

**Maine Health Access Foundation**  
**Joint Meeting of the Board of Trustees and Community Advisory Committee**  
**April 14, 2022**  
**(Held via videoconference.)**

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

Trustees Absent: Samuela Manages, Clarissa Sabattis

CAC Members Present: Gia Drew (Chair), Thomas Bartol, Donna Brown, Tracey Hair, Rob Kieffer, Rebecca Matusovich, Kenney Miller, Fowsia Musse, Noah Nesin, Jessica Oakes, Benjamin Sprague, Sara Squires, Joby Thoyalil, Shirl Weaver

CAC Members Absent: Nélide Berke, Jacqui Clark, Matt Dexter, Elsie Flemings, Elizabeth Neptune, Reshid Shankol

Guests Present: Barbara Crider, Bruce King, Kevin Lewis, Whitney Parrish, Leslie Reed, Nelson Toner

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

**Welcome**

Chair Catherine Ryder called the meeting to order at 1:01 p.m., and welcomed those present. She then delivered a land acknowledgement recognizing the Wabanaki peoples.

**The Permanent Commission on the Status of Racial, Indigenous, and Tribal Populations –  
A Vital Resource for Maine**

Members of the Permanent Commission on the Status of Racial, Indigenous, and Tribal Populations Bruce King (Commissioner), Whitney Parrish (Acting Executive Director), and Joby Thoyalil (Commissioner, and member of the MeHAF Community Advisory Committee) were in attendance to share information about the Commission. The Commission was created by the Maine Legislature in 2019, is part of the Maine state government, and is empowered to advise all three branches. In its first two years it has focused on reviewing legislative proposals to assess their impact on racial equity. Because the Permanent Commission's broad purview includes health and access to health care, both of which are major state policy areas and budget items, the panel discussion provided an opportunity to learn more about how their and MeHAF's efforts can be complementary. The panel presentation by the Commission was followed by small group discussions in which the question "*Where is there synergy between the Permanent Commission's and MeHAF's work?*" was considered.

**Presentation Highlights:**

- The mission of the Commission is "to examine racism across all systems, advance strategies and policy to eliminate disparities, and create opportunities for equitable and just outcomes for racial, indigenous, and tribal populations in Maine."
- The mission will be supported by advising all three branches of state government, submitting legislation, conducting public hearings, researching and developing public policy, and educating and engaging the public.
- Legislative and policy advocacy priorities have been established for the 130<sup>th</sup> Legislature that highlight health and eliminate disparities.

- Community engagement has included public forums; engaging with community and local content experts on critical issues; a truth seeking, telling, and healing initiative; and engaging communities on changing offensive place names.

### **Board Consent Agenda**

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

- March-April President's report
- February 10, 2022, Board meeting minutes
- February Treasurer's report
- February Financial Dashboard

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

Community Advisory Committee Chair Gia Drew asked if any items on the CAC consent agenda required discussion. Hearing none, *it was MOVED, SECONDED (Hair/Squires), and VOTED UNANIMOUSLY to approve the minutes of the January 19, 2022, CAC meeting.*

### **Presentation of 2021 Annual Report – Mr. Jeb Murphy (Communications Manager)**

Communications Manager Jeb Murphy presented the MeHAF 2021 Annual Report and noted that it was mailed to all Trustees and Community Advisory Committee members prior to the meeting and is also available on the MeHAF website. This year's report reflects MeHAF's recommitment to the 2018 Strategic Framework. In 2021, we were able to undertake a number of activities that had been set aside or slowed in 2020, such as the responsive grants programs, while still keeping an intentional perspective on Maine's needs during the emerging recovery from the COVID-19 pandemic. At the same time, we continued some of the core work focused on health advocacy and health equity capacity building. The report also contains a list of 2021 grants and contracts along with the statement of MeHAF's financial position. 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.

### **Governance Committee – Ms. Susan Roche (Committee Chair)**

Election of Board and Community Advisory Committee (CAC) Slates: Governance Committee Chair Sue Roche expressed appreciation for the work of the Committee over the year and its efforts to present a high caliber slate of candidates for 2022.

#### **Board Slate:**

Chair Ryder, 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 (2022-2025):

Michael Lambke (second term)  
Edward Miller (third term – one year, 2023)  
Clarissa Sabattis (second term)

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

Chair Ryder, on behalf of the Governance Committee, recommended the election of the following Trustee candidates to the Board for a three-year service term (2022-2025):

Barbara Crider  
Kevin Lewis

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

CEO Barbara Leonard, on behalf of the Governance Committee, recommended the following individuals for Board Officers for 2022-2023:

Catherine Ryder, Chair  
Toho Soma, Vice Chair  
Odette Thurston, Treasurer  
Susan Roche, Secretary

*It was MOVED, SECONDED (Nickerson/Lambke), and VOTED UNANIMOUSLY (with all of the nominees abstaining) to approve the slate of officers as recommended.*

**Community Advisory Committee Slate:**

CAC Chair Gia Drew, 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 (2022-2025):

Matthew Dexter  
Fowsia Musse  
Jessica Oakes

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

CAC Chair Gia Drew, on behalf of the Governance Committee, recommended the election of the following candidate to the Community Advisory Committee for a three-year service term (2022-2025):

Fenton Jones

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

Ms. Tracey Hair, on behalf of the Governance Committee, recommended the election of the following CAC officers for 2022-2023:

Gia Drew, Chair  
Fowsia Musse, Vice Chair

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

Ms. Barbara Crider and Mr. Kevin Lewis were welcomed as newly-elected Board Trustees. Mr. Fenton Jones was welcomed as a newly-elected Community Advisory Committee member. The new member orientation will be scheduled to be held in May.

### **Service Acknowledgements for Departing Trustees and Community Advisory Committee Members**

Board Chair Catherine Ryder, CAC Chair Drew, and CEO Leonard acknowledged Trustees and CAC members who were finishing up their terms or who had stepped off over the past year. Trustees Bruce Nickerson and Claudette Ndayininahaze, and CAC member Rob Kieffer were all thanked for their dedication and time noting how their input had enriched the work of MeHAF. Each will receive a token of appreciation by mail and was offered the opportunity to share reflections of their time on the Board or CAC.

Board Chair Catherine Ryder and CAC Chair Gia Drew were acknowledged for their service as Chairs for the past year and will receive tokens of appreciation by mail.

### **Invited Comments from Members of the Public**

Chair Ryder noted that in accordance with the MeHAF bylaws, the Annual Meeting is open to the public. She welcomed those participating and they were invited to share comments.

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

Update and Continuation of Strategic Framework: Strategic Planning Committee Chair Ed Miller reported that the Strategic Planning Committee began work in the fall of 2021 to review MeHAF's Strategic Framework to determine whether it was still relevant to our work, and if so, whether it should be extended and updated. Committee members began their work with a review of the MeHAF bylaws as well as a scan of the environment and current context. The SPC affirmed the relevance of the overall Framework and agreed that an extension to allow more time to implement the ideas would be appropriate. There was not a recommendation to begin a new planning process. Committee workgroups reviewed the Goals in the Framework, and updated the contextual statements and strategies, and also suggested a limited set of new tactics. These changes were then compiled and the SPC met to review the entire updated document in February. At that meeting, it approved the proposed changes, as well as the extension of the timeframe to December 2025. CEO Leonard provided a brief review of the changes in the revised Framework which was included in the meeting packet. The revised Framework was presented to the Board and Community Advisory Committee for review and approval as recommended by the Strategic Planning Committee.

*It was MOVED, SECONDED (Miller/Lambke), and VOTED UNANIMOUSLY by the Board and the Community Advisory Committee to approve the proposed updates to the Strategic Framework as presented, with an extension of the timeframe through December 2025.*

### **Program and Grants Committee – Mr. Dennis King (Committee Chair), Ms. Ruta Kadonoff (VP for Programs)**

Consumers for Affordable Health Care Foundation-Initiated Grant to Support its Consumer Assistance Program: Program and Grants Committee Chair Dennis King and Vice President for Programs Ruta Kadonoff described the details of the invited request from Consumers for Affordable Health Care (CAHC) for a three-year, \$225,000 grant to support its Consumer

Assistance Program (CAP). The CAP has three primary components: a toll-free HelpLine, where application and enrollment specialists assist consumers in finding, enrolling in, and using health care coverage, whether public or private; outreach and education to consumers and enrollment professionals statewide; and consumer assistance with denied coverage claims. This proposed support from MeHAF will be dedicated to addressing the health coverage and health care needs of the most vulnerable Mainers: those who are uninsured, people with low income, and people who face barriers accessing affordable, equitable, and quality health care.

The Program and Grants Committee supports fully funding this request in light of expected heightened consumer needs. Given the critical nature of the CAP, which aligns with MeHAF's mission to support access to care, it has received continuous support from MeHAF each year for over a decade through recurring, but single-year grants. In recognition of the critical importance of the program and the expectation that it will continue to be central to our mission in the years to come, the staff recommends committing to this longer-term grant period, which will add stability and predictability to the program's finances and reduce the burden on CAHC associated with preparing annual grant applications. This proposal has also been structured to maximize federal matching funds, which will further amplify the impact of MeHAF support.

The Program and Grants Committee reviewed and approved this Foundation-Initiated grant at its March 7, 2022, meeting and recommends Board approval.

**Declaration of Conflicts of Interest** – No conflicts were declared.

*It was MOVED, SECONDED (Soma/Miller), and VOTED UNANIMOUSLY, to approve a grant of \$225,000 to Consumers for Affordable Health Care for the grant period April 15, 2022 through April 14, 2025, consistent with standard MeHAF contract obligations.*

Health Advocacy Program Concept Update: Program and Grants Committee Chair Dennis King and Vice President for Programs Ruta Kadonoff reported that the current round of grants to organizations in MeHAF's Health Advocacy program will conclude on December 31, 2022. Given the success of the current model as indicated by MeHAF's evaluation efforts and by the feedback of grantees in the program, a proposal was presented to offer a new round of funding to current grantees and to expand the program to include up to five additional grantees. The new round of funding would represent a longer-term commitment of four years (as opposed to the one or two-year increments offered previously), which would also align with the next gubernatorial term and two state legislative terms. During this period, MeHAF would continue its current approach of convening grantees throughout the year and offering targeted technical assistance on topics generated by grantees.

Given the strong indications from evaluation results and feedback from grantees that the current approach to Health Advocacy funding has been achieving its intended impact, it is proposed to maintain the overall framework of the program over the coming four years, while working with grantees to identify ways to improve our strategies. This would include inviting all 23 current grantees to apply for a new four-year grant at their current funding levels, and working with that group of current grantees to identify organizations working on health advocacy that might offer perspectives, approaches, or connections to communities that align with MeHAF's Strategic Framework and that are underrepresented in the current cohort. With the input of the current members, up to five additional organizations would be identified and invited to apply for funding at the \$25,000 level, with the expectation of funding all invited proposals.

In total, program investment would include up to \$760,000 annually in grants, with up to \$50,000 allocated for technical assistance. Support for meeting facilitation, evaluation, and other supports would total up to \$40,000 annually. The Program and Grants Committee met on March 7, 2022, reviewed, and recommended approval of this proposed new round of funding in the Health Advocacy Program.

**Declaration of Conflicts of Interest** – The following conflicts were declared.

<b>Individual:</b>	<b>Reason:</b>
Ed Miller	Board member of Maine Public Health Association
Catherine Ryder	Board member of Maine Council on Aging

Mr. Miller and Ms. Ryder were placed in a waiting room just prior to the vote.

*It was MOVED, SECONDED (Lambke/Thurston), and VOTED UNANIMOUSLY to authorize a new round of invited grants in the Health Advocacy program to support current grantees and up to five new advocacy organizations for the period from January 1, 2023 through December 31, 2026, including up to \$760,000 per year in grants and up to \$90,000 per year in technical assistance, evaluation, and other supports.*

Mr. Miller and Ms. Ryder were removed from the waiting room after the vote was completed.

Foundation-Initiated Grant to Maine Council on Aging for the Maine Community Information Exchange (CIE) Project: Program and Grants Committee Chair Dennis King and Vice President for Programs Ruta Kadonoff reported that over the past several years, MeHAF has collaborated with Maine’s Department of Health and Human Services (DHHS) and the Maine Medical Association’s Center for Quality Improvement (MMA-CQI, formerly Qualidigm) to convene a series of discussions with over 80 health care and social services providers. These discussions focused on approaches these organizations have been exploring to facilitate action-oriented data-sharing around social health needs, here in Maine and elsewhere. These discussions led to creating a workgroup to map out a process for developing a shared approach.

In August 2021, MeHAF contracted with MMA-CQI to facilitate and support the Maine Community Information Exchange (CIE) Workgroup. The workgroup, comprised of 25 private and public-sector stakeholders with a shared interest in pursuing the foundational concepts of creating a statewide CIE, received an additional small grant and technical assistance through Data-sharing Across Sectors for Health, a national program of the Robert Wood Johnson Foundation. These funds supported the addition of the Maine Council on Aging and HealthInfoNet to the team leading the workgroup. The group has concluded the current phase of their work, having arrived at consensus on shared vision, goals, guiding principles, a governance framework, and next steps for the creation a statewide health-related social needs identification and referral infrastructure. The goal of a CIE, as developed by this group, is better health through improved information, referral, and coordination.

The workgroup proposed a phased approach to the development of a CIE, with a neutral convener providing facilitative support and project management. The group consensus was that this role should be filled by a community-based organization. Key stakeholders in the process identified the Maine Council on Aging (MCOA) as the best candidate to fill this role. MeHAF Senior Program Officer Dwyer has been a part of this work since its inception.

The Program and Grants Committee met on March 7, 2022, reviewed, and recommended approval of this Foundation-Initiated grant.

**Declaration of Conflicts of Interest** – The following conflict was declared.

<b>Individual:</b>	<b>Reason:</b>
Catherine Ryder	Board member of Maine Council on Aging

Ms. Ryder was placed in a waiting room just prior to the vote.

*It was MOVED, SECONDED (Lambke/Soma), and VOTED UNANIMOUSLY to approve a grant of \$105,000 the Maine Council on Aging for the Maine Community Information Exchange project, for the period of May 1, 2022 thru April 30, 2023, consistent with standard MeHAF contract obligations.*

Ms. Ryder was removed from the waiting room after the vote was completed.

**Executive Committee – Mr. Nelson Toner (Shareholder, Bernstein Shur/MeHAF Registered Agent), Ms. Susan Roche (Governance Committee Chair), Ms. Barbara Leonard (CEO)**

Proposed Bylaws Changes: Governance Committee Chair and Board Secretary Susan Roche shared that over the past several months, she and Vice Chair Toho Soma have worked with CEO Barbara Leonard to perform a review and develop recommended changes to the MeHAF bylaws. Elements of these changes have been further reviewed and refined by the Strategic Planning Committee, Governance Committee, and Community Advisory Committee. Attorney Nelson Toner, from Bernstein Shur, who is MeHAF’s registered agent, has provided technical support and additional input into the process and was welcomed to the meeting.

The Board voted in February to formally pursue bylaws changes. At that meeting, the key areas for proposed changes were highlighted, and rationale provided. Further proposed changes were shared with the Board for review and to take a formal vote for approval as recommended by the Executive Committee.

Mr. Toner noted that any proposed changes to most of the key sections of MeHAF’s bylaws require review by the Attorney General and approval of the Maine Superior Court. The bylaws revisions will be sent to the Attorney General for review, along with a draft letter of rationale. Review by the Superior Court would follow, pending the outcome of review by the Attorney General. In response to a question regarding one section of the proposed changes, he noted that they refer to statutory language that has remained in the bylaws since MeHAF’s inception and that are no longer relevant.

Mr. Toner addressed questions from Board and CAC members *after which, it was MOVED, SECONDED (Lambke/Thurston), and VOTED UNANIMOUSLY to approve the proposed changes to the MeHAF bylaws as presented, subject to review by the Attorney General and Superior Court.*

## **Updates**

Dr. Wendy J. Wolf Health Leadership Award: CEO Leonard and Communications Manager Jeb Murphy shared that the committee for this year’s Dr. Wendy J. Wolf Health Leadership Award

will be comprised of Trustees Lambke, Miller, and Sabattis, and CAC members Miller, Oakes, and Weaver. Request for nominees has been distributed.

Grantmakers in Health (GIH) Annual Conference: CEO Leonard shared that the GIH Annual Conference is scheduled for June 27-29 in Miami as well as virtually. As MeHAF's primary national membership organization, the GIH conference provides an opportunity to learn about our peer health foundations in areas of grantmaking approach and content. The Executive Committee agreed to support travel costs and registration for a total of up to four Trustees and CAC members who participate in person, and registration fees for those who wish to attend the event virtually. A limit has not been set for the number for virtual participants since we don't yet know how many will choose this option, and costs will vary accordingly. If we have overwhelming interest, we may prioritize those who have not been able to participate in previous years. An email will be sent to Trustees and Community Advisory Committee members after this meeting to determine interest.

*At this point in the meeting, Community Advisory Committee members, guests, and staff left the meeting.*

### **Executive Committee – Ms. Catherine Ryder (Chair)**

CEO Annual Review: *At 3:58 p.m. Trustees entered Executive Session for the purposes of discussing CEO Leonard's annual review and conducting Trustee check-in and meeting evaluation. Executive Session ended at 4:25 p.m.*

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

### **Next Meeting**

The Board will next meet on Thursday, June 9, 2022. The CAC will next meet on July 13, 2022.

### **Adjournment**

The meeting adjourned at 4:28 pm.

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