

**Introducing . . .**

**ACCORD LIMITED**

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**NOT-FOR-PROFIT  
GOVERNANCE  
SERVICES**

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# NOT-FOR-PROFIT GOVERNANCE SERVICES

## GENERAL INFORMATION

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**ACCORD LIMITED (ACCORD)** is a Chicago-based firm comprised of senior-level consultants with strong national reputations. Over the past fifteen years, we have assisted hundreds of not-for-profit organizations throughout the United States. We help boards and senior leaders within those organizations to understand and respond to changes in both the external and internal environments.

One of **ACCORD**'s major areas of expertise is governance. We provide any level of assistance that our clients need, from a one-time board retreat to a comprehensive assessment of governance structure and functioning. This brochure provides an overview of our approach and a description of each governance service we offer.

## ACCORD'S APPROACH

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Whether we work with a client for one day or months, we use a facilitative approach. Clients know their organization better than we do, so we involve them in each step of the project and invite ownership at each juncture. Our goal in partnering with our clients is to meet their needs on their terms and to provide objectivity, structure, and effective processes as we work together.

The processes we use are highly participative. We believe that the likelihood of change being implemented is dramatically increased if the board members and senior managers have been involved in understanding the issues and creating the solutions. Therefore, we engage key stakeholders in upfront data gathering and in the discussion of proposed changes. This approach results in increased understanding and commitment to the ultimate solutions.

The recommendations we provide are both technically sound and tailored to our clients' organizations. Because proposed solutions are based on our observations of the unique characteristics and strategy of the client organization, they are implemented more successfully than "cookie cutter" approaches.

## NOT-FOR-PROFIT GOVERNANCE SERVICES

### COMPREHENSIVE GOVERNANCE ASSESSMENT

The overall objective of a comprehensive governance assessment is to improve the efficiency and effectiveness of the governance function. At the beginning of each assessment, we help our clients determine the appropriate scope and focus of the project. We also discuss the advisability of proceeding with a full assessment.

**ACCORD's** assessments result in specific, actionable recommendations for how to improve governance at multiple levels. The type of issues identified and addressed through a comprehensive governance assessment often include:

- Aligning the governance structure with the organization's mission and vision;
- Streamlining the number of boards and committees across the organization;
- Clarifying roles, responsibilities, and authority among boards and committees and between board and staff;
- Redefining the size and composition of each board and committee;
- Increasing communication among and within governance entities;
- Improving the effectiveness and efficiency of board and committee meetings;
- Developing board and committee member selection and evaluation criteria;
- Determining appropriate term limits for board and committee members and chairs;
- Increasing the level and value of stakeholder and constituency input;
- Focusing on the orientation, development, education and evaluation of board and committee members.

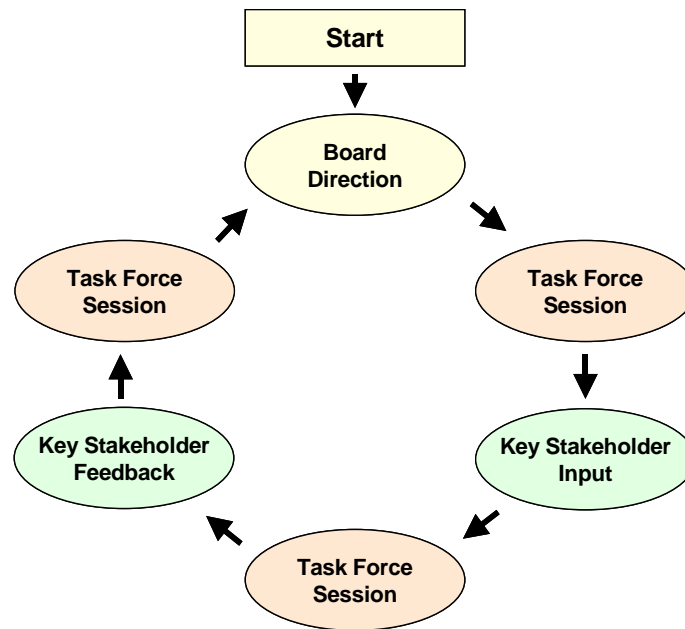
**ACCORD's** approach to comprehensive governance assessments maintains a balance between the need for the involvement of the stakeholders and the need to be efficient. To accomplish these dual goals, we suggest creating a small Governance Task Force. The Task Force is charged with reviewing information secured from stakeholders and then making recommendations to the board about changes in the structure and function of governance.

The role of the Task Force and an overview of the assessment process are described on the next page. The process shown is for a very comprehensive assessment. However, an organization may only need assistance with a few of the issues listed above. If that is the case, **ACCORD** can help design and facilitate a process that will address the specific challenges that an organization is facing.

## NOT-FOR-PROFIT GOVERNANCE SERVICES

### COMPREHENSIVE GOVERNANCE ASSESSMENT (cont'd)

The graphic below depicts **ACCORD**'s participative, comprehensive Governance Assessment Process.



- The Board creates a Governance Task Force comprised of 8-10 members.
- **ACCORD** facilitates a project initiation meeting with the Task Force in which the purpose of the governance assessment is clarified, the role of the Task Force is described, an approach to the project is agreed upon, relevant background materials are identified, and a project schedule is created.
- Input is secured by **ACCORD** through individual interviews and group sessions with Key Stakeholders such as the Task Force, other board and committee members and senior management. Also at this time, **ACCORD** reviews governance-related documents (e.g., strategic plan, organizational charts, articles of incorporation and bylaws, board information packets and board meeting minutes).
- Based on the input sessions and the document review, **ACCORD** develops options for the Task Force to consider in its next meeting. **ACCORD** assists the Task Force in determining a set of preliminary recommendations regarding governance changes.
- **ACCORD** convenes feedback sessions with the key stakeholder groups that originally provided input. The purpose of these conversations is to present and receive feedback on the preliminary recommendations of the Task Force. **ACCORD** writes a report of the feedback and distributes it to the Task Force before its next session.
- The Task Force re-convenes one or two times to develop a final set of recommendations, based on the feedback received from the key stakeholders.
- The Task Force presents its final report to the full board, documenting the Task Force's recommendations for change and outlining an implementation plan.

# NOT-FOR-PROFIT GOVERNANCE SERVICES

## BOARD ORIENTATION AND EDUCATION

For boards to be effective, their individual members must receive up-front orientation and on-going education. **ACCORD** works with our clients to develop materials and facilitate sessions for both new and existing board members in large group settings or in small meetings. For a list of educational session topics, see page nine of this brochure.

As a result of our educational and orientation sessions, board members gain a better understanding of the following:

- What boards do (e.g., core responsibilities, fiduciary duties of board members);
- What other boards are doing (e.g., best practices; restructuring; running meetings);
- What your board can do differently to be more effective.

We combine our expertise in governance, business consulting, organizational development, and adult learning to help board members become more knowledgeable. We are not just “talking heads” giving canned speeches. We believe that the best learning situations include presentations of new information and discussions of that information among peers. Therefore, we encourage utilizing the expertise in the room to amplify our points and “bring the lessons home.” Methods we use to engage participants include:

- Building opportunities for participants to “interrupt”;
- Asking questions of the group;
- Utilizing small discussion groups.

We value practical, non-academic approaches to organizational challenges, so that is what we share during our educational sessions. Because we have worked with hundreds of organizations we can provide real-life examples and case studies. Weaving these examples and tools into our sessions helps participants make the connection between our sessions and their situations.

# NOT-FOR-PROFIT GOVERNANCE SERVICES

## BOARD RETREATS

**ACCORD** consultants are also knowledgeable facilitators and speakers for Board Retreats. **ACCORD** can custom-design and facilitate an entire Board Retreat, or speak on a specific topic as part of a larger conference.

When asked to assist with a Board Retreat, **ACCORD**'s consultants generally interview key Retreat attendees such as the Board Chair and the President/Executive Director. We then work with our client contact to determine the appropriate objectives and agenda for the Board Retreat.

Not-for-profit organizations with which we work have utilized Board Retreats for many different reasons. Issues addressed during Board Retreats have included:

- Information on governance trends
- Strategic direction-setting
- Education on board responsibilities and fiduciary duties
- Clarification of roles, responsibilities and authority between board and staff
- Board self-evaluation and action planning
- Board goal-setting
- Kick-off for a comprehensive governance assessment

A more complete list of popular retreat and speech topics can be found on page nine.

Some clients choose to incorporate multiple topics into a single retreat, while others prefer to concentrate on one purpose. After **ACCORD** interviews the President/Executive Director and Board Chair, we can provide advice on the best combination of topics and processes for the Retreat.

## NOT-FOR-PROFIT GOVERNANCE SERVICES

### BOARD EVALUATION AND DEVELOPMENT

To make good decisions in the rapidly-changing external environment, boards and committees must be working well. The best way to determine if a governance function is effective is to institute an annual board evaluation and development process. The type of process recommended by **ACCORD** entails much more than just the annual self-evaluation form that many boards complete. The **ACCORD**-facilitated board evaluation process is just beginning when a self-assessment is completed.

We use customized self-evaluation surveys or standardized tools from organizations such as The Governance Institute in La Jolla, California, to help evaluate the effectiveness of the entire governance function and of individual board members. We then recommend specific developmental actions aimed at increasing the effectiveness of the board, committees, and board members.

**ACCORD** can also facilitate a session with the board in which the results of the assessments are shared and the board creates its own developmental action plans to address the weakest areas identified in their self evaluations. This process increases the likelihood that the evaluation results in positive change.

# NOT-FOR-PROFIT GOVERNANCE SERVICES

## RETREAT AND SPEECH TOPICS

Some examples of topics that **ACCORD** has addressed during board retreats, orientation sessions, or educational programs are listed below.

### **STRATEGY**

- Engaging the Board in Strategic Planning
- Revitalizing Your Organization through a Board-Driven Direction-setting Process
- Strategy, Structure and Integration: The Principal Levers for Financial Success

### **GOVERNANCE**

- Ensuring Integrity, Transparency and Accountability
- Revisiting Conflicts of Interest
- Advanced Governance Practices
- The Governance Sea Change
- The Key Ingredients of High-Performing Governance
- Streamlining Governance and Retaining Community Involvement
- Boards as Change Agents

### **GENERAL ISSUES**

- Leadership in Turbulent Times
- Building Strong Relationships between Board and Staff
- Customer and Employee Loyalty

All of our orientation and educational sessions are custom-designed with a specific audience in mind. We work with our clients to determine the best content and process for their boards.

# NOT-FOR-PROFIT GOVERNANCE SERVICES

## ACCORD'S OTHER SERVICES

### ◆ **STRATEGIC PLANNING**

Through participative processes, **ACCORD** helps clients identify their longer-term vision, strategies to achieve the vision, measurable goals, and detailed tactical plans. **ACCORD** ensures a “team approach” to strategic planning through meaningful involvement of an organization’s key stakeholders: board, senior management, customers/clients and other relevant parties. Ultimately, a workable, flexible plan with clear accountability for implementation is created.

### ◆ **ORGANIZATIONAL DIAGNOSIS AND CHANGE MANAGEMENT**

**ACCORD** provides in-depth analysis of organizational and management culture, structures, reporting relationships, decision-making processes, and communications channels. As a result of these assessments, roles, responsibilities and authority are clear; management passion and effectiveness are increased; and the organization is revitalized.

### ◆ **RELATIONSHIP-BUILDING ASSISTANCE**

**ACCORD** utilizes a facilitated, collaborative approach to the development of relationships of any type: among the board, board to staff, Board Chair to President/Executive Director, staff to staff. Stronger, more effective relationships often result in higher quality programs and services, improved staff and customer satisfaction, and greater assurance of meeting the organization’s mission.

### ◆ **MERGER / AFFILIATION / PARTNERING FACILITATION**

**ACCORD** provides facilitation assistance in the creation of mergers and other less formal collaborative arrangements. These services include structuring and facilitating the entire process, designing the governance and management structures, and creating implementation plans. **ACCORD** typically teams up with the client’s legal, financial and other advisors on engagements of this type.

### ◆ **CUSTOMER AND EMPLOYEE LOYALTY**

**ACCORD** helps clients design and implement a process that results in the identification of existing barriers to excellent “customer” service. Since this process engages front-line staff/employees in the problem identification and solution generation, it results in increased loyalty on the part of both staff and clients.

## ACCORD'S NOT-FOR-PROFIT CLIENTS

**ACCORD** has assisted the following not-for-profit organizations and many others with governance assessments, strategic planning, or other issues.

Adorers of the Blood of Christ (St. Anne's Home)  
(Columbia, Pennsylvania)

Advocate Health Care (Oak Brook, Illinois)

American Hospital Association (Chicago, Illinois)

American Osteopathic Hospital Association  
(Washington, DC)

American Society for Healthcare Risk Management  
(Chicago, Illinois)

American Society for Healthcare Engineering  
(Chicago, Illinois)

Association for Healthcare Resource & Materials  
Management (Chicago, Illinois)

Association of Governing Boards of Universities and  
Colleges (Washington, DC)

Athletes Against Drugs (Chicago, Illinois)

Aurora Health Care (Milwaukee, Wisconsin)

Better Boys Foundation (Chicago, Illinois)

Big Brothers Big Sisters of Metropolitan Chicago  
(Chicago, Illinois)

The Catholic Charities of the Archdiocese of  
Chicago (Chicago, Illinois)

Center for Organ Recovery and Education  
(Pittsburgh, Pennsylvania)

Chicago Architecture Foundation (Chicago, Illinois)

Chicagoland Healthcare Risk Management Society  
(Chicago, Illinois)

Community Support Services, Inc. (Chicago, IL)

Consolidated Catholic Health Care (Oak Brook,  
Illinois)

Foundation for Osteopathic Health Services  
(Washington, DC)

Franciscan Sisters of Chicago (Chicago, Illinois)

Golden Apple Foundation (Chicago, Illinois)

Giant Steps (Lisle, Illinois)

Healthcare Financial Management Association  
(Westchester, Illinois)

Hospital Research & Education Trust (Chicago,  
Illinois)

The Institute of Continuing Legal Education (Ann  
Arbor, Michigan)

Illinois Foundation for Quality Health Care (Oak  
Brook, Illinois)

Iowa Foundation for Medical Care (West Des  
Moines, Iowa)

Joint Commission on Accreditation of Healthcare  
Organizations (Oak Brook Terrace, Illinois)

Little Brothers - Friends of the Elderly (Chicago,  
Illinois)

Loyola University Chicago Family Business Center  
(Chicago, Illinois)

Metropolitan Family Services (Chicago, Illinois)

National Association for Health Care Quality  
(Skokie, Illinois)

Northwestern Memorial Hospital (Chicago, Illinois)

Professional Convention Management Association  
(Chicago, Illinois)

Rehabilitation Institute of Chicago (Chicago, Illi-  
nois)

River North Chicago Dance Co. (Chicago, Illinois)

The Ruth Page Foundation (Chicago, Illinois)

St. Elizabeth Hospital Community Foundation  
(Appleton, Wisconsin)

St. Isaac Jogues Parish (Hinsdale, Illinois)

St. Joseph Carondelet Child Center (Chicago, Illi-  
nois)

University of Chicago Laboratory Schools (Chicago,  
Illinois)

Vermont Association of Hospitals & Health Sys-  
tems (Montpelier, Vermont)

Visiting Nurse Association (Milwaukee, Wisconsin)

## ACCORD CONSULTANT BIOGRAPHIES

### EDWARD A. KAZEMEK

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As Chairman/CEO of **ACCORD LIMITED**, Mr. Kazemek has overall responsibility for the development and operations of the Firm. He works closely with other **ACCORD** consultants to ensure the highest level of quality service and to identify creative solutions to the issues and problems facing our clients.

Mr. Kazemek has more than 30 years of experience in the management consulting field serving a variety of industries and types of organizations, including health care, manufacturing, distribution, financial services, not-for-profit, closely-held and Fortune 1000 companies. For the past 25 years, Mr. Kazemek has concentrated his consulting practice on serving the health care industry, primarily on governance enhancement and strategy matters. Before co-founding **ACCORD LIMITED**, Mr. Kazemek was a national partner in one of the largest professional services organizations in the United States. Prior to that, Mr. Kazemek was the Chairman of a highly successful national consulting firm, which he co-founded in 1974.

Mr. Kazemek's areas of specialization include: strategic planning, governance assessment, restructuring and development, organizational analysis and development, change management, merger/collaborative arrangements, and facilitating integration and effective management in complex organizations.

More than 75 articles/monographs written by Mr. Kazemek have been published in professional and trade journals and newspapers and magazines. Mr. Kazemek is a frequent speaker on a number of business and health care subjects, such as strategic planning approaches, governance effectiveness, change management, merger/collaborative ventures, and organization development issues. He is also on the faculty and one of the Governance Advisors of The Governance Institute in San Diego, California.

Mr. Kazemek completed his undergraduate and graduate work in the Behavioral Sciences Program at the University of Illinois, Chicago. He also completed a number of post-graduate programs in organization development and change management, including Cape Cod Institute workshops taught by Dr. Edgar Schein and Dr. Warren Bennis.

## ACCORD CONSULTANT BIOGRAPHIES

### PAMELA R. KNECHT

Pamela R. Knecht, President of **ACCORD LIMITED**, has provided consulting services to a wide range of industries and organizations over her 29-year career. During the last fifteen years, she has focused on assisting the boards and CEOs of not-for-profit hospitals, health systems, and associations across the country with governance assessment, restructuring and development; strategic planning; organizational diagnosis and change management; team effectiveness; physician collaboration; and merger/affiliation facilitation.

Pam works closely with her clients to custom-design and facilitate processes and events that enable sponsors, board members, physician leaders and senior-level executives to clarify their mission, vision and goals. In addition, she helps them to develop their organizations, their teams, and themselves to support implementation of their strategic plans and to enhance their efficiency and effectiveness.

Pam is a frequent speaker and facilitator at hospital and health system board retreats as well as at local, regional, and national health care conferences. She is a faculty member and facilitator of events sponsored by The Governance Institute, the American College of Healthcare Executives, the American Hospital Association, The Joint Commission, the Society for Healthcare Strategy and Market Development, and numerous state hospital associations. She became a Governance Advisor at The Governance Institute in 2007.

Pam has authored a number of articles for AHA's Trustee Magazine, The Governance Institute's Board Room Press, and ACHE's Healthcare Executive. Her articles and white papers address various aspects of strategic planning and board effectiveness including structure, composition and functioning. Her most recent white papers are *Engaging the Board in Strategic Planning: Rationale, Tools and Techniques* and *Aligning Hospitals and Physicians: Formulating Strategy in a Changing Environment*.

Prior to joining **ACCORD LIMITED** Pam was a consultant for an executive education and organization development firm that served the Fortune 200. Pam and her colleagues helped CEOs and their direct reports to understand the strategic challenges that would be facing their industry and organization over the next five to ten years. During the previous ten years, Pam consulted within the computer and telecommunications industries where her clients included not-for-profit, for profit, privately-held and publicly traded organizations.

Ms. Knecht is a graduate of Smith College in Northampton, Massachusetts, and is a member of the Chicago Chapter of the Organization Development Network, the Chicago Health Executives Forum, and the Society for Healthcare Strategy & Market Development.

## ACCORD CONSULTANT BIOGRAPHIES

### KARMA BASS

Karma Bass brings more than 15 years of executive management, consulting and health care governance experience to her role as Vice President for **ACCORD LIMITED**.

Ms. Bass is a sought-after speaker, facilitator and consultant with deep knowledge and experience in governance, philanthropy, health care policy, and board effectiveness. She has conducted board retreats, facilitated difficult conversations among boards, executive management teams and physician leaders, and provided expert guidance to organizations across the country. Having served as President and CEO of Alliance Healthcare Foundation, a non-profit organization in San Diego, California, Ms. Bass has first-hand experience in the challenges of leading an organization during these turbulent times. While at Alliance, she oversaw management of the organization's \$65 million in investments and provided grants of \$2 million a year to healthcare programs serving the region's underserved. Her experience of managing and reporting to her own eleven-person not-for-profit board gives her a uniquely-valuable perspective as a consultant to hospital and health system boards today.

Prior to AHF, Ms. Bass spent 10 years at The Governance Institute where she held various positions including Vice President, Membership Services and Director of Research and Publications. During this time, she worked closely with the organization's membership of 400+ hospital and health system CEOs and boards to identify best practices in the field and translate them into tools that could be adopted across the industry. She has extensive experience conducting research and writing on board effectiveness for hospitals and health systems.

Ms. Bass also served as Director of Program Development at the Hospital Association of San Diego & Imperial Counties, where she led the region's effort at responding to the California hospital community benefit law, developing a unique, collaborative approach that has been recognized nationally.

Ms. Bass is board-certified in healthcare management and holds a master's degree in public health with a focus in health services administration from San Diego State University. She received her bachelor's degree from the University of California, San Diego. She lives in Carlsbad, California with her husband and two children.

## ACCORD CONSULTANT BIOGRAPHIES

### BARBARA SHOMAKER

Ms. Shomaker, co-founder and former President of **ACCORD LIMITED**, serves as an Executive Advisor to a select number of clients and supports the firm's marketing activities.

She has over 30 years of experience as a consultant to a variety of industries including health care, financial services, retail, manufacturing, hotels and restaurants, family businesses and Fortune 1000 companies. Formerly, she was a practice leader and partner in one of the largest accounting and consulting organizations in the country. Prior to that, Ms. Shomaker was a vice president of a national consulting firm.

Her areas of specialization include: strategic and business planning, organizational assessment, development structure and design, facilitating mergers and consolidations, customer and employee retention strategies, succession planning, board self-evaluation and development, and leadership development.

Ms. Shomaker is a Board member of Loyola Family Business Center and is a frequent speaker before association and industry groups, particularly in the areas of strategic planning and closely-held business issues. She is also a faculty member with The Governance Institute, where she has made presentations on strategic planning, customer and employee satisfaction and organizational effectiveness.

Ms. Shomaker completed her Bachelor's degree in Education from Ohio State University and has done graduate work in Loyola University's Industrial Relations program.

## ACCORD'S SUPPORT TEAM

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### CLAUDIA HOEXTER

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Without our office manager, **ACCORD** could not function. Claudia manages the office, produces proposals and reports, interacts with all **ACCORD** clients, and performs a myriad of other tasks.

### MARIA RYAN

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Maria makes sure that invoices to clients are accurate, that vendors get paid in a timely manner, and that **ACCORD** gets paid from what is left. Maria is our controller and computer systems support professional.

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