

**Maine Health Access Foundation**  
**Joint Meeting of the Board of Trustees and Community Advisory Committee**  
**October 12, 2023**  
**Maple Hill Farm, Hallowell**

Trustees Present: Toho Soma (Chair); Barbara Crider, Christy Daggett, Michael Lambke, Barbara Leonard (*ex-officio*), Kevin Lewis, Edward Miller, Grace Odimayo, Anita Ruff, Clarissa Sabattis

Trustees Absent: Beth Bordowitz, Tracey Hair, Dennis King, Susan Roche, Abdulkerim Said, Ian Yaffe

CAC Members Present: Fowsia Musse (Chair); Katie Adams, Nélide Berke, Gia Drew, Drew Christopher Joy, Kenneth Lewis, Rebecca Matusovich, Kenney Miller, Jessica Oakes, Sara Squires, Shirl Weaver

CAC Members Absent: Donna Brown, Matthew Dexter, Elsie Flemings, Fenton Jones, Joby Thoyalil

Guests Present: Gabriela Alcalde, Jeannette Andre, Bill Dwyer, Lori Dwyer, Deborah Ellwood, Corey Hinton, Phil Walsh, Wendy Wolf

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

### **Welcome**

Board Chair Toho Soma called the meeting to order at 10:10 a.m. and welcomed those present. Trustees, Community Advisory Committee members, guests, and staff participated in a networking activity.

Chair Soma brought attention to the Robert's Rules of Order graphic on the tables which details the process for proposing, amending or altering, and approving or declining a motion. He noted that MeHAF uses an abbreviated version of Robert's Rules of Order during Board, Community Advisory Committee, and standing committee meetings.

### **Board Consent Agenda**

Chair Soma asked if any items on the Board consent agenda required discussion. Mr. Miller recommended that the approval of the final 2022 990PF tax return and audit be removed from the consent agenda so that they could be discussed.

**990PF Tax Return:** Treasurer Miller noted that the tax return is a public document that provides transparency to MeHAF's operations. It includes details about awarded grants, excise tax paid, the calculated minimum required distribution (\$4.6M), and the Nova Fund at MeHAF. He pointed out the list of grants made during 2022. Mr. Miller thanked the efforts of Finance Manager Margo Beland, VPP Ruta Kadonoff, Finance Manager Holly Irish, as well as other staff, for their contributions to the creating and filing of the tax return.

*It was MOVED, SECONDED (Miller/Lewis), and VOTED UNANIMOUSLY to approve the 2022 990PF Tax Return as presented.*

**Audit:** Mr. Miller shared that the 2022 audit has been completed and yielded no deficiencies in accounting or controls, and without a management letter. He noted than an adjustment to the excise tax needed to be made based on an error for 2021 that needed to be recognized in 2022. This error

was on the part of the auditors, not MeHAF. The adjustment did not affect MeHAF's tax liability for 2022.

*It was MOVED, SECONDED (Miller/Sabattis), and VOTED UNANIMOUSLY to approve the 2022 Audit as presented.*

Mr. Miller shared that the Finance Committee released an RFP for a new auditing services team. Finance Committee members Beth Bordowitz and Kevin Lewis were thanked for their participation on a subgroup to manage this process. Three firms submitted bids and it was decided to remain with our current audit firm of Baker, Newman, Noyes which will compile a different team to work with MeHAF moving forward. Mr. Miller noted that changing audit teams periodically is best practice to provide objectivity and avoid over-familiarization with staff and the organization.

Mr. Miller reported that an RFP for new investment advisors has been released with proposals due today. Consultants from Kidderbrook Group are working closely with a subcommittee of the Finance Committee comprised of former MeHAF Treasurer Bruce Nickerson and Committee members Peter Fackler and Mike Wood along with CEO Leonard and Finance Manager Beland. Proposal review will occur by mid-November, and finalist firms will be interviewed in person at MeHAF in December.

*It was MOVED, SECONDED (Daggett/Lambke), and VOTED UNANIMOUSLY to approve the remaining consent agenda items:*

- President's report
- August 10, 2023, Board meeting minutes
- August Treasurer's report
- August finance dashboard

### **Community Advisory Committee Consent Agenda**

CAC Chair Fowsia Musse asked if any items on the CAC consent agenda required discussion. Hearing none, *it was MOVED, SECONDED (Squires/Lewis), and VOTED UNANIMOUSLY to approve the minutes of the July 19, 2023, Community Advisory Committee meeting.*

### **Equity Subcommittee – Sara Squires (ESC member and CAC Vice Chair), Jake Grindle (SPO)**

Equity Subcommittee Vice Chair Sara Squires reminded Trustees and CAC members that the ESC serves as a resource to guide and reflect on MeHAF's organizational value to advance equity, as we make that value real both in our operations and in our culture. It also helps to frame key elements of each October's joint Board and Community Advisory Committee meeting, which is our annual opportunity to explore more deeply together issues of equity, social justice, and anti-racism. The ESC met on September 22 to review progress and advise on planned next steps within the three priority areas for action developed at last October's joint Board and Community Advisory Committee meeting. SPO Jake Grindle shared highlights, including:

1. Collaboration with other funders
  - Determine what we are currently doing, what is working, where the challenges are, and then develop actions to improve.
  - The panel of Maine funders scheduled for later in the agenda was developed as part of this priority area.

- Develop plan to work with Maine Philanthropy Center to convene organizations that are working on common issues and to better align efforts for equity encouraging ownership of the process.
- 2. Enhancing MeHAF's role in advocacy
  - Hold regular training (every several years) by the Alliance for Justice. Take learnings from the Alliance for Justice training and incorporate them into Board and CAC new member orientation.
  - Work with grantees and partners to determine what role they would like MeHAF to play in advocacy areas.
  - The Health Justice Moving Building Retreat scheduled for November is being planned with input from MeHAF's Advocacy and Health Equity Capacity Building grantees. They will generate plans for how to use a \$2M portion of the Nova Fund.
- 3. Reimagining MeHAF meetings
  - Determine what we can do in between regular meetings to provide the opportunity for Trustees and CAC members to offer suggestions on how we can improve our work, prioritizing conversations with staff.
  - Create more learning opportunities that will be conducive for Trustees and CAC members to share their expertise. This was a noted response from the recently-fielded Equity and Engagement survey.
  - Increase small group and one-on-one discussion opportunities.
  - Continue the process to change the meeting stipend to 'opt out' rather than 'opt in.'

SPO Grindle shared that last month's classism workshop was the first convening of advocacy grantees, Board, and CAC members around a single topic. Given the success of that event, the ESC will explore other topics for learning opportunities such as this.

Mis/disinformation was discussed and how it is an obstacle to advocacy efforts. SPO Grindle stated that the information environment is one of the factors that a coordinated movement can help to overcome by dismantling the infrastructure which allows mis/disinformation to perpetuate. We can determine how MeHAF can play a role, perhaps through identifying and convening organizations which work to be trusted sources of truthful information.

### **Learning Session Tribal Sovereignty and Related Federal and State Policy**

CEO Leonard conducted a land acknowledgement.

Chair Soma welcomed Chief Clarissa Sabattis, Houlton Band of Maliseet Indians and MeHAF Board Secretary; and Michael-Corey Hinton, Attorney, Drummond Woodsum, who were present to provide an update about Tribal sovereignty and relevant state and federal policy issues. This was a follow-up to their presentation to the Board in August 2021. They discussed the inequities of the Land Settlement Acts on tribes in Maine as compared to those throughout the country and how efforts to be recognized as sovereign nations by the state of Maine are proceeding. They discussed the inequity within the Acts between the Maliseet, Micmac, Passamaquoddy, and Penobscot nations and the challenges and negative outcomes of not being able to determine their own destiny as government entities. It affects all areas of life including hunting rights/food access, health/life expectancy, employment, taxes, legal issues, and family custodianship.

They described an upcoming ballot question which is intended to make sure the full text of the Maine Constitution is restored including original language referencing provisions of Indian treaties, which are still in force and effect. They also reviewed a timeline of recent efforts to revise the Settlement Act in the Maine State Legislature.

Trustees and CAC members were provided an opportunity to ask questions or provide comments. Chief Sabattis noted that Tribal representatives have worked to develop deeper relationships with members of the Maine Legislature. Chief Sabattis and Mr. Hinton also offered to provide links to resources for the issues surrounding tribal sovereignty for those who wished to learn more.

Chief Sabattis and Mr. Hinton were thanked for the information conveyed in this discussion and the time they took to be here today.

### **Dr. Wendy J. Wolf Health Leadership Award Presentation**

In recognition of MeHAF founding President & CEO Dr. Wendy J. Wolf's 15 years of service and leadership, the Board created the Dr. Wendy J. Wolf Health Leadership Award in 2017, which recognizes the exceptional leadership and achievements of nonprofit leaders working to promote access to quality health care and improve the health of Maine people, particularly those who are uninsured and underserved. The award includes a \$10,000 gift to the nonprofit organization that employs the recognized leader. This year's award was presented to Lorelle "Lori" Dwyer, Esq., President & CEO of Penobscot Community Health Care. Dr. Wolf was present for the award presentation, and she and Ms. Dwyer and both provided comments.

### **Governance Committee – Toho Soma (Board Chair) and Barbara Leonard (CEO)**

Board and Community Advisory Committee Meeting Norms: Board Chair Soma shared that at last October's Joint Board and Community Advisory Committee Meeting, the group brainstormed a number of strategies to operationally support MeHAF's value to advance equity. One of the ideas was to develop explicit norms for MeHAF 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 had developed draft norms which were presented for review, comments, and suggested edits to the Board at its June meeting and to the CAC at its July meeting. The norms presented for approval incorporates their feedback.

Trustees and CAC members reviewed and discussed the presented norms and asked that other forms of discrimination, not just racism, be included in the introduction paragraph. It was agreed to edit the end of that paragraph as follows: "...to advance equity and combat racism **and other systemic injustices.**" It was also suggested and agreed that '**family care**' rather than 'child care' be noted under the accessibility section.

*It was MOVED, SECONDED (Sabattis/Adams), and VOTED UNANIMOUSLY to approve Board and Community Advisory Committee Meeting Norms, as recommended by the Governance Committee, and amended as above.*

2024 Recruitment: Board Chair Toho Soma noted that the Governance Committee is in the process of recruiting two new Trustees and three new CAC members for approval in April 2024. At its September meeting, the Committee identified prospects based on the established 2024 recruitment priorities. The confidential 2024 working prospect list for recruitment was shared with Trustees and CAC members who were provided the opportunity to submit feedback to CEO Leonard or Governance Committee Chair Roche by Monday, October 16, on any of the prospects prior to the commencement of outreach which will begin later in October.

Nominees for Leadership Consideration: CEO Leonard noted that emails will be sent later this month seeking prospects for future Board, CAC, and standing committee leadership. She encouraged everyone to reply with recommendations.

### **Partnerships and Collaboration with other Foundations – Now and the Future**

As part of MeHAF's ongoing efforts to collaborate with other foundations, Gabriela Alcalde, Sewall Foundation; Phil Walsh, Maine Initiatives; Deborah Ellwood, Maine Community Foundation; and Jeannette Andre, Maine Philanthropy Center were welcomed to the meeting. CEO Leonard facilitated the discussion noting that, as mentioned earlier in the meeting, the Equity Subcommittee determined that a priority area is to collaborate with other foundations. Background information was included in the meeting packet outlining MeHAF's current collaborative roles and relationships with Maine philanthropies, along with how each of the represented panel organizations intersect with MeHAF through their work. Panel members shared insights about how they engage in funder partnerships along with the barriers to partnering well. They also shared how they engage in equity and social justice work.

Trustees and CAC members expressed appreciation for acknowledging the changes that have been and still need to be made in philanthropy around issues of equity and social justice work while also being cognizant of the power funders have to spend time and resources on these issues. It's important to remember that many organizations haven't had the opportunity to focus on equity because they've been busy doing their work. It would be helpful if funders would reach out, with resources and perhaps through trainings, to grantee organizations to promote the equity journey.

It was suggested that funders explore more nontraditional ways that would provide access to capital for nonprofit organizations. This could be achieved through micro loans, revolving loan funds, and impact investing using the structures that foundations currently have that can provide more access.

It was asked if there have been conversations amongst funders about helping various populations they support to help establish their own philanthropic funds so they can do their own work within and for their own communities? Panelists noted that there is currently some experimenting with participatory grantmaking which brings decision-making power to community organizations.

Barbara thanked the panelists and encouraged Trustees and CAC members to provide feedback on this learning session, if it was helpful, and ideas for a future gathering of philanthropies.

### **Program and Grants Committee – Dr. Grace Odimayo (Chair), Ruta Kadonoff (VPP)**

Updates on Recent Committee Actions: Program and Grants Committee Chair Odimayo and VPP Kadonoff provided updates on recent committee actions including the following, which were detailed in a memo included in the packet material, and are included in the committee's meeting minutes, also in the packet.

#### **MeHAF's Equity Journey – What's Next?**

**Sara Squires (Equity Subcommittee Member and CAC Vice Chair), Jake Grindle (SPO)**

SPO Jake Grindle reminded Trustees and CAC members of the following equity priority areas for engagement. He asked everyone to break into small groups to discuss ideas for what should be next for MeHAF's work in each of these areas.

1. Collaboration with other funders
2. Enhancing MeHAF's role in advocacy
3. Reimagining MeHAF meetings

Highlights shared from these small group discussions include:

- Even if grantees are provided funding for education, there's little time to spend on this effort. Bring the education to the grantees.
- Provide additional support for grantees through consultants to make policy changes within organizations.
- Bring direct service providers into the health advocacy conversation.
- Need more discussion to figure out how to deepen the philanthropic collaboration that's already happening. Unsure about what's being done already. Are there ways to radically change the philanthropic system?
- Collaborate with regional funders (NH and VT) around issues such as substance use disorders.

### **Nova Fund – Ruta Kadonoff (VPP)**

Nova Fund Update: VPP Kadonoff provided an overview of priority areas as approved in April 2023 and plans for keeping the Board and CAC informed. Planning work was done last spring to provide structure for how the funds will be spent. Current and future spending includes:

- Increase funding for current/recent priorities \$2M (September 2023)
  - Commit to further funding certain current grantees.
- Health Justice Movement Building \$2M (November 2023)
  - Grantees and other partners will gather with MeHAF for a three-day retreat in November to develop plans for using these resources to foster and resource a statewide movement for health justice.
- Big Ideas \$2.5M (Spring/Summer 2023)
  - MeHAF will begin an exploration of “Big Ideas,” engaging grantees and other stakeholders, that might have big and lasting impacts on health access in Maine
- Critical Issues-Planning \$2.5M (2024/2025)
  - MeHAF will explore doing further planning charrettes or other smaller-scale idea and information gathering activities around various topics such as health workforce, fiscal support strategies for small health-focused nonprofits; and Maine's mental health crisis response services system.

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

Highlights from Board and Community Advisory Committee survey results and next steps: Barbara shared highlights from the Board/CAC equity and engagement survey. There was expressed interest in sharing areas of expertise on multiple topics from many Trustees and CAC members.

Reflections on the September 12 workshop “Confronting the Implications of Classism”: There were overall positive comments shared following the September 12 classism workshop. There was note of the intensity of the day and that some left with actionable items to incorporate into their work and lives.

Maine Alliance for Health and Prosperity Conference: The Maine Alliance for Health and Prosperity Conference will be held in Augusta on November 17. Information was shared and those present were encouraged to attend.

Meeting feedback from group – check in on norms and Robert's Rules guide: Feedback was positive.

2024 Board, Community Advisory Committee, and Committee meeting calendars: 2024 Board of Trustees, Community Advisory Committee, and standing committee calendars were included in the meeting packet. All were encouraged to mark their calendars.

December Holiday Open House: Chair Soma asked for opinions on whether or not they would attend an in-person holiday open house at MeHAF's new office in Augusta. There was general support to do this.

### **Next Meeting**

The Board of Trustees will next meet on December 14, 2023; the Community Advisory Committee will next meet on January 24, 2024.

### **Adjournment**

The meeting adjourned at 4:20 pm. *(Sabattis/Joy)*

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