

**Maine Health Access Foundation
Board of Trustees Meeting Minutes
February 11, 2021
(Held via videoconference.)**

Trustees Present: Dr. Connie Adler (Chair); Roy Hitchings, Dennis King, Michael Lambke, Barbara Leonard (*ex-officio*), Tony Marple, Edward Miller, Bruce Nickerson, Grace Odimayo, Susan Roche, Catherine Ryder, Toho Soma, Odette Thurston

Trustees Absent: Claudette Ndayininhaze, Clarissa Sabattis

Guests Present: Jess Maurer, Maine Council on Aging; Paul Saucier, DHHS Office of Aging and Disability Services

Staff Present: Margo Beland, Charles Dwyer, Andrea Francis, Jake Grindle, Holly Irish, Ruta Kadonoff, Dani Kalian (recorder), Jeb Murphy, Frank Martinez Nocito

Welcome

Chair Connie Adler called the meeting to order at 1:00 p.m. and welcomed those present.

Consent Agenda

Chair Adler asked if any items on the consent agenda required discussion. Hearing none, *it was MOVED, SECONDED (King/Hitchings), and VOTED UNANIMOUSLY to approve the following consent agenda items:*

- President's Report
- December 10, 2020, Board meeting minutes
- December 2020 Treasurer's Report and Finance Dashboard

Finance Committee –

Mr. Bruce Nickerson (Treasurer and Committee Chair), Ms. Barbara Leonard (CEO)

December 2020 Financial Benchmarks and Payout Report: Treasurer Bruce Nickerson noted that the year closed with strong endowment gains, ending at \$135,793,525, which is its highest ever month-end figure. The annual required 5% payout was exceeded by nearly a full percentage point, consistent with the Board's decision in June to expend additional funds for pandemic response. The projected 2021 payout reflects budgeted program expenditures exceeding the 5% requirement in support of additional pandemic response during.

Timeline for Socially Responsible Investing Exploration: Mr. Nickerson reported that the Finance Committee, at its meeting earlier in the day, re-started the conversation about Socially Responsible Investing (SRI) that was put on hold last year due to our pandemic response. The updated *Timeline for Exploration of Socially Responsible Investing* was shared which includes a focused discussion planned for the April 2021 joint Board and Community Advisory Committee meeting.

Finance Committee members spoke about how our exploration into SRI is a continuous journey that will evolve as more information is presented and as the marketplace around this topic, as well as environmentally responsible investing, matures. Mr. Nickerson noted that our partners at Prime Buchholz are being attentive to the needs of their clients around this issue, and are listening to our needs rather than being prescriptive with their recommendations. Mr. Nickerson reminded Trustees that Odette Thurston is slated to become the Treasurer in April and will guide the Finance Committee through these discussions.

Governance Committee – Mr. Toho Soma (Chair) and Ms. Barbara Leonard (CEO)

Board and CAC Recruitment and Leadership Update: Governance Committee Chair Toho Soma reported that the Governance Committee has recruited for and has commitments from three new Board Trustees and six new CAC members to fill upcoming April vacancies. The confidential draft slates of new and renewing Trustees and CAC members, officer composition, and candidate bios were shared for both the Board and CAC. These lists will be provided to the Attorney General's office for review within the required 30-day timeframe prior to the April 8 Annual Meeting, during which both slates will be voted on by Trustees and CAC members.

Board Term Limits: Mr. Soma reminded Trustees that the Governance Committee has been tasked with addressing two recommendations from the 2019 MeHAF Organizational Equity Culture Audit. One is the exploration of adjusting the expectations for the number of Board terms. Currently Trustees are eligible for up to three consecutive three-year terms. In order to create/maintain a Board with a diverse mix of experience and demographics, it has been suggested that a third term not be an automatic expectation. In addition, establishing six years as the more typical length of commitment may make participation more feasible, and will potentially equalize the actual and perceived influence of Trustees and CAC members in their respective roles with the organization.

The Committee discussed conditions that would make consideration of a third term appropriate and consulted the Bylaws. It was agreed that exceptions to a new two-term norm would align with guidance from the Bylaws as well as with the need to ensure smooth succession for leadership positions such as Chair and Treasurer, as these positions benefit from a longer service to build understanding of MeHAF's finances and endowment (Treasurer) and general operations (Chair) of the foundation. It was also agreed that for all Trustees, there will continue to be a check-in prior to the approaching end of each term to assess the mutual value and interest of MeHAF and a Trustee to continue service on the Board.

It was MOVED, SECONDED (King/Lambke), and VOTED UNANIMOUSLY to approve the Governance Committee's recommendation to recruit new Trustees with an expectation of two, three-year terms for most.

Review of Equity Operating Principles: Senior Program Officer Jake Grindle shared background of our efforts to advance equity as a core organizational value and how the Equity Subcommittee reviewed an initial draft of our Equity Operating Principles which were developed to explore how we can know when we are doing it well. The Subcommittee's comments and suggestions were incorporated by the staff equity work group into a revised draft. The Community Advisory Committee met on January 20 to take the next step in reviewing and testing the principles by participating in an exercise to test the utility and completeness of the principles by applying them to MeHAF's Discretionary Grants program. The Board took part in this same exercise. The feedback received during these two exercises will be used to revise the Equity Operating principles that will then be brought to the joint Board and CAC in April for final approval. The principles, once finalized and approved, will be used as a tool to analyze and guide our programmatic and internal work and to hold us accountable to our equity goals and values. While it is unlikely that every programmatic activity will align with all of the principles, the goal is that taken as a whole, our grant and program efforts will do so.

SPO Grindle explained that in order to process and reflect on these principles, the Discretionary Grants process was held up as an example of how we apply the principles to that program. PO Francis gave an overview of the Discretionary Grants program and process. She reviewed the process flow chart and noted grants that we have made to organizations in years past to give Trustees an idea of the types of projects funded through this program.

Trustees and staff formed three groups to discuss each of the principles and how they relate to the Discretionary Grants program. Feedback shared (*see Appendix A*) for each operating principle was based on these three prompts:

1. What are some ways the Discretionary Grants program aligns well with this principle?
2. What are some ways it could align better?
3. Are there reflections on the principles themselves and are there ways to improve them?

SPO Grindle noticed similarities between the CAC and the Board discussion, specifically the identification that the Discretionary Grants program is a short-term tool used to fill gaps within an applicant's organization and that it's an appropriate tool for this purpose. Also, that the program can be an entry point for new/small organizations to secure a grant that can lead to future relationship-building opportunities with MeHAF.

Trustees noted that the creation and implementation of these Equity Operating Principles represents how far along this path MeHAF is, especially compared to other organizations that have also made this a priority. It was suggested that, while it is noted that these principles will be periodically reviewed, that language be made more specific regarding how frequently. It was suggested that, once finalized, these principles be available for sharing with other organizations, as appropriate.

Reflections on MeHAF's Healthy Older People Focus Area – Ms. Ruta Kadonoff (VPP)

VPP Ruta Kadonoff introduced two key partners in MeHAF's work to address the needs of older people in Maine – Jess Maurer, Executive Director of Maine Council of Aging and Paul Saucier, Director of Maine DHHS Office of Aging and Disability Services. A memo which provided context and background of our work over the past ten years related to the needs of older people was included in the meeting packet. Specifically, our current strategic framework includes the goal to *create opportunities to improve the health of Maine's older adults, focusing on health care services, and linking health care with mental health, social services, and community supports*. Ms. Kadonoff specifically stressed the importance of MeHAF's role at the policy level, as well as how all of our efforts need to address pervasive underlying ageism.

Ms. Maurer and Mr. Saucier shared their perspectives on current priorities and reflections on our collaborative efforts.

Highlights from Mr. Saucier's presentation include:

- Prior to his arrival at Maine DHHS, stakeholder relationships had weakened, but MeHAF had been working with interest groups in the long-term services and supports areas, which allowed and aided the new administration to reconnect to develop and implement a reform plan.
- The work MeHAF has supported in residential care is important, especially now given the COVID-19 pandemic. As residential care options have evolved over time as a complex patchwork of services, it's critical that the process to reform it be conducted thoughtfully, with stakeholders collaborating on envisioning and implementing necessary changes. MeHAF's partnership in this process is significant to its success.

Highlights from Ms. Maurer's presentation include:

- Thanked MeHAF for its support of the Maine Council on Aging over the years, and for working with other organizations that support older adults.
- Funding has allowed MCOA and other stakeholders to develop and move forward a plan that will integrate systems of care. Outreach has included partnerships with municipal leaders to determine what data they need in order to determine and respond to issues facing older adults in their communities. Findings indicate a wide range of priorities between municipalities and plans are underway to help address them.

- Funding during pandemic has allowed MCOA to be a backbone support for many types of aging social support services.
- Future plans include:
 - Addressing systemic ageism.
 - Accelerating information- and resource-sharing between health care providers and community-based aging services organizations.
 - Creating a vision for a person-centered path for navigation of care.

Discussion with Trustees followed and touched on: models for residential care; impact of regulation; ageism; digital equality; social determinants of health; vaccine roll-out and attendant scamming problems; and workforce issues (underpaid and undervalued people taking care of undervalued people). VPP Kadonoff thanked Ms. Maurer and Mr. Saucier for their presentations, for all of the work they've done in Maine on behalf of older adults, and for partnering with MeHAF in these efforts.

New Business – Dr. Connie Adler (Chair) and Ms. Barbara Leonard (CEO)

Committee Members Solicitation: CEO Leonard noted that we are seeking members to serve on the Equity Subcommittee and the Dr. Wendy J. Wolf Health Leadership Award Committee. Emails will be sent soon with details about the two groups, and Trustees were asked to consider volunteering.

Meeting Expense Form Update: CEO Leonard reported that the staff Office Operations Team recently revised the meeting expense form to highlight the availability of the meeting stipend, as part of our equity operating principles. The stipend is available to meeting participants who lose wages or provide uncompensated time to attend and participate in Board, CAC, or committee meetings. The stipend is also available to reimburse an employer for an employee's volunteer activities during the work day. While the stipend has always been listed and available through the expense form submission process, the revised form highlights this opportunity. Moving forward, the revised form will be included along with the distribution of meeting materials.

COVID-19 Updates: CEO Leonard reported on recent meetings with DHHS, immigrant-led organizations, and other philanthropies regarding opportunities to address critical needs related to the COVID-19 pandemic. She noted that there are still significant opportunities where MeHAF funding can play an important role to help keep people healthy and safe – and now, to help more people get vaccinated. In December, the Board approved up to \$800,000 in the 2021 budget to address the pandemic. This request would allocate up to \$700,000 of that funding for approval of a first phase of COVID-19 Response for 2021.

A memo was distributed which outlined the proposed approaches to this funding, specifically focused on (1) supporting immigrant-led organizations that are responding to COVID-19 (up to \$450,000), and (2) enhancing vaccinations among Maine's community-dwelling older rural populations (up to \$250,000).

Firstly, Ms. Leonard explained that over the past five days, Maine philanthropies have been approached by immigrant-led community-based organizations and by state government to consider providing critical funding to ensure continuity of COVID-19 response in New Mainer communities. The requests include the following, for which specific details were outlined:

- Bridge funding for organizations providing COVID-19 community supports and navigation, and vaccine outreach and education in the amount of approximately \$700,000 – \$850,000 (exact amount being refined by community-based organizations).
- Support for a dedicated staff person in the DHHS Contracts office for one year to work directly with immigrant-led organizations that are providing COVID-19 related services.

- Funding to support development of financial and grants management and creation of technical assistance capacity within community-based organizations as a longer-term solution.

Secondly, to enhance vaccinations among Maine's community-dwelling older rural populations, CEO Leonard explained that while larger-scale hospital-based clinics and new pharmacy-based and retail vaccine clinics are being established, for many rural older adults, these opportunities are out of reach. Funding for this focus will be a group of directed grants to support these efforts with a goal of bringing one or more slates of grants to the Grants Committee for information and/or approval on March 1 and/or April 5.

Ms. Leonard reminded Trustees that, as was the case last year, the intent is to provide broad latitude for staff to quickly provide funds to organizations that are playing critical roles in the response to the pandemic. All funding decisions will be made with multiple staff involved in decision-making, and for large grants that exceed the staff-level decision authority, we will seek approval from either the Executive Committee or the Grants Committee (depending on timing).

Trustees shared the following comments and questions:

- It was suggested to perhaps consider how this funding will be dispersed relative to the size of the populations that will benefit from the types of support outlined. CEO Leonard noted that while this is an important consideration, it will also be useful to support maintaining capacity to make sure organizations are able to take advantage of federal dollars that are flowing into the state.
- It was noted that the environment and available information relative to the pandemic is constantly changing. Confidence was expressed in staff ability to assess need and move forward with appropriate funding allocations.
- Specifically, regarding the proposed support of a dedicated staff person in the DHHS contracts office for one year, it was asked if, after MeHAF's support of one year, will DHHS include this position in its budget for additional years? CEO Leonard noted that, while this is an unfolding opportunity, it is hoped that the benefits will warrant sustained support by DHHS.
- It was noted that the recent positive performance of MeHAF's endowment portfolio, and the Board's prior agreement to increase our payout for 2021, will support all of the recommendations in this 2021 Phase 1 COVID-19 response funding.
- It was suggested that the Equity Operating Principles could be used to test these funding proposals.

It was MOVED, SECONDED (Ryder/Marple), and PASSED WITH ONE ABSTENTION (Lambke), to approve use of up to \$700,000 to support response to the COVID-19 epidemic in Maine.

**Executive Committee
Updates, Trustee Check-In, and Meeting Evaluation
Dr. Connie Adler (Chair) and Ms. Catherine Ryder (Vice Chair)**

Chair Adler noted that the process to conduct the annual performance review of CEO Leonard will begin tomorrow under the guidance of the Executive Committee. Input will be sought from Trustees, CAC members, and Staff via a survey. The survey results will be reviewed by the Executive Committee at its March meeting with performance assessment results and recommendations regarding salary presented to the full Board during Executive Session at the April 8 Board meeting. Dr. Adler requested all Trustees take the time to complete the survey, which has been streamlined from past years.

At 4:08 pm, it was MOVED SECONDED (Hitchings/King), and VOTED UNANIMOUSLY to enter Executive Session with the President & CEO to gather feedback about the meeting process, solicit suggestions for improvement, or other issues of concern. CEO Leonard left Executive Session at 4:13 pm. Executive Session concluded at 4:16 (Miller/Hitchings).

Next Meeting

The Board of Trustees and Community Advisory Committee will meet jointly on April 8, 2021, for the Annual Meeting.

Adjournment

The meeting adjourned at 4:17 pm (Miller/Hitchings).

Respectfully Submitted,
Barbara A. Leonard, MPH
President & CEO

Appendix A Equity Operating Principles Breakout Session Notes

Principle 1: Solve for the system—

- In a limited scope – for example, supporting assessments to help community organizations better define systemic issues is a realistic expectation for the size of these grants.
- Another example is by providing support for reaching out to non-traditional partners in dialogue to understand what is going on, explore equity issues, etc. Could help prompt changes in services based on getting support for that kind of exploration – can support that kind of outreach in either direction.
- Grant size is generally not adequate to support major systems change work beyond the kinds of exploration noted as an area of alignment.
- To a community group that is focused on the immediate, the here and now, and dealing with the impact of the system it could be disheartening to hear that we are seeking a systems change focus (generally longer-term).
- A no-brainer as a key principle – we need to be focusing on root causes in order to really make an impact.

Principle 2: Center impacted communities—

- Talking with people about why they didn't receive a discretionary grant helps them to prepare a better application next time.
- Working with applicants, the process of helping them craft an appropriate letter of intent instead of just accepting or rejecting it speaks to this principle.
- PO Francis helps to connect applicants that don't align with MeHAF's mission to find other opportunities and connections with more appropriate funders.
- This program provides an opportunity to fund community assessments.
- It's a responsive program it really embodies the principles.
- More outreach to communities that are experiencing more barriers to care that we haven't heard from before, ensuring that it's clear that this is one of our priorities on our website.
- More relationship building may help.
- It's a brilliant principle. It impacts all of what MeHAF is doing.
- If there was a community advisor involved in the reviews, it would potentially lead to a richer discussion and review.
- Meaningful decision-making roles? Maybe some clear examples of what you mean may help.

Principle 3: Grow capacity—

- The awarding of a grant to a community organization is an act that grows capacity – provides validation of their work in the community, for other organizations, etc. May help them get noticed by others and amplify their work.
- Can be used to help organizations working on common issues – connecting organizations that might have common areas of work or focus, even potentially engaging consulting support for them or facilitating them doing it collaboratively. Can also help MeHAF recognize trends in capacity needs, potentially elevate for us to provide some shared support (raises question about MeHAF's capacity – how well do we do at translating the knowledge we get through this program into action we might take to provide support?)

Principle 4: Earn and extend trust—

- It does not allow for committing to long-term funding (by design) but it does work for an introduction to MeHAF and other organizations.
- When organizations apply and may have some connection to other projects that do not fit into the Discretionary Grants program, we try to make the effort to re-connect with them.
- Could we better explain the criteria to make the threshold lower and accept more applications?
- Could we better analyze trends in the Discretionary Grants program to see more trends in issues and needs that may be coming up through applicants?

Principle 5: Own and use our influence—

- We could share our knowledge base with both grantees and other grantors/philanthropies to help reduce barriers for those seeking grants.
- Could we help connect people with those who were declined due to lack of alignment to find other philanthropies with who they may align?
- What happens when one Discretionary Grant is not enough for what needs to be done?