

**Maine Health Access Foundation
Board of Trustees Meeting Minutes
August 11, 2022
Maple Hill Farm, Hallowell**

Trustees Present: Catherine Ryder (Chair); Barbara Crider, Dennis King, Michael Lambke, Barbara Leonard (*ex-officio*), Kevin Lewis, Edward Miller, Grace Odimayo, Susan Roche, Toho Soma

Trustees Absent: Clarissa Sabattis, Abdulkerim Said, Odette Thurston, Ian Yaffe

Guest Present: Connie Adler

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

Welcome

Chair Catherine Ryder called the meeting to order at 1:03 p.m. and welcomed those present. Introductions were made and the meeting agenda was reviewed.

Consent Agenda

Chair Ryder asked if any items on the consent agenda required discussion, and she noted that the President's Report includes helpful information outlining the work and collaboration that has been accomplished over the past two months. There was a request to discuss the proposed changes to the Employee Handbook.

CEO Leonard shared that the Employee Handbook is reviewed and revised every two years with staff oversight from the Office Operations Team with support from attorneys from Pierce Atwood. She noted that many of the recent updates further MeHAF's commitment to equity, and then reviewed a detailed memo that outlined the proposed revisions to the Handbook that the Executive Committee reviewed and approved at its June meeting and recommended Board approval. Trustees asked clarifying questions about the work from home policy, maternity leave flexibility, and how interns/volunteers are compensated.

After further discussion, it was MOVED, SECONDED (King/Lambke), and VOTED UNANIMOUSLY to approve the following consent agenda items:

- President's Report
- June 9, 2022, Board meeting minutes
- June Treasurer's Report
- June Finance Dashboard
- Revised Employee Handbook

Governance Committee – Susan Roche (Chair) and Barbara Leonard (CEO)

Board and Community Advisory Committee Recruitment Process Update: Governance Committee Chair Sue Roche noted that the Governance Committee is planning for April 2023 recruitment needs for the Board and Community Advisory Committee. The Committee plans to recruit three Board members and three-five CAC members. One of the important tools MeHAF uses to ensure a robust pool of prospects from all over Maine and with a breadth of experiences, is to consistently work on adding names to the large prospect list from which candidates will ultimately be selected by the Governance Committee. Trustees were asked to respond to an upcoming request to propose at least one name to be added to the list. The 2023 recruitment priorities identified by the Governance Committee and affirmed by the Board and CAC were shared to help inform recommendations.

Committee Updates:

- *Dr. Wendy J. Wolf Health Leadership Award* – CEO Leonard noted that the Dr. Wendy J. Wolf Health Leadership Award Committee, which is under the purview of the Governance Committee, will meet on August 17 to review the nominating information and the Committee’s preliminary scoring of the 15 nominations submitted. The application process has been streamlined for this latest round. The Governance Committee will ratify the recommendation via an email vote (the Committee will not be meeting in August) and the award will be made at the October 13 joint Board and Community Advisory Committee (CAC) meeting.
- *Renewing Trustee and CAC Member Self-Evaluations* – CEO Leonard noted that Trustees and CAC members who will be renewing for a new term are asked to complete a self-assessment of their work with the foundation, in accordance with guidance in the bylaws. This feedback is shared with the Governance and Executive Committees. Additionally, CEO Leonard will meet with each of the renewing and new Trustees and CAC members in the coming month. Key themes from the self-assessments are consistent with prior years in that Trustees and CAC members have benefited from learning more about each other’s roles and look forward to deepening that understanding. It was also mentioned that holding meetings virtually over the past two years has had a negative effect on collaboration and relationship building.

Program and Grants Committee – Grace Odimayo (Chair) and Ruta Kadonoff (VPP)

Chair Ryder noted that this is Trustee Grace Odimayo’s first Board meeting as Chair of the Program and Grants Committee. She was thanked for accepting this new leadership role.

Systems Improvement and Innovation Responsive Grants Program (SIIRG) Concept Memo for Program Continuation: Chair Odimayo, VPP Kadonoff, and SPO Charles Dwyer provided an overview of the program concept, duration, and funding. Trustees were reminded that the Systems Improvement and Innovation Responsive Grants (SIIRG) program, launched in March 2020, focuses on creating change that is responsive to community-identified health needs at the system and organizational levels, with a major emphasis on ensuring that the community of focus has a meaningful and ongoing voice in shaping improvements and innovations that address their barriers to health equity. The SIIRG program was developed and established as a complement to MeHAF’s Community Responsive Grants (CRG) program, launched in 2019. The CRG program supports projects that align with MeHAF’s goals and advance health equity, by funding community-led organizations responding to community-defined health needs.

In 2021, MeHAF aligned the core SIIRG and CRG program elements to emphasize the value of ongoing community input in systems-driven efforts meant to advance health equity. Some of the changes made in the most recent round of SIIRG included: a) comparable criteria for both programs, b) added additional external reviewers to the team, and c) use of a voting process to select recommended grantees similar to that used in the CRG process. Additionally, beginning in 2023 two-year projects may be considered for a third year of funding if it seems to support achievement of more significant change. A process will be developed over the coming months to implement this third-year funding option. Given early favorable feedback from SIIRG grantees and applicants and the continued interest in the grants program, the Program and Grants Committee, at its July meeting, approved a multi-year continuation of this program through FY2025 and recommends Board approval.

It was noted that over this time period, it is anticipated the SIIRG program will continue to be among MeHAF’s major grantmaking initiatives, at a projected funding level nearing \$1,000,000 per year, including both new and continuing grants.

Trustees shared the following comments and questions:

- Chair Ryder noted that her organization, as a SIIRG grantee, has been able to hire a community health worker to address SUD issues among the local immigrant community.
- It was asked if SIIRG grantees have been able to address issues that were magnified by COVID. SPO Dwyer indicated that while SIIRG implementation began at the beginning of the pandemic, grantees were able to stay the course with their efforts and also address issues that came to a head under the challenges of the pandemic.

It was MOVED, SECONDED (Lambke/Soma), and VOTED UNANIMOUSLY, to approve, as recommended by the Program & Grants Committee, a multi-year continuation of the Systems Improvement and Innovation Responsive Grants Program through 2025. Annual funding amounts allocated to the program will be reviewed and approved through the Annual Program Budget approval process.

Supporting Access to Care for Uninsured People in Maine Concept Memo: Chair Odimayo and VPP Kadonoff provided an overview of this new concept to establish a multi-year program to support access to care for uninsured people in Maine by providing grants to free-care clinics.

Declaration of Conflicts of Interest – No conflicts were declared.

A detailed concept memo was presented to Trustees outlining the program, specifying that the focus of the program is to deepen understanding of the need for and to enhance our support of services for individuals who rely on Maine’s community-based free clinics because they do not have public or private health insurance coverage. It is recommended MeHAF make multi-year unrestricted grants to each of the seven currently operating free clinic service providers, complemented by funding for convening, research, and technical assistance, all of which MeHAF would organize. Goals of the non- grant elements of the program include assessing and supporting capacity-building needs and developing potential policy solutions to enhance the sustainability of these service providers, who are a critical link in meeting the needs of some of the most vulnerable individuals in Maine.

Background, proposed key program elements and activities, equity considerations, strategic alignment, communication, and evaluation details were shared. It was noted that while MeHAF has at times provided very limited, project-specific funding to several free clinics, we have not provided significant, ongoing, or operationally-focused funding to these organizations that have such a great degree of alignment with our mission among health care entities in the state. It is proposed that grants will be unrestricted and will be distributed through a simplified Foundation-Initiated grant process similar to that used for making COVID-directed grants, with minimal information required from grantees, limited to that needed to ensure MeHAF meets our fiduciary responsibilities and our compliance with IRS rules. In total, the concept recommends a program investment of \$200,000 annually in grants for a four-year period, with consideration of renewal in future years based on the experience during this initial period. An additional \$30,000 per year to support technical assistance and shared learning/convening activities and a total of up to \$75,000 across the entire period to support research is also recommended. The full concept memo was reviewed by the Program and Grants Committee at its July meeting and is recommended for Board approval.

Trustees shared the following comments and questions:

- The free clinic network is invaluable to the immigrant community which may not be eligible for MaineCare.
- It’s appalling that there are such deficiencies in this country’s health care system to require the need for free clinics to exist at all. When FQHC’s were created, it was hoped that they would help close that gap, but while they have filled it, needs still remain. It’s important to support these clinics given this gap in care.

- Connections between free clinics and other health care systems need to be made more explicit and we should find ways to strengthen communication.
- It was asked how staff determined the proposed annual grant amounts to each of the seven free clinics. VPP Kadonoff indicated that the amounts suggested are based very loosely on publicly available data including organizational budgets, numbers of individuals served, hours of service provision, etc., with the intention to refine these figures once more information and data are known.

It was MOVED, SECONDED (Lambke/Roche), and VOTED UNANIMOUSLY to approve, as recommended by the Program and Grants Committee, the program concept as proposed for funding to support access to care for uninsured people in Maine as well as research and capacity building with free clinics serving this population.

Annual Program Report: Communications Manager Jeb Murphy presented the Annual Program Report which shares information about MeHAF's program activities, including grants, contracts, evaluation, and technical assistance. It was noted that while the public-facing annual report provides high-level information about grantmaking, the annual program report provides additional context, including more information about overall program strategy and operational approaches and grantmaking trends.

VPP Kadonoff provided a series of slides highlighting key lessons in 2021 and comparing 2020 and 2021, with the following takeaways:

- COVID continues to have an impact on work and community needs.
- CRG and SIIRG programs are off to a strong start; we need to continue clarifying distinctions and criteria for applicants and reviewers.
- Health Advocacy evaluation showed increases in grantee capacity and strength of network connections.
- Health Equity Capacity Building redesign highlighted grantee interest in more actively co-leading the cohort's work.

**Implications of and Response to the Supreme Court Decision Overturning *Roe v. Wade* –
Catherine Ryder (Chair), Toho Soma (Vice Chair),
Dr. Connie Adler (Guest; Past MeHAF Chair), Barbara Leonard (CEO)**

Chair Ryder introduced the discussion of MeHAF's support of comprehensive reproductive care and a recommendation that the Board reaffirm MeHAF's policy, along with the development of a grantmaking strategy. Chair Ryder shared that since the early days of the foundation's work, MeHAF has recognized the importance of comprehensive reproductive care – including, but not limited to, contraceptive through abortion care. Prior MeHAF Boards have affirmed this position, including by establishing a comprehensive care policy in 2004 and clarifying in 2007 that the policy applies to comprehensive reproductive services.

With the recent Supreme Court decision on *Dobbs v. Jackson Women's Health Organization*, the MeHAF Board is asked to reaffirm the foundation's organizational position on access to comprehensive reproductive care. Current Maine law and policy support access to Comprehensive reproductive health. However, the impact of the Dobbs decision will still be felt here in Maine, because of the need to communicate clearly and proactively about what services are legal and available in Maine, because of increased need to retain current Maine policy, and not least, the potential for increased pressure on Maine-based reproductive health providers from women from other states where access has been eliminated or curtailed.

The allocation of between \$100,000 and \$200,000 in 2022 is proposed to provide funding to Maine organizations that provide direct services and/or advocacy related to access to abortion services. During the coming months, MeHAF staff will work with key organizations in the sector to support development of a strategic plan for grantmaking and convening. Grantmaking will be directed, rather than competitive. The Program and Grants Committee and Board will be engaged as appropriate, consistent with MeHAF grantmaking policies.

Trustees shared the following comments and questions:

- Strong support of this policy was voiced by all Trustees present. It was noted that the absence of a policy by MeHAF would be noticed.
- It was asked how this policy will be communicated to the public, and concern was voiced about our readiness to contend with any negative feedback. CEO Leonard and Communications Manager Murphy stressed that it will be made clear in the statement that the policy is grounded in our mission and aligns with our long-term work to improve access to care. Communications can focus on grantmaking efforts. It was noted that MeHAF is not on popular social media platforms, therefore, will be less subjected to public comments in that realm. We will communicate strategically via our newsletter and on our website.
- Regarding our grantmaking strategy, it was stated that since the political landscape changes quickly, our grantmaking needs to be flexible. It was suggested that it is not necessary to reinvent the wheel and that we can support organizations that are already involved in these efforts.

It was MOVED, SECONDED (Lewis/King), and VOTED UNANIMOUSLY that MeHAF, as an organization dedicated to access to quality care, especially for people who experience barriers that result in their being underserved, reaffirms its support of comprehensive reproductive care including the full range of contraceptive and abortion services.

**Exploring MeHAF Board Culture to Advance Equity and the MeHAF Mission –
Catherine Ryder (Chair), Toho Soma (Vice Chair), Barbara Leonard (CEO)**

Chair Ryder and Vice Chair Soma led the discussion on how the Board can continue to improve its culture and operations to best support MeHAF’s mission and values. A Stanford Social Innovation Review article by Natalie Walrond, “Decolonize Your Board,” was distributed prior to the meeting for Trustees to read and to reflect upon to inform this conversation. Trustees discussed how the Board can continue to improve its culture and operations to best support MeHAF’s mission and values. Staff, with the exception of CEO Leonard, was asked to leave the room during this discussion and returned at its conclusion.

Among the ideas put forward were the following: 1) assign a “process observer” from among the Trustees at each meeting; 2) ask, when all are in agreement, what those who might disagree with a proposal might bring up; 3) have new Trustees make presentations to the full Board based on their own experiences to establish their role and build relationships among the group; 4) provide a primer on Roberts Rules as part of Board orientation, and research “Carter’s Rules” as an option; 5) revisit Board Code of Conduct and update if needed. It was also suggested that there be consideration of establishing group norms or agreements for the Board to provide a cultural framework within which to conduct meetings, foster participation, and provide feedback. For example, a norm could explicitly call on all present to think about any voices not at the table and consider what questions they might have or issues they might want to address. Such norms could also be distributed outward to guide committee and subcommittee meetings. The importance of building and maintaining good, open relationships within which constructive disagreement can occur was noted. The concept of “leading with abundance” was called out as important and relevant both to MeHAF’s position within the

philanthropic sector and for how our funding helps or hinders collaboration within the nonprofits that work towards MeHAF's mission.

New Business –Barbara Leonard (CEO)

Potential for New MeHAF Office Space: CEO Leonard reported that we are currently considering moving the MeHAF office to a new building, close to our existing office in Augusta. If all goes as planned the new space will reduce our footprint by about 1000 square feet, which will result in a rent decrease of approximately \$10,000 per year. Progress on these plans will continue to be shared with the Executive Committee.

Immigrant and Refugee Funders Collaborative Pooled Fund Contribution: Maine Initiatives holds an Immigrant and Refugee Funders Collaborative Pooled Fund to which contributions aid asylum seekers. The initial purpose of the fund was driven by the housing crisis and now extends to access to health care. Given this additional focus, MeHAF made a \$20K contribution to this pooled fund to support organizations that are focusing on access to health care issues.

Staff Transition: Ms. Leonard noted that Program Officer Francis has accepted a new work opportunity with Wabanaki REACH as its Assistant Executive Director, which is a new position for that organization. Her last day at MeHAF will be September 2. Ms. Francis was wished the best by everyone present.

Executive Committee – Catherine Ryder (Chair), Toho Soma (Vice Chair)

CEO Contract Renewal: *At 3:47 p.m., it was MOVED, SECONDED (Lambke/King), and VOTED UNANIMOUSLY for the Trustees to enter Executive Session for the purposes of discussing CEO Leonard's contract renewal and conducting Trustee check-in and meeting evaluation.*

At the close of this discussion, it was MOVED, SECONDED (Lewis/King), and VOTED UNANIMOUSLY to leave Executive Session at 4:07 p.m.

It was MOVED, SECONDED (Lambke/Crider), and VOTED UNANIMOUSLY to approve the recommendation of the Executive Committee, based on the survey results from Trustees, CAC, and staff, accomplishment of goals, and other information, regarding the CEO's annual performance review and change in compensation.

CEO Leonard was welcomed back to the meeting at this point and the group further debriefed on the meeting process and evaluation.

Next Meeting

The Board of Trustees will next meet on October 13, 2022, jointly with the Community Advisory Committee.

Adjournment

The meeting adjourned at 4:25 pm.

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