

**Consolidated Minutes of Subcommittee**  
**Patou Restaurant – Belmont, MA**  
**January 9, 2020**  
**January 30, 2020\***

\* *Italicized Entries in Minutes are from 1/30/20 Meeting*

- Attendance
  - David Alper
  - Ray Considine
  - Ed Cosgrove
  - Mike Hugo
- Goal of this subcommittee
  - Go to our 4-hour retreat with a plan to move forward (DA)
  - We are where MPHA was 20 years ago (Ed)
    - Now that is the most effective PH Organization in MA
    - It was a 6-year metamorphosis from rag-tag to fully functional
      - We can go faster if we learn from their growth
      - Has been named the APHA Affiliate of the year 5 times!
  - We have to bring the LBOH together to work as a group (MH)
    - Give them a reason to *want* to work with us
    - And a reason to spend money on membership
    - We are not present, therefore not relevant to our constituents
- Organization
  - Need to realign the front and back scenes of the association
    - Need a solid mission statement
      - *We should ask our Bd. Members to write their own version ahead of time and bring it to our retreat (MH)*
    - We should develop an action plan at every Bd. Meeting and report at the next (MH)
      - Keep it fluid and moving on a forward trajectory
  - Bd. Needs definition (DA)
    - What are we supposed to *do*?
  - How do we see ourselves organizing local and regional efforts across the state (EC)
    - We should use the DPH relationship to help further this
    - We should drive the association with goals, set them and pursue them
  - How to structure the Bd. (RC)
    - We should ask ourselves, “how has this meeting helped drive PH forward?” at the conclusion of every meeting
      - How have we advanced MAHB?
    - Reexamine the roles of each of the staff members
      - It is too disorganized right now, and we sit here not knowing fully who we have as a staff.
      - Decisions are made reactively with not enough foresight
    - We should look at funding sources and grow our pot
    - Need to define goals and ourselves before we take on financial expansion
  - We don't know our sources of funding (DA)



- There are some who do know this and others of us have little idea where much of the funding comes from
  - We should take advantage of the SAPHE Act (MH)
    - Realize it or not, the passage of that act is going to carry some unfunded mandates
    - There are funding mechanisms being anticipated and there will be money for most of it
    - We should be first in line to assure proper funding for the educational and standardization portions of SAPHE
    - There is going to be a run on the bank
      - MHOA, MMA, BU and a variety of other organizations are planning on hitting the fund hard
      - BUT most of the money-driven parts of the act would be best implemented by MAHB **but we must have an infrastructure in place on time to have credibility in the line of orgs seeking funding!**
        - The "SAPHE Program" will have grant money for regionalization, a key LBOH function!
    - We have a great relationship with Ron O'Connor and should pursue strengthening that!
    - ***We need to have a plan in place with the scope of what we want to get funded – in advance. We will be competing with MHOA, and BU!***
  - Comes back to a Mission and Business Model (RC)
    - Once we define our mission, there are multiple funding streams that will go to those
- We need an image change, a public relations makeover highlighting our strengths (RC)
  - Biggest single asset we have is Cheryl Sbarra
    - Need a good role for her
  - We need to fabricate a job description for her (RC)
    - She is the heir apparent
  - We need to take a deep breath and after a full board discussion at the retreat, we need to be sure she wants this position and all it entails (MH)
    - Agree that there is simply nobody better for that position, but she is spread so thin now, and too much is being asked of her now
      - Need to keep her on the front line but we all need to jump in and support her wherever and however we can.
    - Succession is a key issue also (DA)
  - Who is in charge right now? (RC)
    - We don't have enough money to have anyone over CS
    - How do we support that?
    - At the moment Marcia and Cheryl are each working OT to keep things moving forward, this is not totally sustainable as we move forward, we need to staff the top (MH)
    - Marcia has a staffer who is trying to make heads and tails of the document dump (MH)
      - literally bins of paper in a random collection of papers.
      - And the google docs are poorly organized. To find a given document, just open any random file and look for it,
        - very few are in the correct place and almost no logic to categorization
      - We are truly an organization in transition on all levels.
- General Board Issues
  - Need to ask all board members, "What do you envision for MAHB?" (Group)



- Each of us should take 15 minutes, close eyes and think about what we envision for the future of the organization and write it down on a piece of paper in 100 words or less
    - Then come to the retreat with all of it for presentation to the board.
  - *1/30/20: Amended this to be 50 words or less, preferably 5 ten-word bullet points*
  - *Return by Sunday 2/9*
- We need a course in "Board of Directors 101" (DA)
- Meetings should be more than just a good meal interrupted by a waitress (DA)
  - Scrap the restaurant model
- Location:
  - We should bring in food and meet at 20 Walnut around the conf table (MH)
    - We don't need to eat grocery store sandwiches - we can bring in good takeout
    - We should conduct our meetings w/o alcohol (EC)
      - Expensive and distracting
- Frequency
  - For now we should meet monthly, with subcommittees also meeting monthly, so figure 2 meetings or more per month for each Board member and make this a requirement that we commit to doing this until we are off the training wheels.
- Planning
  - We should put together, agree to, and abide by a full fiscal year calendar
  - Maybe no meeting in July, or maybe just subcommittees meet during summer ... to be discussed and decided by full Board.
- Liability of Board Members
  - We are jointly liable for others' mistakes
- Expectations of Board Members
  - Minimum attendance requirement
    - We have several members who do not show up for anything
    - Have a small number of Board meetings, so each miss is magnified
  - Subcommittees
    - Should establish several subcommittees (MH)
      - Finance
      - Policy/Governance
      - Education
      - Outreach/community relations
    - Every Board member should serve on at least one of these (DA)
      - Finance should meet monthly
        - Report to the Board 7 days prior to a regular board meeting
        - Every dollar spent should be accounted for regularly
        - Ray suggests following the HRIA model
        - Should define the roles & responsibilities of Fin Com
        - Full periodic accounting to be presented to the full board quarterly
- Resources
  - Board members don't generally know what resources we have available
    - Need to know how bad it is, not generally discussed
  - Best practices for board governance
    - Marcia T has a great handle on this



- BUT what if she is unavailable, sick, etc.
  - Should be laid out in Bylaws
- Executive Committee
  - Needs to be defined in Bylaws (MH)
    - Job description should be laid out for Exec Bd.
  - Should have a defined term of office for members of Exec Committee (RC, DA)
    - Should have regularly spaced elections
  - Signing power for checks
    - We keep our bookkeeper (Elaine)
      - Who signs Checks?
        - Why does our Treasurer sign checks?
      - Should it not be our paid Executive Director
        - Need to retain an Exec. Dir.
      - We should ask for an opinion of our auditor as to who should/should not be signing checks
- Agendas for Board meetings
  - Put time slots on the agenda
    - Keeps us focused
    - Put important items on the front portion of the agenda
    - Statement of expected Outcomes to be written on top of the agenda
    - Action Items for next meeting at the close of each agenda/meeting
- Bring in a speaker to identify hot emerging issues in public health, then do some independent research and spread the trending issue to the member-boards and offer to speak on the topics
  - Examples of issues:
    - PFAF
    - EEE
    - 5G
    - Crumb Rubber fields
  - Goal is to become a relevant and reliable source of information to LBOH and DPH
- Moving Forward
  - At least one more session before the Retreat
    - Thursday, January 30, 2020, 6:00 Patou
    - Thursday, February 12, 2020, 6:00 Patou
    - Thursday, February 20, 2020, 6:00 Wellesley Conference Room\*