

Maine Health Access Foundation
Joint Meeting of the Board of Trustees and Community Advisory Committee
October 13, 2022
Maple Hill Farm, Hallowell

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

Trustees Absent: Grace Odimayo, Clarissa Sabattis, Ian Yaffe

CAC Members Present: Matt Dexter, Tracey Hair, Rebecca Matusovich, Jessica Oakes, Reshid Shankol, Sara Squires, Shirl Weaver

CAC Members Absent: Thomas Bartol, Nélide Burke, Donna Brown, Jacqui Clark, Gia Drew, Elsie Flemings, Fenton Jones, Kenney Miller, Fowsia Musse, Elizabeth Neptune, Noah Nesin, Benjamin Sprague, Joby Thoyalil

Guest Present: Elizabeth Bordowitz

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

Welcome

Board Chair Catherine Ryder called the meeting to order at 1:48 p.m. and welcomed those present. CEO Barbara Leonard was acknowledged for her 15 years of service at MeHAF. Trustees, Community Advisory Committee members, and staff participated in a networking activity.

Board Consent Agenda

Chair Ryder asked if any items on the Board consent agenda required discussion. Mr. Miller recommended that the approval of the final 2021 990PF tax return and audit be removed from the consent agenda so that they could be discussed, along with the updated Investment Policy Statement.

Audit

- The audit yielded no deficiencies in accounting or controls.

990PF Tax Return

- The grant list for 2021 was longer than usual given the number of COVID grants approved.
- Since MeHAF had prepaid its excise taxes, no additional excise taxes need to be paid for 2021 when the tax return is submitted.
- The required payout of \$5,516,428 for 2022 on page 9 was highlighted.

Investment Policy Statement (IPS)

- The proposed update to the IPS, as recommended by the Finance Committee, separates the spending policy from the liquidity policy. The updated guidance for spending clarifies that the required 5% payout calculation will be calculated by staff as part of the preparation of the annual budget, taking into account implications for multi-year grant commitments, as well as the perpetual nature of MeHAF. The final target amount for payout to ensure that no penalties arise is calculated as part of the tax return.

Chair Ryder encouraged Trustees and CAC members to read the President's Report to be apprised of the details of staff activities that have been undertaken during the past two months that advance MeHAF's work.

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

- President's report
- August 11, 2022, Board meeting minutes
- August Treasurer's report
- August finance dashboard
- Final MeHAF 2021 Audit and 990PF
- Updated Investment Policy Statement/Spending Policy

Community Advisory Committee Consent Agenda

CAC Member Tracey Hair noted that since there was no quorum for the CAC, this item will be tabled until the January meeting.

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

Board Election of New Trustee and Treasurer: Chair Roche shared that the recent resignation of Trustee and Treasurer Odette Thurston prompted the need for an off-cycle election of a new Trustee as well as the election of a new Treasurer.

Ms. Roche, on behalf of the Governance Committee, recommended the election of Trustee candidate Elizabeth (Beth) Bordowitz to the Board to complete the service term vacated by Trustee Odette Thurston through April 13, 2023, at which time she would be eligible for up to two additional three-year terms. Additionally, Ms. Roche recommended that current Trustee Edward Miller have his term extended by one year, until April 2024, and to be elected as Treasurer through April 13, 2023, at which time he would be eligible for re-election.

It was MOVED, SECONDED (King/Lewis), and VOTED UNANIMOUSLY (with Mr. Miller abstaining) to approve Elizabeth Bordowitz as a new Trustee, and to approve current Trustee Edward Miller as the new Treasurer through April 13, 2023, and to extend his Board term until April 2024.

2023 Recruitment: Governance Committee Chair Sue Roche noted that the Committee is in the process of recruiting three new Trustees and three-five new CAC members for approval in April 2023. At its September meeting, the Committee identified prospects based on the established 2023 recruitment priorities. The confidential 2023 working prospect list for recruitment was shared with Trustees and CAC members who were provided the opportunity to submit feedback to CEO Leonard or Chair Roche by October 17 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 next week seeking prospects for future Board, CAC, and standing committee leadership. She encouraged everyone to reply with recommendations.

Program and Grants Committee –Ruta Kadonoff (VPP)

COVID-19 Technical Assistance Support for Maine Initiatives through Donor Advised Fund at Maine Community Foundation: Vice President for Programs Kadonoff explained that Maine Initiatives (MI) is seeking a fourteen-month grant to implement a program of grant support and strategic technical assistance for public health-focused Immigrant-led Organizations (ILOs) and Ethnic Community Based Organizations (ECBOs) that played key roles in responding to the COVID-19 pandemic and its disproportionate impact on new immigrant communities and communities of color. In development of this project, MI has been in close contact with the Maine CDC's Office of Population Health Equity (OPHE) to ensure that the proposed project will complement and be coordinated with OPHE's own efforts, particularly the implementation of the federally funded

COVID-19 Disparities Grant. Funding would come from MeHAF's Donor Advised Fund (DAF) held at Maine Community Foundation which includes funds for several activities, including COVID-19 response grants with a specific focus on "wrap-around and complementary funding for direct health and social services grants." It was further explained that the proposed approach includes two key elements that will address immediate needs and also contribute to lasting improved capacity at both MI and within the ecosystems of ILOs and ECBOs. As MeHAF works with MI to implement this funding, we will also ensure close coordination with our Health Equity Capacity Building grantees, with explicit efforts to share information, learning, and resources. Additionally, there is an explicit goal of leveraging the MeHAF grant to kick off the resource/development hub as a lever to seek additional support from other foundations. The Program and Grants Committee reviewed this proposal at its September 12 meeting and recommends Board approval.

Trustees shared the following comments:

- It will be important to assess what type of technical assistance is needed, as the funding available from the state has some limitations and restrictions. It will be important to identify and connect with organizations that will not be receiving funds through this current round of federally supported grant funding from the state.
- Capacity needs are very different and unique among the priority organizations and the communities they serve, so it will be important to meet them where they are and to tailor support as appropriate.
- This funding opportunity will benefit from MeHAF's partnership with MI as they have different and broader connections throughout the priority organizations and communities.

Declaration of Conflicts of Interest –No conflicts were declared.

It was MOVED, SECONDED (Said/King), and VOTED UNANIMOUSLY, to approve, as recommended by the Program & Grants Committee, a grant of \$220,000 from the MeHAF Donor Advised Fund at Maine Community Foundation to Maine Initiatives for the COVID Technical Assistance Project, for the grant period November 1, 2022 through December 31, 2023, consistent with standard MeHAF contract obligations.

Updates on Recent Committee Actions: VPP Kadonoff provided updates on recent committee actions including the following:

- *Health Advocacy-Grantee Cohort Expansion* – In April 2022, as recommended by the Program and Grants Committee, the Board authorized a new round of funding for all grantees in the current Health Advocacy program, for the period January 2023-December 2026. In addition, the Board also authorized adding up to five new organizations to the cohort via invited applications. When considering which organizations to invite to fill these five available slots, SPO Grindle worked with current grantees to identify important experience or connections to policy areas or communities that are currently underrepresented in the cohort and five organizations were identified, in consultation with current grantees. At its September meeting, the PGC considered and approved this proposed slate of additional grantees to receive annual grants of \$25,000 each for the 2022-2026 grant period.
- *Health Advocacy-Supplemental Funding* – At its September meeting, the Program and Grants Committee approved supplemental grant payments of \$5,000 to the ACLU of Maine Foundation, \$15,000 to Maine People's Resource Center, and \$30,000 to Maine Equal Justice Partners as Health Advocacy grantees who are currently facing increased costs associated with community outreach, education, and engagement.
- *Systems Improvement and Innovation Responsive Grants (SIIRG) Program* – At the August Board meeting, Trustees approved continuing the SIIRG program through 2025, recognizing that the programs' intent to advance health equity through systems change will require long-term effort. At its September meeting, the Program and Grants Committee approved a

process for selecting among the second-year grantees to receive an additional year of funding. Based on the selection criteria, grantees best meeting the criteria will be invited to request a third year of funding on a non-competitive basis.

**MeHAF's Equity Journey – What's Next?
Toho Soma (Equity Subcommittee Co-Chair), Jake Grindle (SPO)**

Equity Subcommittee Co-Chair Toho Soma and SPO Jake Grindle summarized MeHAF's equity journey from 2015-2021, and noted that at the October 2021 meeting Trustees and Community Advisory Committee members considered both a timeline of activities and some "then" and "now" examples of what has been accomplished and what work still remains. The Equity Subcommittee further delved into a progress update on the 2017 equity assessment recommendations when it met in March. Staff then picked up the process, meeting three times in the succeeding months with Gita Gulati-Partee of OpenSource Leadership Strategies to consider what the logical next phase of work might be, based on both the 2017 assessment and the 2019 culture audit, in each of the three focus areas outlined: *Grantmaking Strategy and Process*; *Leadership Voice and Visibility*; and *Internal Operations and Culture*.

Staff brainstormed a variety of potential future actions in each focus area. Some represented continuation or expansion of current activities, others were well-suited for staff to take the lead, some will be incorporated into the higher-level evaluation of the Strategic Framework, and others seemed appropriate for additional input from the Equity Subcommittee, Community Advisory Committee, and Board.

Three areas ripe for Board and CAC brainstorming were identified following the staff review process: 1) Refining our role with and approach to advocacy; 2) Re-imagining MeHAF Board, CAC, and committee meetings; and 3) collaboration with other funders. These topics were explored by small groups with a goal of identifying potential next steps – and who would be responsible – in each area. Members of the Equity Subcommittee helped facilitate the small groups. Notes from these sessions will be compiled, reviewed by staff, and brought to the appropriate committee for further action.

Executive Committee Updates and New Business – Catherine Ryder (Chair) and Barbara Leonard (CEO)

Update on Proposed Bylaws Changes: CEO Leonard reported that the bylaws changes approved by the Board were sent to the office of the Attorney General and were largely approved by the AG, except for a *per diem* for meeting preparation for Board, CAC, and committee meetings. The added language to *Section 2.1 General Purposes* – "...within these purposes, the Corporation will promote improved health within Maine, particularly for those experiencing disproportionate barriers to health and health care." was also acceptable to the AG's office. We will now work with Attorney Nelson Toner to draft a formal petition to the Maine Superior Court for these changes. Ms. Leonard thanked the Executive Committee, specifically Sue Roche and Toho Soma, for helping to shepherd this lengthy process.

Book to Share: Ibram Kendi's book *How Not to Be an Antiracist* was available to all to take home. It had been planned to give this book to everyone in April of 2020, but due to moving to virtual meetings during the pandemic, this gift had been delayed.

Charitable Donation Opportunity: CEO Leonard shared that MeHAF has been approached to receive a charitable donation. Background work is currently being conducted in order to make MeHAF eligible to receive this donation, including a Gift Acceptance Policy which is in the process of being approved by the Executive Committee. More information will be available and shared in the coming months.

Meeting Feedback from Group: Board Chair Ryder and CAC member Hair thanked everyone for being in person at this meeting noting that our work is enhanced when we are able to gather and share and network in the same place.

Next Meeting

The Board of Trustees will next meet on December 8, 2022; the Community Advisory Committee will next meet on January 25, 2023.

Adjournment

The meeting adjourned at 4:20 pm. *(King/Lewis)*

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