

**MINUTES OF MEETING OF BOARD OF DIRECTORS  
OF THE REACH FOUNDATION  
May 21, 2015**

Attendees:

Dana Abraham  
Bill Bruning  
Tom Carrico  
JC Cowden  
Linda Hall  
Syrtiler Kabat  
Andy Klocke  
Chad Moore

Stuart Munro  
Raymond Rico  
Brenda Sharpe, ex-officio  
Brad Stratton  
Rachelle Styles  
David Thomas  
Liz Wehlage  
Judy Works

Guests:

Becky Benak, REACH Staff  
Mathew Davis, REACH Staff  
Dawn Downes, REACH Staff  
Carla Gibson, REACH Staff  
Georgeann Hemry, REACH Staff

Harold Johnson, Former Board Member  
Pattie Mansur, REACH Staff  
Jon Marshall, Newly-Elected Board Member  
Bill Moore, REACH Staff  
Jo Yun, REACH Staff

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Welcome and Introductions

Chair Brad Stratton called the meeting to order at 4:15 p.m. He welcomed and thanked everyone for attending and then turned the meeting over to Brenda Sharpe to recognize outgoing Board members.

Brenda recognized three outgoing Foundation Board members, Bill Bruning, Harold Johnson and Liz Wehlage. Bill Bruning served two full terms on the Board and served as Chair of the Foundation from 2012-2014. He also served as a member of the Finance Committee during his tenure on the Board, and was an ex-officio member of the Program and Policy Committee and Community Advisory Committee as well. In recognition and appreciation of Bill's service to the Foundation, a \$500 Discretionary Grant was given to the Jewish Vocational Services in his honor.

Harold Johnson served five years on the Board of Directors, including two as Secretary of the Foundation, and two as an At-Large member of the Executive Committee. Harold was a member of the Finance Committee. Harold has resigned his Board position to serve in his recently elected role as Commissioner of the Unified Government of Kansas City, KS/Wyandotte County. In recognition and appreciation of Harold's service to REACH, a \$500 Discretionary Grant was given to the Wyandotte Health Council in his honor.

Liz Wehlage served one term on the Board of Directors, and was unable to pursue a second term due to a move outside the Foundation's service area. Liz has been a member of the Program and Policy Committee, and has been actively engaged in the development of a dental midlevel position in Kansas. In recognition and appreciation of Liz's service to REACH, a \$500 Discretionary Grant was given to the SE Kansas Community Health Center in her honor.

## Foundation Business

Brad Stratton outlined the election process to select At-Large Members to serve on the Executive Committee for one year effective June 1, 2015. Four candidates have expressed an interest in two vacancies: Syrtiller Kabat, Raymond Rico, David Thomas and Judy Works. For a candidate to be elected, he/she must receive a 51% majority of the votes. Balloting will continue until two candidates receive the necessary majority.

Brad asked each candidate to say a few words regarding their experience and interest in serving as an At-Large member of the Executive Committee. Candidates were then asked to leave the room to allow for additional Board discussion. Upon their return, individual ballots were distributed and members were asked to vote for two members. Judy Works was elected by the necessary majority during the first round of balloting. Ballots were returned to members and they were asked to vote for one individual. On the second round of balloting, Raymond Rico was elected to the second At-Large position.

Brad then discussed an off-cycle Board vacancy created as a result of Harold Johnson's resignation in order to serve as an elected Commissioner of the Unified Government. Harold completed two years of his three-year term; thus the Board needs to fill the remaining one year of his term. The Community Advisory Committee was apprised of this development, and reviewed a number of options for filling the off-cycle vacancy. At their regular meeting on April 23, 2015, they nominated three candidates for the Board's consideration to fill the one-year term beginning June 1, 2015.

Brad asked Brenda to provide a recap of their nominees. Brenda said that the CAC has included in their slate Shawna Allen and Celeste Hendricks, who both went through the most recent Board nominations process but were ultimately not elected. At the request of the Executive Committee, the CAC also agreed to forward the name of Vicki Hohenstein due to her background in finance and investment, given Harold was a member of the Foundation's Finance Committee and an additional Board member would be needed to serve on that committee. Vicki has served as the CAC's liaison to the Board's Finance Committee the past two years. If elected, Vicki would be required to run for re-election through the CAC's nominations process next year.

Individual ballots were distributed including the three nominees: Shawna Allen, Celeste Hendricks, and Vicki Hohenstein. Brad noted that a 2/3 majority is required to fill Board vacancies. Following balloting, Brad announced that Vicki Hohenstein received more than the required two-thirds majority of votes and was elected to fill Harold Johnson's unexpired term for one year, June 1, 2015 through May 31, 2015.

## **President's Report**

Brenda reported that new Board members Heather Flick, Jon Marshall and Tim Spilker received their Board orientation on May 12. This session covered basic areas of Foundation history, structure, governance and focus. Brenda asked that existing Board members please make our new members feel welcome by offering to meet them for a cup of coffee, lunch or providing any helpful advice you may have about how to fully engage in the governance of the Foundation.

The CAC held their annual wrap-up meeting last month to celebrate the conclusion of another successful nominations cycle, recognize outgoing members and elect officers. Denny Kurogi was elected Chair, Shelly Phalen was elected Vice Chair, and Angela Eyster was elected Secretary. Heather Flick and Jon Marshall, outgoing CAC members, were recognized for their contributions and congratulated on their recent election to the Board effective June 1.

Jennifer Rhodus has been reappointed to the CAC for a three-year term by Governor Brownback. We are awaiting Addie Hawkins' reappointment to a two-year term by the Unified Government. Addie's reappointment will be two years since her first term was not a full three years. We are also in the process of

securing two new appointments by the Johnson County Commission; Kevin Klamm from Bank of Blue Valley, and Joan Cabell, a longtime former United Way employee. Brenda is also currently pursuing candidates for consideration by the Allen County Commission.

Brenda recognized the Foundation's staff for their many years of service to our mission. She made remarks about each team member's contributions to the team, and noted that their passion for their work continues to be evidenced in their leadership both internally and external to the organization.

Becky Benak—11 years on 6/1/15; Carla Gibson—9 years on 6/5/15; Pattie Mansur—8 years on 1/2/15; Dawn Downes—8 years on 2/1/15; Jo Yun—6 years on 6/1/15; Bill Moore—4 years on 6/1/15; Georgeann Hemry—2 years on 3/13/15; and Mathew Davis—2 years on 3/13/15.

Brenda shared that in April 2016, members of the Grantmakers in Health Board will be travelling to Cuba for a closer look at how that country is providing health care for underserved populations under their universal health system, as well as learn more about its evolving health policies, practice, research and education. Brad Stratton noted that the Executive Committee discussed this unique professional development opportunity for Brenda, and believe it will benefit not only her, but also the Foundation's work and mission as well, and has approved the related costs.

#### Foundation Business Consent Items

Brad Stratton then reviewed the Consent Agenda. The items included were the March 26, 2015 Board Meeting Minutes, February and March Financials, and Internal Control Policy Revisions. Dana Abraham made a motion to approve the Consent Agenda. Syrtiller Kabat seconded the motion. The motion passed.

#### Committee Reports

Tom Carrico provided the Finance Committee Report. He directed the Board's attention to the March 2015 Dashboard and stated that the first three months of the year were weak from a financial return perspective. Year-to-date investment return through March 31 was 1.3% while the target for the same period was 1.4%. The Foundation's portfolio experienced net investment losses during the month, reflecting an investment return for the month of -0.4% as compared to a -0.5% benchmark. April was a significantly better month for investment returns, so much so that the year-to-date portfolio return through April 30 rose to 3.8%, well ahead of the 3.2% target. Being cognizant of the full agenda, Tom turned the meeting over to Brad Stratton to continue Board related business.

Brad continued by stating that the BDK audit fieldwork has been completed and we are waiting on their final report which will be presented at the June Board meeting. Brad then turned the meeting over to Jo Yun to walk members through our annual Conflict of Interest (COI) forms pertaining to the annual 990.

Jo said that overall the COI has changed very little, with just a few minor changes from previous year's versions. Jo took the Board members through all sections of the form, explaining the context and purpose of each section. Jo requested that the COI form be completed and signed by each member and returned to Georgeann Hemry by the next Board meeting date of June 25, 2015.

JC Cowden gave the Program and Policy Committee Report. JC noted that the Mayor Mark Holland, KCK/Wyandotte County, provided an excellent report on the status of the Wyandotte Healthy Campus

effort. REACH provided initial planning support for this project, and a large number of community partners and improvement initiatives are currently engaged.

JC then asked Bill Moore to comment on the status of the MARC Health Profiles and Assessments. Bill stated that the target is an early June release. Pattie Mansur will have printed copies made for our six county service area and the Dashboard will be released at the June Board meeting. Bill Moore continued with reporting that the Core Operating partners' feedback based on their experience with learning community was very beneficial and informative to our work. Sheldon Weisgrau recently spoke to the learning community about Medicaid expansion; the information was well-received. Bill encouraged any and all Board members to the Foundation's P&P meetings.

Brad Stratton noted that in lieu of an Executive Committee report, the remainder of the meeting time would be used to adjourn to closed session in order to continue strategic planning discussions. At 5:40 p.m. JC Cowden made a motion to adjourn to closed session for 50 minutes for the purpose of discussing the Foundation's strategic plan. Raymond Rico seconded the motion. The motion passed.

At 6:30 p.m., Andy Klocke made a motion to extend the closed session an additional 30 minutes. Tom Carrico seconded the motion. The motion passed.

At 7:00 p.m., David Thomas made a motion to return to open session. Dana Abraham seconded the motion. The motion passed.

Brenda Sharpe announced that the Strategic Plan will be reviewed again at the Executive Committee meeting in June. She then reminded the Board that based on discussion that took place as part of the strategic planning process; the annual competitive RFP process that normally launches in August will be suspended in order to begin the transition to new strategies to be adopted in September. The Program and Policy Committee will meet in June to review a statement to that regard on behalf of the Foundation. If anyone receives any inquiries and/or questions prior to release of that statement, please direct calls to staff.

There being no further business to discuss, Dana Abraham made a motion to adjourn the meeting at 7:03 p.m. Judy Works seconded the motion. The motion passed.

Respectfully submitted,

Georgeann Hemry  
Executive Assistant