

Maine Health Access Foundation
Joint Meeting of the Board of Trustees and Community Advisory Committee
April 11, 2024
Maple Hill Farm, Hallowell

Trustees Present: Toho Soma (Chair); Beth Bordowitz, Barbara Crider, Christy Daggett, Dennis King, Michael Lambke, Barbara Leonard (*ex-officio*), Kevin Lewis, Susan Roche, Anita Ruff
Trustees Absent: Grace Odimayo, Clarissa Sabattis, Abdulkerim Said, Ian Yaffe
CAC Members Present: Sara Squires (Vice Chair), Katie Adams, Nélide Berke, Matthew Dexter, Gia Drew, Rebecca Matusovich, Kenney Miller, Jessica Oakes
CAC Members Absent: Donna Brown, Elsie Flemings, DrewChristopher Joy, Kenneth Lewis, Fowsia Musse, Joby Thoyalil, Shirl Weaver
Guests Present: Lori Dwyer, Richard Evans, Susan Foster, Linnet Humble, Michael Murnik, Natalie Roetzel Ossenfort, Ellen Seidman
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 11:06 a.m. and delivered a land acknowledgement. Introductions were made, and the agenda and meeting norms were reviewed.

Board Consent Agenda

Chair Soma asked if any items on the Board consent agenda required discussion. Hearing none, *it was MOVED, SECONDED (King/Daggett), and VOTED UNANIMOUSLY to approve the following consent agenda items:*

- President's Report
- February 8, 2024, Board meeting minutes
- February 2024 Treasurer's Report and Finance Dashboard
- Section 125 Plan Amendment – Vision Coverage
- Check Signing Authority Resolution

Community Advisory Committee Consent Agenda

Community Advisory Committee Vice Chair Sara Squires asked if any items on the CAC consent agenda required discussion. Hearing none, *it was MOVED, SECONDED (Drew/Dexter), and VOTED UNANIMOUSLY to approve the minutes of the January 24, 2024, CAC meeting.*

**Governance Committee –
Toho Soma (Board Chair), Sara Squires (CAC Vice Chair)**

Election of Board and Community Advisory Committee (CAC) Slates:

Board Slate:

Chair Soma, on behalf of the Governance Committee, recommended the re-election of the following Trustees to the Board for another three-year (or as noted) service term (2024-2027):

Susan Roche (third term – three years, 2027)
Toho Soma (third term – two years, 2026)
Ian Yaffe (second term)

It was MOVED, SECONDED (Lewis/Lambke), and VOTED UNANIMOUSLY (with the nominees present abstaining) to approve the renewing Trustee slate as recommended.

Chair Soma, on behalf of the Governance Committee, recommended the election of the following Trustee candidates to the Board for a three-year service term (2024-2027):

Gia Drew
Richard Evans
Ellen Seidman

It was MOVED, SECONDED (Roche/Lewis), and VOTED UNANIMOUSLY to approve the new Trustee slate as recommended.

Chair Soma, on behalf of the Governance Committee, recommended the following individuals for Board Officers for 2024-2025:

Toho Soma, Chair
Susan Roche, Vice Chair
Kevin Lewis, Treasurer
Clarissa Sabattis, Secretary

It was MOVED, SECONDED (Bordowitz/Daggett), and VOTED UNANIMOUSLY (with the nominees present abstaining) to approve the slate of officers as recommended.

Community Advisory Committee Slate:

CAC Vice Chair Squires, on behalf of the Governance Committee, recommended the re-election of the following members to the Community Advisory Committee for another three-year service term (2024-2027):

Nélida Berke
Becca Matusovich
Sara Squires
Joby Thoyalil

It was MOVED, SECONDED (Dexter/Miller), and VOTED UNANIMOUSLY (with the nominees present abstaining) to approve the renewing Community Advisory Committee member slate as recommended.

CAC Vice Chair Squires, on behalf of the Governance Committee, recommended the election of the following candidates to the Community Advisory Committee for a three-year service term (2024-2027):

Crystal Cron
Lori Dwyer
Sharon Jordan
Michael Murnik

It was MOVED, SECONDED (Dexter/Berke), and VOTED UNANIMOUSLY to approve the new Community Advisory Committee member slate as recommended.

CAC Vice Chair Squires, on behalf of the Governance Committee, recommended the election of the following CAC officers for 2024-2025:

Fowsia Musse, Chair
Sara Squires, Vice Chair

It was MOVED, SECONDED (Miller/Dexter), and VOTED UNANIMOUSLY (with the nominees present abstaining) to approve the slate of officers as recommended.

Service Acknowledgements for Departing Trustees and Community Advisory Committee Members

Board Chair Soma, CAC Vice Chair Squires, and CEO Leonard acknowledged Trustees and CAC members who were finishing up their terms or who had stepped off over the past year. Trustees Dennis King, Ed Miller, and Abdulkarim Said, and CAC members Donna Brown, Gia Drew, and Elsie Flemings were all thanked for their dedication and time noting how their input had enriched the work of MeHAF. Each received a token of appreciation.

Board Chair Soma and CAC Chair Fowsia Musse were acknowledged for their service as Chairs for the past year and were presented with tokens of appreciation.

Presentation of 2023 Annual Report – Jeb Murphy (Communications Manager)

Communications Manager Jeb Murphy presented the MeHAF 2023 Annual Report for which the theme is *In so many words....* This year's report shares how MeHAF does its best work when we listen to those on the ground who inform and shape what we do. It highlights the value of our listening and learning through examples of activities in several program areas. The report also contains a list of 2023 grants and contracts along with the statement of MeHAF's financial position. Grants Manager Holly Irish was acknowledged for putting together the grants list, and Finance Manager Margo Beland was recognized for coordinating the financial statement information. CEO Barbara Leonard thanked Communications Manager Jeb Murphy for leading the team in the development of the report, along with all staff for their individual contributions.

Invited Comments from Members of the Public

Chair Soma noted that in accordance with the MeHAF bylaws, the Annual Meeting is open to the public. He welcomed those guests present and they were invited to share comments.

**Finance Committee – Kevin Lewis (Trustee and Finance Committee Member),
Barbara Leonard (CEO)**
(taken out of order)

Update on Transition to Brown Advisory for Endowment Management: Mr. Lewis and Ms. Leonard explained that on February 8, the Board voted to engage Brown Advisory as MeHAF's new *Outsourced Chief Investment Officer (OCIO)*. In this role, Brown will have more discretion than our previous investment consultation agreement (with limits to be defined in the Investment Policy Statement), which will provide greater responsiveness in managing the portfolio as well as reducing some administrative burdens for staff. Since that meeting, CEO Leonard and Finance

Manager Beland have been working closely with Brown Advisory and Prime Buchholz, our previous advisors, as well as with our custodial bank, Principal Custody Solutions, to ensure a smooth transition. Some of the key steps accomplished to date were shared. The Finance Committee will have an onboarding/orientation meeting with Brown Advisory as part of its May 9 meeting to kick off the new relationship, during which initial changes to the Investment Policy Statement will be reviewed. No changes to MeHAF's endowment holdings will be made until after the May Finance Committee meeting. It was noted that Brown will waive their fee through the end of April, given the overlapping of their new relationship with MeHAF with the ending of MeHAF's relationship with Prime.

Nova Fund – Jake Grindle (SPO)

(taken out of order)

Update on Plans for Health Justice Moving Building: SPO Grindle shared that one of the major focus areas for the Nova Fund is to dedicate \$2 million toward energizing a health justice movement here in Maine. At the end of November 2023, MeHAF hosted a three-day planning retreat with the organizations that are part of our Health Advocacy and Health Equity Capacity Building programs to get their input about what is needed, especially as relates to the infrastructure to support such a movement. While no specific plan emerged from the retreat, many ideas were shared. Some of the “big ideas” about infrastructure from the retreat include:

- Advocacy and Organizing Capacity
- How the Movement is Funded
- Leadership Supports
- Communications and Narrative Change
- Shared Organizational Infrastructure and Operations

SPO Grindle noted that an approach to keep building on these ideas has been developed, with a goal of having a plan with actionable items later in 2024. He shared that six small, grassroots grantee organizations have been identified to be the core design team including Resources for Organizing and Social Change (ROSC); Portland Outright; Present! Maine; MaineTransNet; Southern Maine Workers Center (SMWC); and Maine Prisoner Advocacy Coalition (MPAC). This team will collaborate with a team of seven grantees who represent larger policy and advocacy organizations to develop action items that will be shared with the entire Health Advocacy and Health Equity Capacity Building cohort that participated in the November retreat for feedback prior to advancing to next steps.

Trustees and CAC members provided the following questions and comments:

- Appreciation was expressed for the details about this process and the capacity for input that is inherently built into it. It was asked if it might be possible, after it is decided upon what ideas MeHAF will advance, to capture the ideas that won't make the final action plan so that they might be shared with other organizations who may be able to act upon them. SPO Grindle noted that this is a good idea and will incorporate it into the process.
- It was asked how the planning process and ultimately the actions taken relative to health justice movement building will be evaluated. SPC Chair Lambke noted that there is no evaluation plan at this point in the process. SPO Grindle reflected that it would be helpful to think about measures to determine what was useful and successful and what wasn't. The plan will need to be incorporated as early in the process as possible, and not wait until all the funds have been expended. The grantees will be key in the development of this plan.

Presentation

Investing in Change: Foundation Support for Advocacy

**Natalie Roetzel Ossenfort, Bolder Advocacy Program Director, Alliance for Justice
Barbara Leonard (CEO), Jake Grindle (SPO)**

Natalie Roetzel Ossenfort joined the meeting via Zoom to lead a learning opportunity about how private foundations' grantmaking can support grantees to do advocacy, as well as what private foundations can and cannot do themselves. This topic was identified by Trustees and CAC members who responded to a survey last year as one they wished to learn more about.

MeHAF has funded advocacy work for many years. Funding has included support for research to develop information used to inform policy-making; grants supporting administrative advocacy; and in the past number of years, general operating support grants to organizations whose issues and populations served align with MeHAF's mission and strategic priorities through our Health Advocacy Cohort. The Alliance for Justice, through its Bolder Advocacy program, "promotes active engagement in democratic processes and institutions by giving nonprofits and foundations the confidence to advocate effectively and by protecting their right to do so." They provide curriculum for training programs, technical assistance, workshops, and tools, to build grassroots power and boost advocacy capacity.

SPO Grindle introduced the presentation noting that the goal is to share information to ensure we are able to enhance MeHAF's advocacy role, both directly and through grantmaking. He noted that some conversations between funders and grantees focus on what we're not allowed to do rather than being able to spend more time planning actions that we, and our grantees, are allowed to do.

At the conclusion of Ms. Ossenfort's presentation, she answered a number of questions clarifying the information she had presented. Trustees and CAC members can refer to the slide deck from her presentation as well as information provided in the meeting packet and available on the [Alliance for Justice Bolder Advocacy website](#).

**Strategic Planning Committee (SPC) – Mike Lambke (Committee Chair),
Barbara Leonard (CEO), Emily Berrill (PGA), Susan Foster (Consultant)**

Evaluation and Learning Plan for Strategic Framework: SPC Chair Lambke and CEO Leonard reminded Trustees and CAC members that they had approved an extension to the current strategic framework at the April 2022 joint Board and CAC meeting, and then approved a plan for evaluation of the framework at the April 2023 joint meeting. Consultant Susan Foster and Program and Grants Associate (PGA) Emily Berrill presented initial evaluation results framed using the five questions from the evaluation plan. Information was compiled based on input from interviews conducted with staff and grantees, as well as a review of coded data from Foundant (MeHAF's grants management system). The Strategic Planning Committee met on February 28 to review and discuss highlights from the Foundant data and summary themes from the grantee interviews. The two data sources provided complementary information, and together, showed progress toward achieving the goals and activities in the strategic framework. Ms. Foster and Ms. Berrill highlighted areas that have been identified for further focus.

At the conclusion of the presentation, Trustees and CAC members responded to questions posed about the information learned and for considerations moving forward. Selected comments and questions from that discussion include:

- Is there a question to be asked about when MeHAF should step back to let another organization fill a specific space or role? CEO Leonard noted that we intentionally did not list maternal/infant health as a funder role right now, but more in a bridge-builder/knowledge generator role.
- It was asked if organizations who were not funded were included in the data gathering interviews? Ms. Foster noted that these interviews did not include that demographic as it was prioritized to have conversations with those grantees and organizations with which we have a history to ensure honest, reflective feedback. The upcoming CEP survey will allow declined applicants to provide feedback, with CRG and SIIRG applicants and grantees being included.
- It was asked if some of the presented data on Priority Populations, Strategies/Subject Areas, and Geography might be mutually exclusive. Staff noted that no – grants/grantees could be counted in several categories.

Search Committee – Toho Soma and Sue Roche (Co-Chairs)

Update on CEO Search Process/Selection of Search Firm: Co-Chair Soma shared that the Phase 1 Search Team has completed interviews with potential search firms and made its recommendation for the selection of Koya Partners to the Executive Committee at its April 5 meeting, which was approved via email vote on April 10. The Phase 1 Search Committee is comprised of Trustees Sue Roche, Toho Soma, and Ian Yaffe, VPP Ruta Kadonoff, and Director of The Bingham Program and former MeHAF staff member Morgan Hynd. Their work is being facilitated by consultant Cathy Kidman, with Executive Assistant Dani Kalian providing administrative support. Additional/new participants from the Board and CAC will be added for the next phase of the search. The information gathered by Ms. Kidman at focus groups held for staff, Community Advisory Committee, and Board, was used to develop values and principles for an equity-infused search process.

Updates

Dr. Wendy J. Wolf Health Leadership Award: Communications Manager Jeb Murphy shared that the Award Committee for this year's Dr. Wendy J. Wolf Health Leadership Award is comprised of Trustees Beth Bordowitz, Kevin Lewis, and Grace Odimayo, and CAC members Katie Adams, Matt Dexter, and Sara Squires. Request for nominees has been distributed and is open from April 16 - June 7.

Executive Committee – Toho Soma (Chair)

Comprehensive Signing Authority Resolution: Chair Soma gave details regarding the comprehensive signing authority resolution needed by Brown Advisory to provide to current and future investment managers that was approved by the Executive Committee earlier this month.

Foundation-Initiated Grant to Spurwink: CEO Leonard reported that in late February MeHAF learned that Tri-County Mental Health Services (TCMHS) would be unable to continue to provide services as of the end of March, but that an agreement had been reached for rapid acquisition of TCMHS by Spurwink. TCMHS was vital in providing front-line trauma-informed response to support those affected by the Lewiston mass shooting and its staff continued in that role through the organizational acquisition and now as part of Spurwink. TCMHS was founded in 1951 and had been trying to address a looming fiscal crisis over the past several years. Spurwink came to the table early this year, and ultimately proved to be an ideal partner, with nearly all of the service categories that have been available through TCMHS to continue. The

one-time costs to Spurwink for this acquisition are just over \$1.9 million. While these funds have been included in the Governor's most recent budget change package request, it is not clear whether all or even a portion of the request will be funded. In addition, there will be additional costs beyond the \$1.9 million over time.

Given the critical nature of the work of the work of Spurwink (previously TCMHS) in Western Maine, in particular as part of the initial and continued response to the mass shooting and ongoing related behavioral health challenges, and the rapid action by the Spurwink Board and leadership to acquire TCMHS, a one-time grant of **up to \$100,000** to Spurwink was approved by the Executive Committee. These funds will provide support for continuity of staffing and related costs. While these funds were not included in the 2024 MeHAF budget, this is an extraordinary situation that requires our nimble response to ensure continued and uninterrupted access to behavioral health services, one of our strategic priority areas, in western Maine.

Next Meeting

The Board will next meet on Thursday, June 13, 2024. The CAC will next meet on Thursday, June 20, 2024.

Adjournment

The meeting adjourned at 3:42 pm. King/Squires.

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