Board/Board Coordination Handled in Your OHT?



Breakout Discussion



SMALL GROUP DISCUSSION

Identify a recorder (to capture highlights) and reporter (to share one key insight from the discussion)

- Discuss current and anticipated challenges with the interaction between senior leaders/Collaboration Council and partner Boards.
- Either how have you, or do you plan in future, to address these challenges?
- What other strategies might be useful?

Debrief

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COLLABORATIVE GOVERNANCE:

- Clarifying Board Roles
- Approaches to Engagement
- Governance Structures



Five Areas for Consideration in Clarifying Roles and Approaches to Board Member Involvement

- **What is the Board's specific role & how does it evolve over time?**
 - What are the Big Bet Decisions?
 - How does this translate into Board:CEO delegation of authority AND agreement across partner Boards?
- **Developing understanding & trust among Boards**
 - Discussions on benefits and risks
 - Discussions about organizational contributions to shared purpose
- **Fiduciary oversight at a system and organizational level**
 - Oversight at various stages of maturation
 - Cascading from system to organizational oversight
- **Evolution of governance structure**
 - Early vs later forums/structures based on role
 - Overall OHT structure

WHERE DOES THE BOARD FIT?

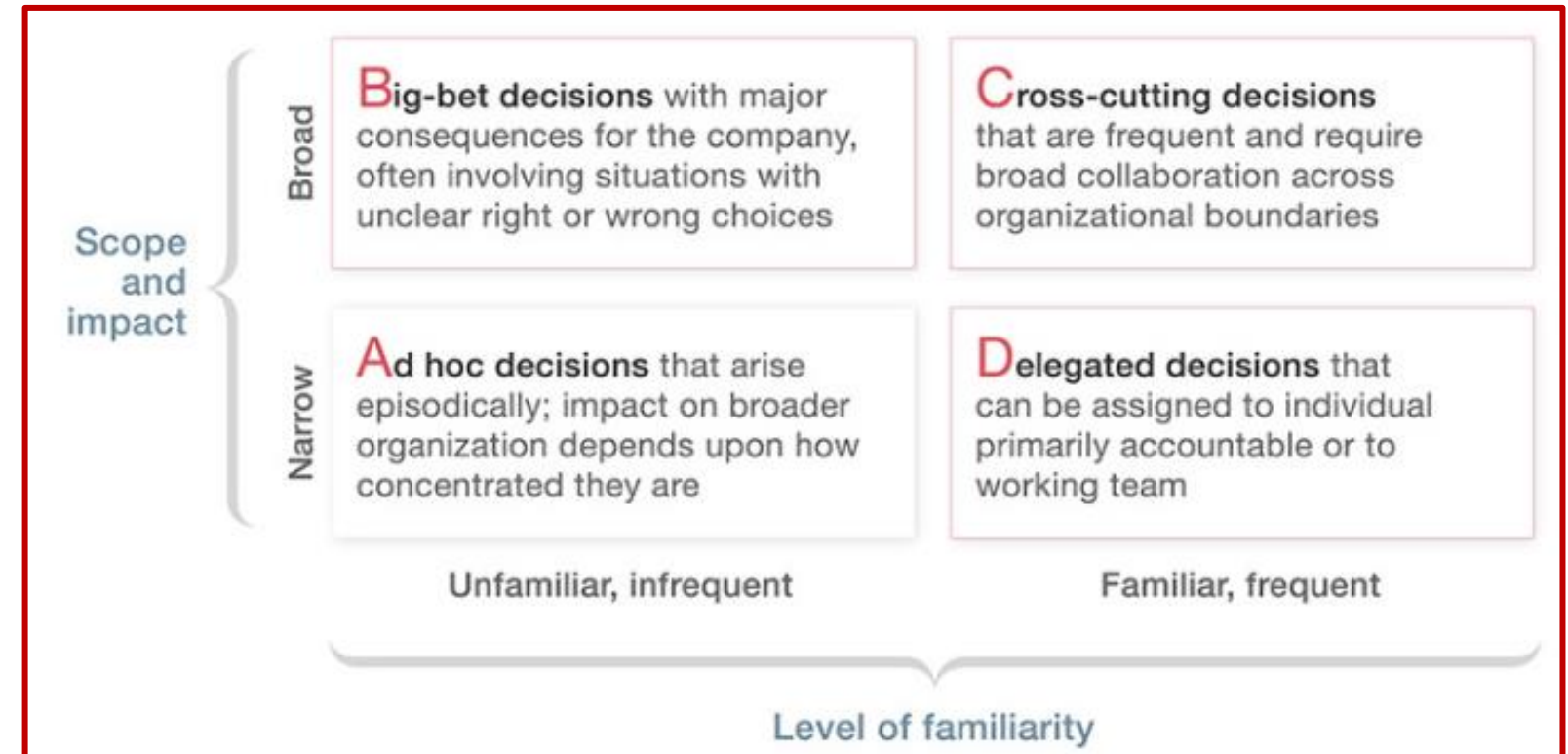


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Big Bet Decisions/Discussions

Usual areas for Board Engagement:

- Establishing/approving & advancing strategy
- Ensuring risks are identified and addressed
- Fiduciary oversight of financial health and quality of service delivery, including customer experience
- Engaging in key stakeholder relations
- Engaging in Senior Executive hiring/compensation
- Ensuring legislative and regulatory compliance



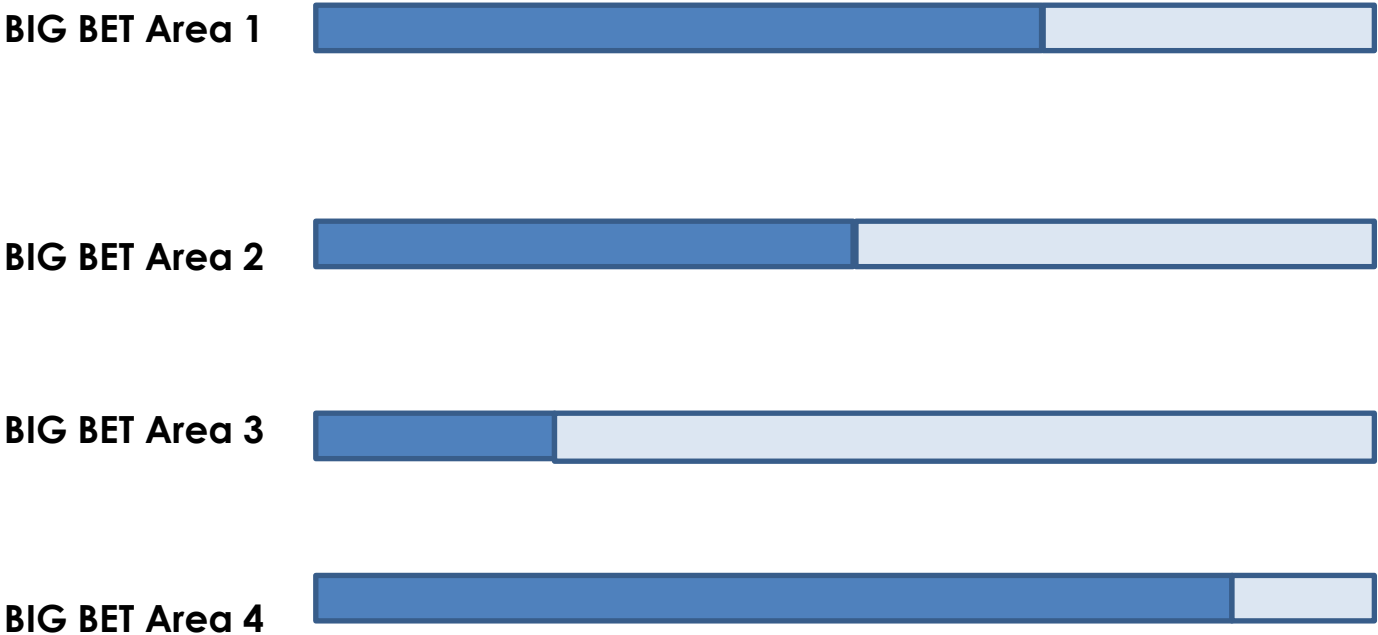
POLL: Based on Board Roles, which of the following would you consider BIG BET Decisions & other key roles for Board involvement?

1. Involvement in establishing multi-year OHT vision and strategy
2. Financial decisions regarding allocation of OHT resources beyond an agreed threshold (whether HR, capital/digital or programmatic)
3. Decisions that impact the resources of one or more partners, beyond an agreed threshold
4. Decisions that impact the scope of service delivery for one or more partners
5. Adding a service that no partner has previously offered
6. Negotiating/advocating with government/OH
7. Organizational restructuring that impacts one or more partners

Please add other areas to the CHAT

Translating the Big Bet definition into practice

Individual Organizational Negotiation



Board to Board Negotiation



 Leader Delegated Authority
 Board Input/Decision

2 Potentially Helpful Questions:

- What are the implications of this decision on the OHT & on individual partners?
- Would someone higher up want to have input into this decision?

Developing understanding & trust among Boards

Boards were generally peripherally involved in the development/negotiation of:

- shared purpose
- partnership agreements (including shared values and principles for working together)
- Discussions among partners on benefits and risks

As OHTs move to action on population health, expand membership, renew strategy and partner agreements – engaging partner boards beyond information sharing to decision-making will be important

- ***Board to Board Dialogue***
- ***Involvement in refresh of Partnership Agreements***
- ***Board Advisory Table (Big Bet Decisions/Identifying Future Opportunities and Risks, Fiduciary Oversight)***
 - ***Determining method for identifying Board Advisory Table Membership***

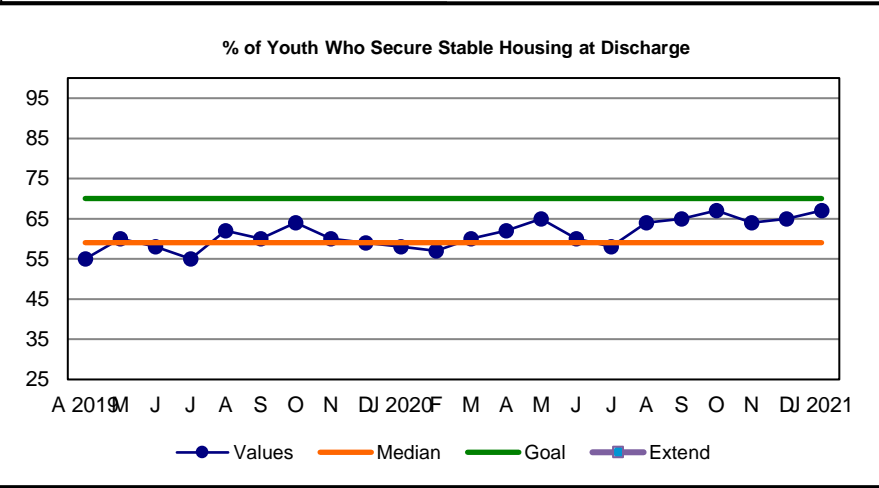


The process is critical to sustainable collaboration gained through trusting relationships

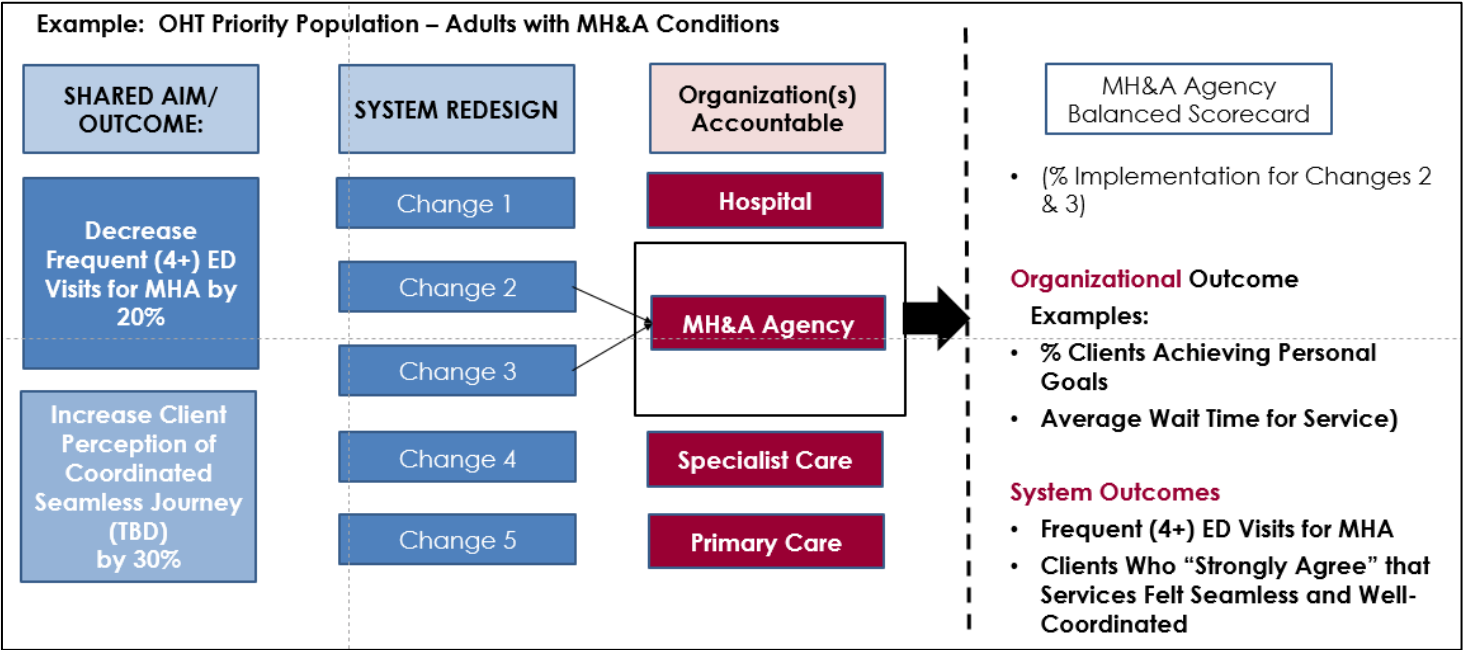
Fiduciary oversight at a system and organizational level

SYSTEM LEVEL OUTCOMES

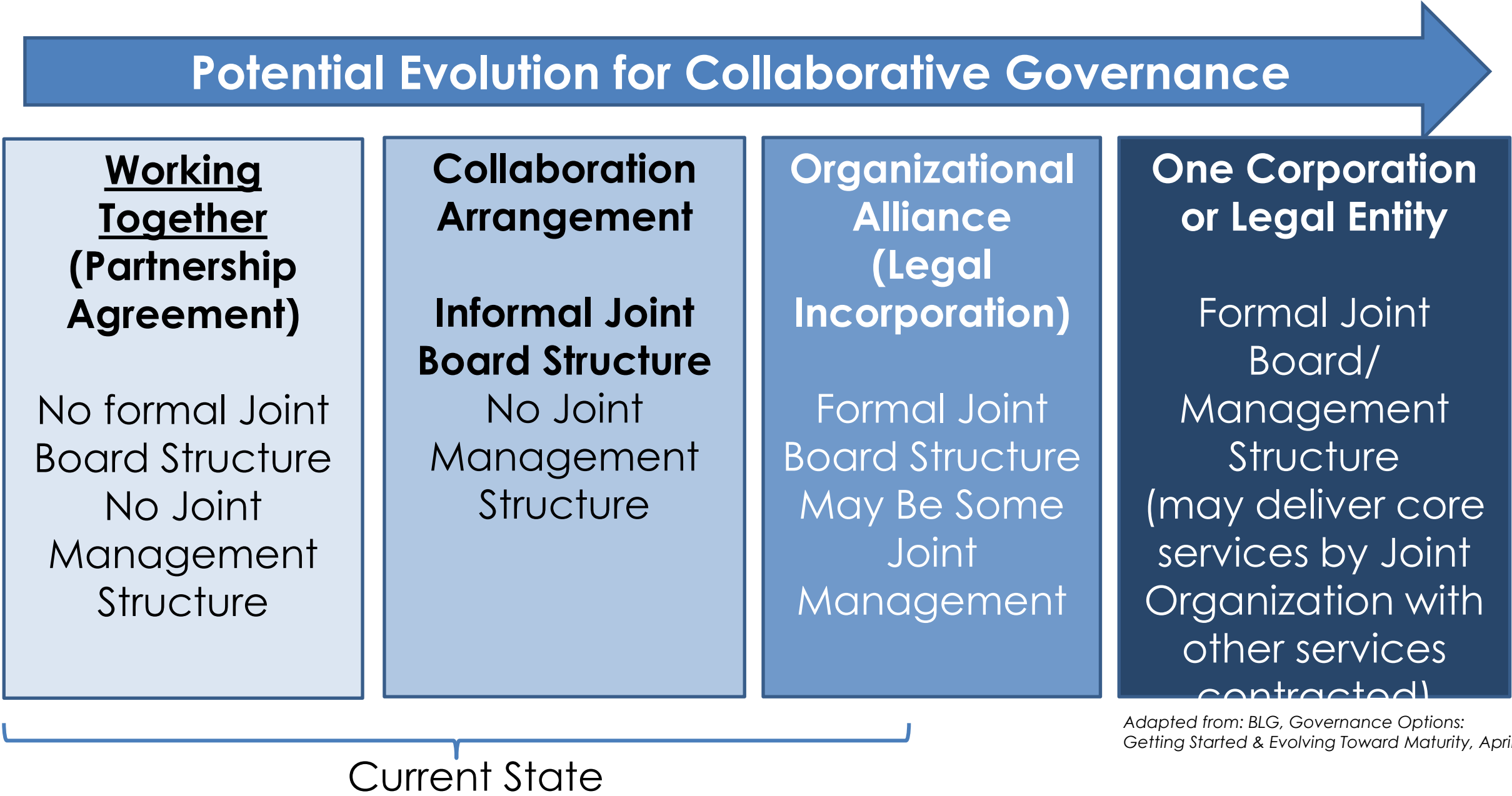
| Key Performance Indicators | Jan | Feb | March | Q1 Goal | Q1 Actual |
|-----------------------------------------------------------------|--------|--------|--------|---------|-----------|
| Grow monthly Web 20% from 10,000 to 12,000 | 12,335 | 12,693 | 10,860 | 36,000 | 35,890 |
| Increase organic traffic from 38% to 50% of overall traffic | 41% | 42% | 47% | 50% | 43% |
| Maintain average time on page > 2minutes | 1:48 | 1:51 | 1:50 | 2:00 | 1:50 |
| Maintain bounce rate <60% | 54% | 53% | 55% | 10 | 54% |
| Increase Web lead conversion 20% from 1.8% to 2.16% | 2.13% | 2.16% | 2.19% | 2.16% | 2.16% |
| Grow monthly inbound leads by 20% from 208 to 260 | 262 | 274 | 237 | 780 | 777 |
| Grow monthly software evaluation downloads by 20% from 50 to 60 | 58 | 61 | 60 | 180 | 179 |
| Consistently execute to the content marketing plan | ✓ | ✓ | ✓ | | ✓ |



CASCADING TO PARTNER ORGANIZATIONAL OUTCOMES



Evolution of Governance Structure



Adapted from: BLG, Governance Options: Getting Started & Evolving Toward Maturity, April 2019

Note: “Fall 2022: Guidance on OHT Governance – future trajectory toward legal designation of OHTs and the Connecting Care Act” (Sachia Batia, Year-end Update on OHT Webinar, April 8, 2022)

Potential Evolution for Collaborative Governance

Working Together (Partnership Agreement)

No formal Joint Board Structure
No Joint Management Structure

Collaboration Arrangement

Informal Joint Board Structure
No Joint Management Structure

Organizational Alliance (legal incorporation)

Formal Joint Board Structure
May Be Some Joint Management

(Kids Health
Hamilton
Partners Community Health)

One Corporation or Legal Entity

Formal Joint Board/
Management Structure
(may deliver core services by Joint Organization with other services contracted)

Addresses:

- Ability to fund hold/procure

Questions:

- Liability for shared provision of new service delivery
- Reallocating budgets among providers
- Integrating devolution of services to regions

Does Not Address:

- Sharing of patient/client information

Eliminates many of the cited risks & questions

Adapted from: BLG, Governance Options: Getting Started & Evolving Toward Maturity, April 2019

Which of the following governance processes has your OHT engaged in?

Have a Board Table
as part of our OHT
infrastructure

Are discussing
Incorporation

Discussed Merging
Some/All
Organizations in
Future

Breakout Discussion



SMALL GROUP DISCUSSION

Identify a recorder (to capture highlights) and reporter (to share one key insight from the discussion)

- At what stage in OHT maturation do you think the establishment of a Board member decision-making table is necessary, if at all?
- Do you believe that OHT Incorporation would resolve a sufficient number of challenges being faced by OHTs now or in the future to make it worthwhile?
- And if you believe it would be of value, at what stage in the OHT's maturation would you recommend it be considered?

Debrief

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Module 6: Synthesis and Development of an OHT Roadmap related to Shared Governance

- ***Prior to the Module 6 Session:***

- Survey to assess your **individual perspective** on strengths & opportunities related to Collaborative Governance for your OHT



- ***Module 6 Breakout session with your OHT:***

- Share your individual perspectives
- Come to **consensus on key opportunities to embed in a Roadmap** for continued development

Materials for Discussion/Reflection with Leadership Council

Key Messages: Module #5

- Both Leadership Councils and Provider Boards have important Governance roles; these roles will evolve over time
- Provider boards need to balance their fiduciary responsibilities to both their own organization and the OHT
- Although organizational governance in Ontario is not designed to support system integration, Boards will need to engage in generative dialogue to develop relationships and enable shared vision and goals for population health
- Board & Senior Leaders should:
 - negotiate parameters for delegation of decision-making authority & facilitate consistency among OHT partners
 - identify system and organizational metrics that link to OHT priorities for Board oversight
 - discuss governance structures over time that will support the evolution of service integration

Reflective Questions

- Are leaders and board comfortable with the complexity and ambiguity of OHT governance and its likely evolution over time?
- What benefits and challenges does greater integration bring to each partner organization?
- What strategies can we pursue now and in the future to facilitate appropriate engagement of partner boards in OHT governance?
- What form of governance will best fit our future collaborative work?

Materials for Discussion/Reflection

Practices

- ❑ Members of our Collaboration Council should agree on a template for sharing consistent information with their boards.
- ❑ Partner Boards should negotiate delegation of authority to senior leaders on Collaboration Council, ensuring consistency across organizations to enable effective and efficient decision-making
- ❑ Boards of partner organizations should engage in Board-to-Board generative discussion to share information, build trusting relationships, make “Big Bet” decisions, discuss shared purpose, benefits and risks, as well as future governance roles and structures
- ❑ Develop metrics/scorecards for fiduciary oversight by partner boards should be developed

Tools/ Resources

Note: Resources available at:
<https://hspn.ca/advanceoht/advance-resource-repository/>

Linda Mollenhauer. Board Oversight of Not-for Profit Collaboration: Questions for Directors to Ask. Published by the Chartered Professional Accountants Canada and Ignite NPS <https://www.cpacanada.ca/en/business-and-accounting-resources/strategy-risk-and-governance/not-for-profit-governance/publications/board-oversight-of-not-for-profit-collaboration>

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Thank you!