

**Maine Health Access Foundation
Board of Trustees Meeting Minutes
December 14, 2017**

Trustees Present: Dr. Ted Sussman (Chair); Deborah Deatricks, Nancy Fritz, Sara Gagné-Holmes, Roy Hitchings, Dennis King, Barbara Leonard (*ex-officio*), Tony Marple, Bruce Nickerson, Catherine Ryder, Connie Sandstrom, Lisa Sockabasin (via phone), Shirl Weaver

Trustees Absent: Dr. Connie Adler, Edward Miller

Guests Present: Melinda Fine and Jessica Mowles (TCC Group)

Staff Present: Margo Beland, Charles Dwyer, Jake Grindle, Morgan Hynd, Ruta Kadonoff, Dani Kalian (recorder), Cathy Luce, Kathryn Rouillard

Welcome

Chair Ted Sussman called the meeting to order at 1:25 p.m., welcomed those present, and brief introductions were made.

Solidifying Elements of MeHAF's Identity with Strategic Planning Consultants TCC Group

TCC Group consultants Melinda Fine and Jessica Mowles were in attendance to work with Trustees to solidify essential elements of MeHAF's identity, from which a vision statement will be created, and MeHAF's mission and values reaffirmed. This work will inform later Strategic Planning Committee discussions with TCC about the framing of and decision criteria for the Foundation's new goals and strategies, which the full Board and CAC will discuss with TCC in April. TCC held a similar conversation with the Community Advisory Committee earlier in the day.

CEO Leonard remained in the room during this conversation. The remainder of staff was not present.

Consent Agenda

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

- President's report
- October 26, 2017, Joint Board and CAC meeting minutes
- October Treasurer's report

As staff had returned to the room, CEO Leonard noted that the Board affirmed the current MeHAF mission statement during the discussion with TCC. This follows the same action taken by the CAC earlier in the day during its discussion with TCC.

Finance Committee – Mr. Bruce Nickerson (Chair) and Ms. Barbara Leonard (CEO)

Finance Dashboard and Investment Update: Treasurer Nickerson provided an update on MeHAF's investment portfolio performance as of October 31, 2017, noting that our endowment rate of returns regularly exceed the Policy Index, although it is anticipated that the CPI (inflation) will make it more challenging to meet the 5% payout in the coming years. At future meetings, the Finance Committee and Board will discuss the effects of inflation on our endowment, the mandate for MeHAF to exist in perpetuity, and trends of how similar foundations are managing the two without fundraising.

2017 Required Payout: Treasurer Nickerson reported that our total 2017 grant and program payout is projected to be \$5,912,543. It was noted that MeHAF would incur a tax penalty if we do not meet the required 5% payout, but there is no related penalty if we go over, except for reducing our endowment which is required to exist in perpetuity. At this point, we are projecting to be about \$144,000 over the required 5% payout. Trustees asked a few qualifying questions including how unspent grant refunds are

managed. Staff noted that they must be spent in the year in which they are returned regardless of the year of the grant award.

2018 Annual Budget: Treasurer Nickerson and CEO Leonard presented the 2018 budget and explained the budget development process to which all staff contributes. Trustees reviewed the information provided in the detailed memo which outlined specifics. Mr. Nickerson indicated that the Finance Committee recommends the 2018 budget be approved by the Board. The Committee discussed whether its purview is to approve line items in the program budget along with line items in the administration budget. It was agreed that it is responsible for the line items in the administration budget, but that the Strategic Planning Committee, Grants Committee, and staff are responsible for the detailed allocation of program expenses based upon the strategic plan and subsequent concept memos.

One item highlighted in the administration budget is the inclusion of a new communications staff position which will be added to help advance the recommendations of the *ad hoc* equity subcommittee. Chair Sussman and CEO Leonard commended the work of the Finance Committee over the past year.

It was MOVED, SECONDED (Ryder/King), and VOTED UNANIMOUSLY to approve the 2018 annual operating budget as recommended by the Finance Committee.

Governance Committee –Ms. Barbara Leonard (CEO)

Recruitment Update: CEO Leonard reported that the Governance Committee is recruiting for two new Trustees and four new Community Advisory Committee members. Active outreach is underway with CEO Leonard and Committee members meeting with prospects to discuss MeHAF and what the responsibilities of service on the Board or CAC entail. At this point in the process two people have accepted the invitation to be brought forward as candidates to serve on the Board and one for the CAC, with one more highly likely to accept. The final list of Board and CAC candidates will be presented for election at the April 2018 joint Board and CAC meeting. Ms. Leonard noted that while the Committee is recruiting for four new CAC members, it is not required that we fill that many vacancies as the by-laws stipulate CAC membership should total between 12-20 members.

Strategic Planning Committee – Mr. Roy Hitchings (Chair)

Strategic Planning Chair Roy Hitchings provided an update on the strategic planning timeline and key dates noting that all are on track, including the focus group meetings and informant interviews. TCC will be working closely with the Committee over the next few months and the Committee will hold longer meetings in January and March in order to accommodate the necessary work and to prepare for the Joint Board and CAC Strategic Planning Retreat scheduled for April 12.

Grants Committee – Ms. Nancy Fritz (Committee Member), Ms. Morgan Hynd (Program Officer II), Mr. Charles Dwyer (Program Officer I), and Mr. Jake Grindle (Program Officer I)

Strategic Support Grants: Ms. Fritz and PO II Hynd reported that after several discussions about how MeHAF could use general operating support as one of its grantmaking strategies, the Grants Committee developed and approved a list of strategic support funding strategies to be considered by the Board. Strategic Support Grants are proposed as a way to broaden the spectrum of grantmaking tools that can be used to help MeHAF work toward its mission. Some of these tools are currently being used or have been used in the past, while others consider new ways to support the work of MeHAF's grantee partners under specific conditions.

The recommended strategies include operational support for strategic partners; sustainability readiness; operational readiness; and emergent operational support. PO II Hynd elaborated on each proposed strategy explaining the types of situations in which they could be deployed as grantmaking tools. Ms. Fritz noted that Board approval of these tools will provide a framework for such grantmaking moving forward.

Trustees discussed whether the proposed strategy to offer operational support for strategic partners includes single or multi-year grants or both. Ms. Fritz noted that the Committee had not made this distinction, but will discuss the issue at a future meeting and report back. After further discussion, it was noted that these grants will follow the normal grant approval process which will require them to be vetted and reviewed within programmatic and budget parameters by the Grants Committee.

CEO Leonard noted that MeHAF has rarely offered general operating support grants in the past, because as a new and developing foundation we needed to be more directional with our desired programming. As our work and relationship building has evolved and advanced, we are now able to consider more flexible grantmaking strategies that can benefit a wide range of potential grantee organizations.

It was MOVED, SECONDED (Gagné-Holmes /Hitchings), and VOTED UNANIMOUSLY to approve the guidelines for Strategic Support Grants for future use to support program planning as recommended by the Grants Committee.

Rural Health Systems Grants: PO I Dwyer reported on the recently approved Rural Health Systems Transformation grants. He noted that at the December 4 Grants Committee meeting two acceleration grants were approved. It was anticipated that there would be three acceleration grants, but only two organizations submitted applications due to one experiencing a change of leadership which prevented them from moving forward with the next round.

Health Equity Capacity Grants: PO I Grindle provided an update on the Health Equity Capacity Grants noting that 26 initial applications were received in November, with this number exceeding expectations and included many organizations that have not previously applied for a MeHAF grant. This grant round is piloting a new review process which includes a larger and more diverse team of reviewers. The reviewers met yesterday and narrowed the pool to 15 applicants who will receive invitations to submit full applications. Mr. Grindle will offer individual support to all grantees with their applications and anticipated eight grants moving forward for approval.

CEO Leonard noted that, in part due to his leading efforts around equity in grantmaking, PO Grindle has been invited to serve on the board of Maine Initiatives. While MeHAF has a policy of staff not serving on boards of organizations which we fund, Maine Initiatives is similar to other philanthropic organizations on which MeHAF staff have served on boards or committees in the past.

Executive Committee – Dr. Ted Sussman (Board Chair)

2018 Work Plan: The Executive Committee reviewed the progress update for the 2017 work plan along with the new 2018 work plan developed by CEO Leonard. She noted that items that were not accomplished in the 2017 work plan will be addressed in the new strategic planning process. The 2018 work plan is based on the bridge plan and will be updated as the new strategic frame is finalized next summer.

Trustees discussed the fact that there is nothing specific in the 2018 work plan that addresses Health Insurance Marketplace enrollment support, and it was agreed that this program has been fundamental to our mission to promote access. It was suggested that enroll207 could be re-launched to include information about many different types of access to health care. CEO Leonard shared that although the 2018 work plan does not specifically address Marketplace enrollment support, it is flexible enough so that unallocated funds can be redirected depending on the status of the ACA and Medicaid expansion. It was also made clear that the role of MeHAF is not to supplant government funding, so such outreach activities need to be carefully considered.

2018 Board & CAC Meeting Calendar: The 2018 meeting calendar was distributed.

Updates:

- CEO Leonard acknowledged PO I Kathryn Rouillard and Executive Assistant Dani Kalian for their support working with TCC Group to keep the strategic planning process moving forward.
- Trustee Lisa Sockabasin was thanked for her assistance coordinating a meeting with CEO Leonard and tribal leadership to discuss the substance use grant opportunity. The meeting was held in November and was the first time a MeHAF leader had met with all tribal chiefs in one room. Ms. Sockabasin noted that the meeting yielded a successful relationship building opportunity.
- Ms. Leonard reported that Trustee Frank Johnson has resigned from the Board effective immediately. She noted that he had shared his appreciation for serving on the Board for eight years, but that other commitments require him to step down prior to the end of his term in 2019.
- PO II Morgan Hynd has been asked to participate on a committee to plan a Gubernatorial Forum for October 2018 which will be sponsored jointly by Maine Philanthropy Center and Maine Association of Nonprofits.
- As part of MeHAF's leadership programming, we support the Blue Cross Blue Shield Foundation's Health Coverage Fellowship and it was just announced that Greg Kesich from the Portland Press Herald will be Maine's 2018 fellow. He will participate in training for reporting health-related topics.

Adjournment

The meeting was adjourned at 4:35 pm by acclamation.

Next Meeting

The Board will next meet on Thursday, February 8, at the MeHAF office.

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