

Conflict Resolution Query
from John Matessino, April 2012

State		Comments
Alabama	Mike Horsley	In a "representation only" mode staff will inform legislators that the association does not have a position but through our processes we identify individual hospitals positions (pro con or neutral) and can share them with their respective legislators.
Arizona	Laurie Liles	<p>This is a timely discussion for us in Arizona, as we've been wrestling with a number of divisive issues over the past several years. Historically, AzHHA has worked to achieve consensus (loosely defined as a supermajority) and managed member conflict through a process of open dialogue and mutual respect without too much difficulty. However, about four years ago we had a situation in which one member advocated for a position contrary to Board-approved policy on a major appropriations issue. This situation led our Board to adopt a written Member Code of Conduct, the essence of which is that while we work to achieve consensus, member conflict is inevitable and must be managed thoughtfully by asking our members to 1)notify us when they take a position contrary to AzHHA's; 2)refrain from publicly disparaging AzHHA's position; and 3)maintain the confidentiality of information when asked to do so. This code of conduct has been the subject of lively Board discussion in recent months in the wake of three large systems leaving the Association due to their frustration with the disparate voices within our membership. The Board recently made some revisions to the code and asked me to send a working draft to all member CEOs for feedback prior to our June Board meeting. I'm in the process of collecting members' comments and will review them with a small Board work group before the Board meets in June.</p>
California	Duane Dauner	<p>Because the conditions, politics and characteristics of members involved in a dispute vary, the CHA Executive Committee and Board of Trustees manage each situation based on the circumstances. If informal interaction is unsuccessful, peer pressure and good will discussions usually produce consensus. In the rare occasion that a member or group of members take a public policy position different from CHA, the Association advocates for the Board-adopted position and informs public policy decision makers that a minority of hospitals (which are identified) disagree. The reasons for the minority view are explained. Fortunately, there have been only two such instances in the past three decades and the Legislature supported CHA's position over the minority's point of view in both cases.</p>
Delaware	Wayne Smith	<p>By long-standing custom, we operate by consensus. If our Board of Directors cannot come to a consensus on a legislative issue, we take no position. Usually when all the members are around the table, we'll get to consensus or get any members who don't feel strongly about an issue or feel they don't have a dog in the fight to abstain, which also allows us to move forward. Advantage of having a relatively small, permanent board. The only exception was when we had the hospital tax issue a number of years ago. Although all the members started out opposed, the state rejiggered the proposed pay-out formula during the debate and in a sense bought-off one of my members by giving them a "deal they couldn't refuse." We had a split of one voting board member strongly supportive and seven voting board members strongly opposed. The Board continued to have me oppose the measure regardless of the opposition of the single member. It created some hard feelings, but we got through it. It was certainly an unspoken factor that the dissenting board member represented my second smallest hospital and a small portion of my dues base. So we have a general tradition, but obviously will move in one direction lacking unanimity if the stakes are high enough. It just depends on the specific situation and is a judgment call. Our bylaws say nothing about this; it is just the way I found it and the Board seems comfortable operating in that consensus mode.</p>

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Illinois	Maryjane Wurth	<p>In Illinois we don't have a formal policy on disagreements but do have reference in our board documents about the importance of disclosure and supporting the positions of the Association. We spend a lot of time understanding our "diversity" so there is greater appreciation by all but also set an expectation that board members represent not only their facilities, but their peer group and also the entire hospital community. They are reminded of that at almost every meeting and the notion of "we are stronger together" is reinforced continuously. Mostly we seek disclosure of when a specific member feels they need to cut a deal and we are facing that almost daily right now as we go through an incredibly difficult state budget process. Overall, the board is pretty transparent with one another, but recently two safety net board members recently presented IHA info as their own (not an opposite position) and the executive committee really took them to task for trumping IHA and creating confusion to legislators. All in a day's work. Nothing new here ... I've decided in large part, it is what it is.. keep it open and honest, deal with it when it occurs, clean it up and move on. What I learned from Dan all those years is very helpful... assume bad behavior and be prepared to predict the moves as best you can. I've also decided I simply need to embrace the diversity and somehow channel the symphony of voices in a constructive direction.</p>
Indiana	Doug Leonard	<p>We don't have such a policy. I guess all contentious issues have been handled by the Board through its normal process. The last major one I remember is CON. A committee was assigned to consider it and they voted to direct the Board to oppose the legislation even though the committee vote was 10-9.</p>
Massachusetts	Lynn Nicholas	<p>Basically in practice we handle these things exactly as Duane described and generally with the same result. What I think is key is being transparent that there is a minority position, touching on it briefly but focusing on the supermajority position.</p>
Minnesota	Lorry Massa	<p>We adopted a "Statement on Consensus" ten years ago and have found it helpful as a tool for discussing issues where conflict between the members is high. It doesn't stop anybody from doing what they want to do, but it does lay out some expectations regarding process.</p>
Montana	Dick Brown	<p>Like many of our peers Montana does not have 'a policy' for resolving issues when we have members generally distributed on both side of an issue. In most cases, when members are split the association takes a neutral or no position and members proceed on their own. We typically take a position only if we get a super majority in favor or against a particular issue. However, often times one side or the other will convince enough others to move to their side of the issue; that always creates some interesting dynamics. It really is case by case for us. A couple legislative sessions ago there was a bill introduced that split the membership on the issue. The association took a neutral position. We stood back and watched (from afar) a few members testify before the committee on both sides of the issue. Fortunately this was not a deal breaker and all parties were okay with the results. After that incident there was a brief discussion about creating a policy to resolve these issues, no action taken. Maybe I'll pick the discussion up again after seeing what policies others have in place.</p>
New Jersey	Betsy Ryan	<p>Not having 7 years tenure, I cannot yet adopt the Sisto approach. We normally operate by consensus (96% of the time). On the issues where we know that one or two members of the board are nodding their heads around our board table, but doing something else in the State House, we try and draw that out of them in dialogue on the issue. In some cases, we call for a vote. Sometimes they vote with the majority, and then at least we have them on the record as doing one thing and voting another way. Sometimes it draws them out and at least we know where they stand. But unless it is close to even, which it rarely if ever is, we go with the majority.</p>
New Mexico	Jeff Dye	<p>We had some differences of opinion a few years ago about any willing provider and some potential differences on provider tax so we made bylaw changes which try to address things. Beats around the bush without a specific conflict resolution policy. The language is less concerned about overall differences (which we make every effort to surface during policy development) and more concerned about the Board or the Executive Committee making a course shift on the fly without full membership knowledge. But it's high threshold for the membership to overrule the Board.</p>

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New York	Dan Sisto	I do have an expression I use with my board about once every year or two that is the exact opposite. I say when I get very frustrated. . . "OK, but remember, your lack of consensus will not result in our paralysis..So, you might want to try harder to resolve this." In which case, someone says, Dan we are the board what does that mean? I then say, well when I asked by the legislature what it HANYS position, I will say the HANYS BOARD was unable to come to a position". (emphasizing HANYS BOARD). Then, I add, SO the legislature will then ask me, well do you have an opinion Dan? And I'll give them my personal opinion". That sometimes either opens them up to more discussion or it shuts them up because they'd rather not know if I'm with them or not. I don't recommend that approach for people with less than seven or so years tenure by the way.
Oklahoma	Craig Jones	Our membership mission document addresses a bit about conflict resolution. What the document does not presently state, but what has been our practice (and will be incorporated into the document) is that in the very few instances when we have had a member or two as vocal minority interests, we share have shared the contents of this document, but also stated that they will be removed from any correspondence the OHA may have with its members on the particular issue in question (related to advocacy, strategy, etc. on that issue) while the dispute over position remains.
Oregon	Andy Davidson	Oregon robbed and deployed MN's policy five years ago. We adopted it as a part of our operating philosophy. It does not stop anyone from doing what they will every time, but it has certainly resulted in better, more civil, outcomes than without it. It in essence gives members the right for redress around any given policy and lays out a process for doing so. It also requires a member to declare a difference of opinion with established policy and to sit out of any advocacy strategy development if they intend to pursue their position.
Tennessee	Craig Becker	Like Dan, we have a "depends" approach to this dilemma, which I am sure we all face. Generally we try to put out several options for the board to chew on and when that fails go for the time honored Association "principles." It is kinda like straddling the fence with both ears to the ground – not very comfortable, but it at least gives you the flexibility to say something somewhat intelligent to your legislators. Sorry, we don't have any formal policies in this regards, but sometimes it is better to punt than to throw the bomb!

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Utah	Rod Betit	<p>I have experience from two states (Alaska & Utah) and neither have written policies on how to navigate disagreements between members. In both states it is expected the CEO will keep working the issue with the membership to bring members around to a consensus. However that does not always work which puts the CEO in the difficult position of staying out of the policy debate, giving 'off the record' input to key legislators, or taking a formal position and hope for the best if the Board is polarized. There was a very hot issue in Alaska that left the board divided with a 90% majority favoring a particular. I was asked to represent the super majority position by the Executive Committee (Board was not due to meet in time to address this and the Association bylaws clearly gave the Executive Committee this authority when time sensitive matters required) which I did and the desired outcome was achieved during the Session. Immediately following the Session the Board met to discuss this policy issue in depth to see if we had landed in the right place. They concluded again that we had. One of the dissenting members then asked for the Board to reconsider whether the Executive Committee had properly followed the bylaws by making a decision without canvassing the entire Board beforehand. The Board reaffirmed the need to have a strong Executive Committee to deal with rapidly moving issues and supported their action. The dissenting member then withdrew their membership from the Association. I don't see how we could have avoided that unfortunate outcome unless we simply stayed out of the issue but that was deemed to be ill advised. When I arrived in Utah I found the bylaws unclear as to the Executive Committee's role in situations like this. In fact the bylaws stated that the Executive Committee was in an 'advisory role' not a strong management role outside of Board meetings. I lead the Board through a discussion about this and strengthened the bylaws to give the Executive Committee a strong role in governance. We have not yet had a major disagreement that we have not been able to work through that has tested what the Executive Committee would do in Utah but I am fairly confident they would step up and make a decision one way or the other to put the issue to bed. In my experience the Executive Committee has been the best body to address these differences, to make these decisions on time sensitive member issues, and to report back on the basis of their decision to the full membership to insulate the CEO as much as possible from appearing to be a 'loose cannon'. Obviously this all suggests it is important to have members seen as true leaders on the Executive Committee who carry the respect and credibility to navigate these tough situations when they arise. This is not perfect and does not guarantee there won't be residual damage when all is said and done but I have had good experience with this approach over the last 9 years as CEO in two states.</p>