

**Maine Health Access Foundation  
Board of Trustees Meeting Minutes  
June 15, 2023**

Trustees Present: Toho Soma (Chair); Beth Bordowitz, Barbara Crider, Christy Daggett, Tracey Hair, Dennis King, Barbara Leonard (*ex-officio*), Michael Lambke, Kevin Lewis, Edward Miller, Grace Odimayo, Ian Yaffe

Trustees Absent: Susan Roche, Anita Ruff, Clarissa Sabattis, Abdulkerim Said

Guests Present: Sarah Lewis, Hibo Omer, Meredith Pesce, Winona Christnot-Peters

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

**Welcome**

Chair Toho Soma called the meeting to order at 9:04 a.m. and welcomed those present. New Trustees Christy Daggett and Tracey Hair were welcomed to their first meeting. New Program and Grants Associate Emily Berrill was also welcomed. Introductions were made, a relationship-building exercise was conducted, and the meeting agenda was reviewed.

**Consent Agenda**

Chair Soma asked if any items on the consent agenda required discussion. He explained the items included, and CEO Leonard noted that the President's Report and Treasurer's Report contained information regarding the MacKenzie Scott gift. Specifically, that it has been branded as the Nova Fund at MeHAF and will be commented on regularly in the President's Report as the spending planning process continues. The Treasurer's Report shows the Nova Fund separately from the endowment so that it can be tracked on its own. It was noted that the disbursement of these funds will be counted as part of our payout, and that the Board's vote in December on the resolution to spend the gift over three-five years provides the authority to exceed the 5% payout, meeting the text of the Uniform Prudent Management of Institutional Funds Act.

*It was MOVED, SECONDED (Lewis/King), and VOTED UNANIMOUSLY to approve the following consent agenda items:*

- President's Report
- April 13, 2023, Joint Board & Community Advisory Committee meeting minutes
- April Treasurer's Report
- Financial Dashboard as of April 30, 2023
- Approval for Trustees Barbara Crider and Ian Yaffe to join the Executive Committee

**Learning Session:  
Health Equity Capacity Building Program –  
Update and Reflections on Collaborative Grantmaking with MeHAF Grantees**

Senior Program Officer Jake Grindle shared that the Health Equity Capacity Building Program (HECB) is one of MeHAF's core multi-year grant programs. The program provides a combination of general operating support grants and technical assistance/capacity building funds that can be deployed by each grantee organization to meet their own needs. In June 2020, the Board approved a four-year extension of this program, bringing the total funding period to seven years. In the following year, the program was collaboratively redesigned with the grantees. In

2022, a pool of \$100,000 was set aside for the grantees themselves to access to support collaborative projects that they undertake together. This marks the only example in which MeHAF has fully turned over the funding decision-making for a set of grants to the grantees themselves. Volunteer members of the HECB grantee cohort designed the application questions, reporting process, and ultimately voted to decide which projects to fund. In 2023, MeHAF expanded its commitment to this process, opening an opportunity for grantees to award more collaborative grants beyond the base \$100,000 commitment, provided that the projects meet the grantee-generated funding criteria.

A panel of HECB grantees was welcomed and included *Sarah Lewis*, Associate Director, Maine Access Immigrant Network; *Hibo Omer*, Executive Director, New Mainers Public Health Initiative; *Meredith Pesce*, Associate Executive Director, Commonsplace; and *Winona Christnot-Peters*, Communications, Development and IT Director, MaineTransNet. They provided their perspectives on the program overall and more specifically, the collaborative grantmaking aspect.

Winona Christnot-Peters shared their experience noting that when grantees were first approached by MeHAF suggesting and promoting this collaborative program it was met with skepticism and disbelief that a funder would engage in this approach where grantees were involved and handed decision-making power throughout the entire grant process. This skepticism was allayed as the process proceeded as the grantees worked together to build trust amongst themselves and the organizations rather than be in competition for available funding. They noted these collaborations are beneficial and refreshing as trust is built in a relationship where MeHAF is more of a partner rather than only the grantor.

Meredith Pesce shared that she enjoyed being a member of the review team where grantees came together as peers to discuss community projects that are important to their work, which makes the experience of reviewing more meaningful. The proposals include true collaboration and peer collectives to support community partners to achieve shared goals. The collaborative process is about putting decision-making power in the hands of those who have the knowledge and drive to make things happen, and it also promotes accountability to each other.

Hibo Omer echoed the other comments. She also noted that while there was a definite learning curve with the collaborative grant process, it has been beneficial for everyone. Empowerment through expertise has been a highlight.

Sarah Lewis commented that the collaborative grant process allows for great knowledge to be around the table and is authentic considering the projects that are proposed for funding in a fair manner. The collaborative grants process is another set of experiences for grantees to get to know one another's organizations and projects. These connections have allowed for deeper trust and have led to collaboration vs. competition for funding. This shift in the world view had been quicker given the time and space allowed through the MeHAF process.

Trustees shared the following comments and questions:

- Is there anything that is different with the application process from MeHAF vs other funders. Grantees noted that the application is extremely streamlined and includes only two questions and a budget requirement. SPO Grindle noted that people who are applying are invited to the review meeting to have a conversation about their project in order to address different levels of experience in applying for grants.
- Does the simplified approach allow grantees to focus on the equity aspect of the grants? Grantees noted that it allows more give and take and more information gathering in the review process to glean more information about the intent of the grant, along with

technical assistance to help applicants more effectively share what they hope to accomplish. The approach is grounded in conversation rather than rejection. This works better with a smaller cohort like HECB.

- If we were to implement this collaborative process with another grantee group, would it work? SPO Grindle noted that it would depend on what group of organizations were involved. The shared ownership developed in this cohort is a unique model that works because it is community based, informed, and guided by a shared world view of collaboration vs competition that may not be as fully developed for other grantee programs.

Ms. Leonard thanked the grantees for this extremely informative and thought-provoking presentation.

**Program and Grants Committee – Grace Odimayo (Chair), Ruta Kadonoff (VPP), Charles Dwyer (SPO)**

Approval of Grant Extension to Maine Council on Aging to Support the Community Information Exchange: Program and Grants Committee Chair Grace Odimayo and Senior Program Officer Charles Dwyer shared that in May of 2022, following review and approval by the Program and Grants Committee and MeHAF’s Board of Trustees, MeHAF awarded a Foundation-Initiated (FI) grant of \$105,000 to the Maine Council on Aging (MCOA) to facilitate and support the Maine Community Information Exchange (CIE) Workgroup’s next phase of planning. This was in alignment with recommendations of the initial workgroup comprised of 25 private and public-sector stakeholders with a shared interest in pursuing the creation of a statewide CIE. This group reached consensus on shared vision, goals, guiding principles, and the next steps for the creation of a statewide health-related social needs identification and referral infrastructure.

Because of the project’s trailblazing nature, there are a number of complex and overlapping practical and legal issues that have needed to be resolved by a diverse group of necessary organizational partners with (at times) conflicting interpretations and opinions within the various workgroups. As the project leaders work through various parts of the proposed approach, they are working on ways to find common ground and best communicate with and engage all the stakeholders whose input is critical to the project’s success.

The project modification request entails a six-month extension of the foundation-initiated grant period to October 31, 2023 and adds an additional \$35,000 in grant funds to the original budget to fund the completion of the phase II planning work, bringing the entire budget to \$140,000. At its meeting on May 8, the Program and Grants Committee reviewed and recommended approval of the proposed additional funding and extension of the grant period.

It was asked how this project will interact with Senior Spectrum and Spectrum Generations? SPO Dwyer noted that CIE better coordinates care and identifies social services needed for the community. It makes clear who sees this information, how it is secured, and who finances it. It is not a platform. It compiles and shares information about what resources exist throughout Maine and how they can be accessed. Partners include 211, HealthInfoNet, Senior Spectrum, Maine State Government, Spectrum Generations.

**Declaration of Conflicts of Interest** – The following conflict was declared.

| <b>Individual:</b> | <b>Reason:</b>                         |
|--------------------|--|
| Kevin Lewis        | Board member of Maine Council on Aging |

*It was MOVED, SECONDED (Lambke/Bordowitz), and VOTED UNANIMOUSLY, with one abstention (Lewis), to approve an additional \$35,000 of funding to the Maine Council on Aging for Community Information Exchange planning and extend the grant period to October 31, 2023.*

Systems Improvement and Innovation Responsive Grants: Program and Grants Committee Chair Grace Odimayo reported that at its May 8 meeting the Program and Grants Committee approved a proposed slate of ten new grantees for the 2023 round of funding in the Systems Improvement and Innovation Responsive Grants (SIIRG) program. In addition, it approved third year grant extensions with additional funding to two organizations completing their second year of implementation grants awarded in 2021. The SIIRG program supports systems change work to address health needs or concerns identified by communities that experience systemic inequities and health disparities. All aspects of projects are expected to be meaningfully informed by the communities they are intended to impact, while being led by organizations with the power to facilitate the needed changes.

Community Responsive Grants Program: Program and Grants Committee Chair Grace Odimayo reported that at its May 8 meeting, the Program and Grants Committee reviewed and approved a proposed process for third-year extension grants to existing Community Responsive Grants (CRG) grantees, modeled after the criteria and process implemented for the SIIRG program. The CRG program provides an annual opportunity for responsive funding of community-led projects that advance health equity and align with one or more of MeHAF's strategic goals (i.e., equitable access, system change, better health for specific groups, and shared leadership). The CRG program is intended to respond to community needs, address emerging opportunities, or develop and test innovative approaches or new ideas.

### **Governance Committee – Tracey Hair (Committee Member) and Barbara Leonard (CEO)**

Draft Meeting Norms for Board and Community Advisory Committee: Governance Committee member Tracey Hair reminded Trustees that at the October 2022 Joint Board and Community Advisory Committee Meeting, the group brainstormed a number of strategies to continue to operationally support MeHAF's value to advance equity. One of the strategies identified was to develop explicit norms for Board and Community Advisory Committee meetings. The goals of the norms are *to encourage full participation from everyone at the table, to foster discussion and thoughtful challenging of information presented to support good decision-making, and to more fully explore the issue under consideration.*

The Governance Committee has been working over the past months to develop meeting norms. The draft provided in the meeting packet incorporates input and comments over several meetings. The Committee drafted a short set of brief norms, with a goal of making them positive and action oriented, simple and clear in language.

The Board was asked to reflect on the draft norms presented, provide feedback and the following was shared:

- It was shared, regarding norm #1, that some people are uncomfortable being called on for input in a discussion. CEO Leonard noted that the first norm has the intention to make sure that everyone at the table is heard with a gentle invitation to speak, not a requirement, but just holding the space for everyone to be heard.
- The quasi-Roberts Rules of Order process around motions and seconds may not be clear for some participants who may not be familiar with when conversation is called for and when the vote is taken. Perhaps normalize what the process is noting that motions and seconds are intended to open the door for discussion, not prevent it.

- There was general agreement that these norms were aligned to meet the proposed goals.

CEO Leonard noted that the Community Advisory Committee will engage in a similar discussion at its July meeting. The Governance Committee will review the feedback from both groups and revise the norms as appropriate. The Board and Community Advisory Committee will vote on the norms at the joint meeting in October.

Skills and Experiences needed for 2024 Board Recruitment: Committee member Tracey Hair noted that the Governance Committee is planning for April 2024 recruitment needs for the Board and Community Advisory Committee. For 2024, we currently know that two Trustees will be needed (vacancies left by Dennis King and Ed Miller); and up to three CAC members can be recruited (vacancies left by Gia Drew and Elsie Flemings, as well as Ben Sprague who will not renew for a second term). The goal of recruitment is to identify candidates with experiential, demographic and geographic diversity, commitment to MeHAF's mission, and the energy to serve on a nonprofit board, who can provide input and advice from personal and professional experience, and who support our efforts to advance equity.

The meeting packet included the Board Demographics and Experience Grid along with Board and CAC size, term length, and composition requirements, which informed the discussion about what skills, experiences, and expertise the Governance Committee should look for as it solicits Board candidates for election in April 2024. The Governance Committee will consider the recommendations from this discussion at a future meeting and will also review the Board Demographics and Experience Grid to further refine a set of priority skills and attributes for 2024 recruitment.

Trustees suggested the following be considered for 2024 recruitment:

- Over age 65
- Mental/behavioral health/substance use disorder experience/expertise
- Management/oversight of endowments or investment pools experience/expertise
- Financial/business administration or accounting experience/expertise
- For-profit administration experience/expertise

### **New Business – Toho Soma (Chair) and Barbara Leonard (CEO)**

Update from Trustee Clarissa Sabattis: Tabled.

Nova Fund Process Update: VPP Kadonoff noted that we are continuing with plans to gather input about how best to use the Nova Fund. An initial charette is being planned focusing on health justice with HECB and Advocacy grantees. Our project consultants have done preliminary planning and are developing a scope of work for the charette to be held in late October. It will possibly be a two-day retreat taking into account access issues such as child care and work commitments. We are also defining next steps for additional funding for existing grantees and how to engage and determine what is needed and for which organizations.

Finance Committee Update on Investment Advisory Service RFP: Treasurer Ed Miller reported that the Finance Committee has been tasked with planning and issuing a new RFP for our audit team. It is also creating an RFP for financial advisory consulting services which has led to discussions about how much authority the Committee has vs the investment advisor. Jill Nowak from the Missouri Foundation for Health presented on the key governance issues to be considered when selecting an investment advisor.

Updates from Maine Philanthropy Center and Grantmakers In Health Recent Conferences: Trustees who attended recent Maine Philanthropy Center and Grantmakers In Health conferences provided brief accounts of their experiences.

August Board Meeting Preview: CEO Leonard noted that the current plan to discuss the Community Responsive Grants and Systems Improvement and Innovation Responsive Grants programs at the August Board meeting may be adjusted as plans are underway for a full-day workshop on classism, class consciousness, and exploring how nonprofits and funders can build organizations that work for people of all class backgrounds. A poll will be sent out next week to gauge interest and to determine a date. Depending on the confirmed timing, the August Board meeting may be condensed to accommodate Trustees' schedules to participate in this full-day workshop.

Other: *Wendy J. Wolf Health Leadership Award*—Communications Manager Jeb Murphy shared that six nominations have been received for the Wendy J. Wolf Health Leadership Award. Nomination packets will be sent to the Award Committee next week.

### **Trustee Check-In and Meeting Evaluation Toho Soma (Chair)**

Staff left the meeting at 11:50 a.m. so that Trustees could discuss the CEO annual review process and to gather feedback about the meeting process, solicit suggestions for improvement, or other issues of concern.

### **Next Meeting**

The Board of Trustees will next meet on August 10, 2023.

### **Adjournment**

The meeting adjourned at 11:58 a.m.

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