

**MINUTES OF MEETING OF BOARD OF DIRECTORS  
OF THE REACH FOUNDATION  
June 25, 2020**

**Attendees:**

Arif Ahmed	Jerrihlyn McGee
Guy Collier	Wendy Neal
Katie Ferro	Joe Reuben
Fabian Gayosso	Heather Samuel
Tom Handley	Jim Sanders
Angela Harse	Brenda Sharpe
Kevin Klamm	Lynette Sparkman-Barnes
Jon Marshall	Lisa Thurlow

**Not Present:**

Danielle Jones	Todd Pleimann
----------------	---------------

**Guests:**

Becky Benak, REACH Staff	Pattie Mansur, REACH Staff
Mathew Davis, REACH Staff	Glory Olson, REACH Staff
Dawn Downes, REACH Staff	Stephanie Whitacre, BKD, LLP
Carla Gibson, REACH Staff	Jo Yun, REACH Staff
Tondee Lutterman, BKD, LLP	

---

This meeting was held via Zoom due to COVID-19 restrictions. Jon Marshall called the meeting to order at 4:02 p.m. Jon welcomed new members Guy Collier, Fabian Gayosso, and Kevin Klamm to the Board of Directors and board members gave introductions.

Foundation Business Consent Items

Jon Marshall noted the items listed on the Consent Agenda including the May 21, 2020 Board Meeting Minutes; the April 2020 Financials; and the Board Resolution-Authorized Signors. All items except the Board meeting minutes have been reviewed by their respective committees and are recommended for approval. Arif Ahmed moved to approve all items on the Consent Agenda as presented and Heather Samuel seconded the motion. Motion carried.

Foundation Business

Jo Yun introduced Tondee Lutterman and Stephanie Whitacre from BKD, LLP to present the Foundation's 2019 audit. Jo noted Tondee and Stephanie reviewed the full audit report and accompanying financial statements with the Finance Committee at their most recent meeting. Tondee reported the 2019 audit was conducted in its entirety in a remote environment and commended Jo Yun for her work to complete the audit. Tondee directed attention to the results of the audit report and invited questions. She noted the audit is not final due to timing related statements and those statements are not expected to change or impact the audit results. BKD will hold issuance of the Foundation's audited financial statements until all the required audited financial statements have been received, consistent with prior years' practice. Tondee reported to the Board the overall findings from BKD's audit procedures found the audit and associated recordkeeping to be very clean and in good order. She said there were no internal control issues or other management-related matters to report to the Board. She

said that BKD is planning to issue an unmodified, or 'clean' opinion for The REACH Healthcare Foundation, as of and for the year ended December 2019.

Stephanie Whitacre highlighted the Required Communications. She reported there were no matters reported for audit adjustments and credited the strength and diligence of internal controls. Stephanie then reviewed the Accounting Pronouncements for the Board. Tondee Lutterman then opened the floor for any questions. There being none, Tom Handley moved to approve the 2019 draft audit as presented and Lynette Sparkman-Barnes seconded. Motion carried.

Jon Marshall noted the REACH Foundation's 2019 Annual Report as the next agenda item and turned the discussion over to Pattie Mansur. Pattie stated that this report had unique challenges due to social distancing and quarantine restrictions related to the COVID-19 pandemic. Once the report is finalized, notifications containing the link to the Report will be distributed via REACH's e-newsletter and accessible through the Foundation's website.

Pattie provided an online preview of the annual report. She highlighted various features including the REACH Foundation's open house and ribbon cutting event; and the hyperlinks imbedded with the Annual Report linking users to various information, including an overview of outcome investments, grants made, and financial summary page. Pattie then asked for questions and comments. There being none, Heather Samuels made a motion to accept and approve the Draft of the Annual Report and Wendy Neal seconded the motion. Motion carried.

Jon Marshall turned to Brenda Sharpe for a discussion on Unbudgeted 2020 Grant Opportunities agenda item. Brenda reported these opportunities were discussed with the Executive Committee at their most recent meeting. She explained these opportunities are related to COVID-19 relief efforts but also include racial justice opportunities, and the Missouri Medicaid expansion ballot initiative YesOn2. Brenda emphasized that funds for these projects are not in the current budget and noted the potential impact on cash flow and the investment portfolio. Brenda asked the Board for discussion on REACH's funding of these prospects. Discussion ensued. Angela Harse proposed a motion for the Executive Committee to review the opportunities to advance to the full Board for approval via email and Jerrihlyn McGee seconded. Motion carried.

#### President's Report

Brenda gave an update on REACH Healthcare Foundation's CAC appointments. Again, given the current environment surrounding priority responses of the foundation's appointing authorities to COVID-19 activities; upcoming elections; and racial injustice, these appointments are still pending.

Brenda noted that REACH is supporting the messaging campaign for *Yes on 2 Healthcare for Missouri*, the Missouri Medicaid expansion ballot initiative, and referred to the fact sheet included in the meeting materials. The Governor recently moved the ballot initiative from the November 2020 ballot to the August 2020 ballot, creating greater urgency among advocates and philanthropy to support get out the vote activities on a much more condensed timeline.

#### Executive Committee Report

Jon Marshall confirmed the Executive Committee's discussion on Unbudgeted Grant opportunities.

He reported that Brenda Sharpe indicated staff are returning to work in the office on a limited basis and are using social distancing guidelines while in the office. Brenda continues to evaluate the safety and well-being of staff and adjusts guidelines, as necessary.

The next Executive Committee meeting will be Thursday, August 13, 2020 via Zoom teleconference.

#### Finance Committee Report

Tom Handley confirmed the Finance Committee's review and approval of the audit presented by BKD, LLP.

Tom referred to the April 2020 Financial Dashboard. He noted there the April estimated portfolio return is +6.5% as compared to a benchmark of +7.2% for the same period, but that investments were down from where they were at year end 2019, as expected given the current market uncertainties.

The next Finance Committee meeting is Tuesday, August 18, 2020 via Zoom teleconference.

#### Program and Policy Committee Report

Lisa Thurlow referred to the Discretionary Grants report in the meeting materials packet and asked for discussion. None was noted.

The next P&P meeting scheduled for Tuesday, September 8, 2020. Location TBD.

At 5:35 p.m., Tom Handley made a motion to adjourn to closed session to discuss personnel matters before the Board for a period of 10 minutes and Lisa Thurlow seconded. Motion carried.

At 5:40 p.m. Angela Harse moved to return to open session and Jerrihlyn McGee seconded. Motion carried.

There being no further business, the meeting adjourned at 5:41 p.m.

The next Board Meeting will be Thursday, September 17, 2020 at 4:00 p.m. Location TBD.

Respectfully submitted,  
Glory Olson  
Executive Assistant & Board Liaison