

Maine Health Access Foundation
Joint Meeting of the Board of Trustees and Community Advisory Committee
October 14, 2021
(Held via videoconference.)

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

Trustees Absent: Samuela Manages, Claudette Ndayininahaze, Bruce Nickerson, Clarissa Sabattis, Ian Yaffe

CAC Members Present: Gia Drew (chair), Thomas Bartol, Matt Dexter, Tracey Hair, Rebecca Matusovich, Kenney Miller, Fowsia Musse, Elizabeth Neptune, Jessica Oakes, Sara Squires, Shirl Weaver

CAC Members Absent: Nélide Burke, Donna Brown, Jacqui Clark, Elsie Flemings, Rob Kieffer, Noah Nesen, Reshid Shankol, Benjamin Sprague, Joby Thoyalil

Guests Present: Gita Gulati-Partee (OpenSource Leadership Strategies)

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

Welcome

Chair Catherine Ryder called the meeting to order at 12:33 p.m., and welcomed those present.

Board Consent Agenda

Chair Ryder asked if any items on the Board consent agenda required discussion. Treasurer Odette Thurston recommended that the approval of the final 2020 990PF tax return and audit be removed from the consent agenda so that they could be discussed. This recommendation was followed and Ms. Thurston shared the following:

990PF Tax Return

- The tax return is one of MeHAF's opportunities for transparency; tax returns and audits are posted on the website.
- Tax return and audit processes go hand-in-hand to ensure that all of the numbers tie together.
- Tax returns each year are submitted under an extension until November 15 to allow all of the K-1 income statements from investment accounts to be received.
- This year MeHAF filed electronically for the first time, which required substantial reworking by staff of the supporting documentation.
- Our spending over the required 5% last year to respond to the pandemic means that we could spend less this year (in simplest term, the overage carries forward for a five-year period). However, our commitment is to maintain spending levels, and in fact increase them due to the increased value of the endowment as well as plans to continue some level of pandemic response in 2021 and 2022.

Audit

- The 2020 audit process began in February with "on-site" (via electronic review) assessments and has just been completed.
- No major deficiencies in accounting or controls noted.

- One issue with multi-year grant expenses approved in 2020, but recognized as accrued expenses in 2021. This was noted as a deficiency in internal control in the management letter, but was not considered a significant deficiency or a material weakness.
- Compliments from the audit and tax teams regarding the quality of the information provided, timeliness, and availability and helpfulness of staff.

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 the work of MeHAF. She specifically highlighted that Holly Irish was promoted to Grants Manager and Senior Program Officer Jake Grindle just finished six years at MeHAF.

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

- President's Report
- August 12, 2021, Board Meeting Minutes
- August Treasurer's Report
- August Finance Dashboard
- Final MeHAF 2020 Audit and 990PF Tax Return

Community Advisory Committee Consent Agenda

CAC Chair Gia Drew asked if any items on the CAC consent agenda required discussion. Hearing none, *it was MOVED, SECONDED (Bartol/Hair), and VOTED UNANIMOUSLY to approve the minutes of the July 14, 2021, CAC meeting.*

Reinforcing Equity Through Organizational Culture – Toho Soma, Liz Neptune (Equity Subcommittee Co-Chairs), Gita Gulati-Partee (OpenSource Leadership Strategies)

Equity Subcommittee Co-Chairs Liz Neptune and Toho Soma provided background of MeHAF's commitment to equity through which its Board of Trustees, Community Advisory Committee (CAC), and staff strive to achieve our mission. They noted that in order for this to happen, relationships among members of the Board and CAC and across these two volunteer bodies for the organization must be strong, mutually reinforcing, and valued. In addition, it's important that open opportunities be provided for Board and CAC to share their thoughts about MeHAF's direction and about opportunities and issues in the broader context within which MeHAF does its work – in ways that go beyond analyzing and approving plans created by staff and committees.

At their recent meetings, the Equity Subcommittee and Community Advisory Committee identified the importance of continued focus on relationship building and bringing the voices and experiences of everyone on the Board and CAC to the table to inform MeHAF's work. OpenSource Leadership Strategies equity consultant Gita Gulati-Partee facilitated a session to help identify additional ways to foster this goal by introducing a community building exercise during which Trustee and CAC members responded to three prompts in breakout rooms: (1) Who are your people? Who do you feel personally accountable to? (2) What expert perspective or knowledge do you bring to MeHAF? Where did this expertise come from? (3) What health equity impact do you want to see MeHAF contribute to in Maine? How can you contribute to this?

CEO Barbara Leonard shared highlights of MeHAF's equity journey. Program Officer Andrea Francis emphasized how we continue to integrate our equity focus into all aspects of our work

and noted that the pandemic provided an opportunity to respond to communities and organizations that were negatively impacted by the pandemic environment. Senior Program Officer Jake Grindle referenced the established Equity Operating Principles and noted that all 32 recommendations from our initial equity assessment have been addressed, primarily by the Equity Subcommittee, Governance Committee and staff. He indicated that this does not mean that we are finished with our equity work, it means that as the journey continues, we step up to new levels and focus on creating better systems to build identity as Board and CAC members so that both bodies can more fully contribute and have input to our work.

Ms. Gita Gulati-Partee introduced an exercise during which the following topics were discussed in small groups:

- Considering MeHAF's focus on health care access and health equity in Maine, who are the "impacted communities" and how are they changing?
- Considering MeHAF's focus on health care access and health equity in Maine, what systems need changing and in what ways?
- Considering MeHAF's focus on health care access and health equity in Maine, what are some ways to approach grantmaking and governance more equitably – e.g., trust-based philanthropy, participatory grantmaking, community authorization – that we can learn more about and try on?

The final open conversation focused on Trustees and CAC members reflecting on our recent work and discussing any questions about how MeHAF does this work or things they would like to have talked more about or that they feel we should pay more attention to.

Co-Chairs Neptune and Soma thanked everyone for the open and candid participation in these discussions noting that this feedback will inform our ongoing equity efforts. Comments and suggestions gathered will be reviewed in the future by committees and staff.

Governance Committee – Ms. Susan Roche (Committee Chair)

2022 Recruitment: Governance Committee Chair Sue Roche noted that the Committee is in the process of recruiting up to two new Trustees and up to one new CAC member for approval in April 2022. At its September meeting, the Committee identified prospects based on the established 2022 recruitment priorities. The confidential 2022 working prospect list for recruitment was shared with Trustees and CAC members who were provided the opportunity to provide feedback with CEO Leonard or Chair Roche by October 15 on any of the prospects prior to the commencement of outreach which will begin at the end of October.

Gifts for Departing Trustees and CAC Members: Governance Committee Chair Roche and CEO Leonard shared that for many years MeHAF has recognized departing Trustees and CAC members with a small physical gift. In addition, Trustees have been offered the opportunity to designate one or more small grants to Maine-based nonprofits that are doing work consistent with MeHAF's mission, that are eligible to receive funding from MeHAF, and with which the Trustee does not have a conflict of interest or self-dealing relationship. In recent years, the total that each Trustee could designate has been \$600.00 per term served (\$200.00 per year served), therefore up to \$1,800.00 in total for a Trustee that served three full three-year terms.

As MeHAF seeks to ensure an organizational culture that recognizes the important work of all who serve as volunteers, it has been proposed that a similar opportunity to designate small grants be offered to departing CAC members. Ms. Leonard has reached out to MeHAF's attorney, who has indicated that this would be an acceptable practice. The Governance Committee approved this process and recommends Board approval.

It was MOVED, SECONDED (King/Miller), and VOTED UNANIMOUSLY to approve recognition of service of departing CAC members by offering the designation of small grants, consistent with the practice for departing Trustees, as recommended by the Governance Committee.

Strategic Planning Committee – Mr. Ed Miller (Committee Chair)

Highlights of Recent SPC Activity and Future Work: Committee Chair Ed Miller and CEO Leonard explained that the priority focus of the Strategic Planning Committee (SPC) for the remainder of 2021 and early 2022 is a review of the strategic framework that was approved in June 2018 with a time horizon going into 2022. The Committee is reviewing the external context for MeHAF’s work and the rationales for goals and the narrative associated with each strategy, as well as the timeframe for the work to be accomplished. The SPC may make a recommendation for an extension of the framework for several years to provide time for implementation in areas that have been put on hold due to the pandemic. Ideally, this will occur at the April 2022 Annual Meeting, so that both the Board and Community Advisory Committee can discuss and vote on the extension together. Further details of the conversations held during the September meeting were shared in both a memo and in the SPC meeting minutes with Mr. Miller highlighting the following:

- We may consider exploring revisions to the bylaws given the original and existing narrowly-focused “health care” which is now complemented by the broader “health” and “public health” arenas which are critical elements of access. The process would require input and recommendation from the SPC, then Board approval, prior to reaching out to the office of the Attorney General, and, ultimately, the Maine Superior Court.
- The social determinants of health are important to consider and to acknowledge in our work.
- Misinformation is increasingly a barrier to access to health care. Confronting that misinformation is key to increasing access to health care.

The Committee will meet in November to continue these discussions.

Program & Grants Committee – Mr. Dennis King (Committee Chair), Ms. Ruta Kadonoff (VP for Programs), Mr. Charles Dwyer (SPO)

Extension & Modification of Foundation-Initiated Grant to Town of Jackman for the Critical Access Physician Extender (CAPE) Project: Program and Grants Committee Chair Dennis King and Senior Program Officer Dwyer presented a request for an additional year of funding for a current Foundation-Initiated (FI) grant to the Town of Jackman’s further development of the Critical Access Physician Extender (CAPE). In July of 2020, MeHAF awarded a FI grant of \$50,000 to the Town of Jackman to support the CAPE project. This effort engages community members and administrators of three towns and the surrounding unincorporated areas, a federally qualified health center (FQHC) operated by Penobscot Community Health Care (PCHC), and North East Mobile Health Services (NEMHS) a contracted Emergency Medical Services (EMS) agency, in an innovative system re-design that maintains the capacity of the primary care clinic to deliver 24/7 emergent and urgent care by enabling a higher than typical level of local EMS response and wider spectrum of care. The project’s goals are to establish and pilot test a sustainable model of physician extender that can be flexible enough to fill identified care gaps present in Jackman and the surrounding rural areas due to geographic isolation and low volume.

The 2020 grant supported the first year of a two-year plan to develop this approach. Funding for this project aligns with our rural health and health workforce strategies and was approved by staff, per the FI grantmaking policies and procedures. Progress and challenges of the project were shared and were outlined in an accompanying memo. Year 2 of the project will focus on the development of the community health portion of the physician extender's role. The Program and Grants Committee has reviewed and is supportive of a proposed project modification submitted by the Town of Jackman to add a second year of funding to the existing FI grant at \$50,000 given the project's alignment with our priorities as well as its potential for continued learning, replication, and statewide impact. While the initial grant was appropriate for staff level approval, this additional year of funding increases the total grant award amount from \$50,000 to \$100,000, requiring approval by the Program and Grants Committee as well as the Board.

Declaration of Conflicts of Interest – No conflicts were declared.

It was MOVED, SECONDED (Soma/Lambke), and VOTED UNANIMOUSLY to approve an additional \$50,000 of funding to the Town of Jackman for the CAPE project, and extend the grant period to October 14, 2022.

Updates on Committee Actions: The Program and Grants Committee met on September 13. In addition to updates on a number of program activities, including a presentation from the Health Equity Capacity Building Program evaluation team, the Committee considered and approved revisions to two grantmaking policies (Financial Due Diligence Policy and Accessibility Expense Policy) to better align them with our current organizational context and grantee needs.

**Executive Committee – Ms. Catherine Ryder (Chair),
Ms. Barbara Leonard (CEO)**

Concept Memo for 2021 Phase 3 COVID Response Funding: CEO Leonard provided background on MeHAF's COVID-19 funding response to date and presented details and rationale for a third, and final, phase of funding for 2021. Significant federal dollars have begun flowing into the state for a variety of pandemic response activities. However, these funds come with specific guidelines for focus areas and reporting, and they are being distributed through the state procurement process. Some funds are intended to boost infrastructure and capacity of organizations that have been at the front lines of pandemic response, particularly those in rural areas and Black, Indigenous, and People of Color (BIPOC) communities and organizations. Other funds will help to support community health needs assessment in BIPOC communities. There may, however, be timing gaps between the end of current funding streams and the availability of the federal funding, and the federal funds are not able to comprehensively address some of the broader issues related to coordination of efforts. The pandemic has also exposed critical weaknesses in several large systems that address the needs of Maine people whose health and social situations are the most fragile. The request for approval of up to \$450,000 for 2021 Phase 3 COVID-19 funding response is specifically proposed to focus on:

- Wrap-around and complementary funding for direct health and social services grants (up to \$300,000)
- Supporting coordination of efforts to establish a community-led health needs assessment for immigrant communities (up to \$80,000)
- Assessment of the sustainability of behavioral health and long-term care sectors through the lenses of business models and reimbursement structures (up to \$70,000)

Declaration of Conflicts of Interest – The following conflict of interest was declared:

Trustee/CAC Member:	Conflict:
Abdulkerim Said	Involved in Maine Initiatives needs assessment planning (not deemed a fiduciary conflict)

Mr. Said recused himself from the vote.

Trustees and CAC members expressed their support for this process, particularly for the community-led health needs assessment funding and collaboration.

It was MOVED, SECONDED (Lambke/Thurston), and VOTED with one abstention to approve use of up to \$450,000 to support response to the COVID-19 epidemic in Maine.

Next Meeting

The Board will next meet on Thursday, December 9, 2021. The Community Advisory Committee will next meet on January 19, 2021.

Adjournment

The meeting adjourned at 3:50 pm.

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