

## **MRC Governance Committee Meeting- 07.25.25**

**Attendees:** Holly Stover, Brendan O’Neil, Pat Kimball, Maggie McLoughlin, Elizabeth Fortier, Tess Parks, Paul Vinsel, Chasity Tuell, Joe Everett, Grayson Havens, Betsy Fitzgerald

### **Meeting Agenda:**

1. Discuss MRC Clerk position
2. Update on public Forum planning
3. Update on needs assessment
4. Update on managing exec sessions/privacy needs

### **Action Items:**

- Put it on the agenda to discuss if we can be more strategic about transitions and handovers in the election of members to various roles. (Paul)
- Pat sending Paul times/guidelines for the forum to review/update for this year
- Elizabeth sorting out date/time doodle (Nov 13, Nov 14, Dec 11, Dec 12)-
- Needs Assessments Follow Ups (send to Joe)
  - Maggie to share through the Cumberland County assessment data
  - Need to check in w MOSS center, MERAP listening sessions output (Pat sharing contact and Paul to follow up w them)
  - Joe w shared CHNA
  - MERAP summary of listening session – Tess to share w Chasity.
- Share out K Johnsons original assessment w Council Members for reference/make it easier to find (Elizabeth? Chasity?)
- Brendan to look into producing language for a statute change to allow MRC to have confidential discussions.
- Add to next agenda- mid point member additions- clarity on their term length. (Paul)

### **Discussion on Clerk**

- Bylaws state the clerk of the council will be an employee of the AGs office/attorney
  - Recommendation is to change that bylaw- language amendment is discussed.
- Team reviews the requirement of the clerk:
  - Contact person for the board/commission. Secretary of State (SoS) sends correspondence to them. Liaises w SOS on changes in membership. Files the annual report.
  - Historically this function has been served technically by Brendan, but with support from Grayson/Hayley
  - Report includes expenses (not money that goes out in grants). For example, staff or vendor costs, mileage reimbursement. Venue costs to host meeting, etc.
  - Typically, once a month Grayson enters the meeting (zoom or other) what was the meeting, meeting length, and how many people were there. Expenses listed for the in-person meetings. Submitted monthly. They can be edited any time throughout the year. However, the annual report cannot be edited after submission.
  - SoS strongly advises that this is done as the meetings happen (e.g. DO NOT wait until end of year).

- Discussion on bylaw language change. Suggested language: *“Appointed by the Chair of the Council and will be either a current member of the Council or a current member of the Council’s staff. The Chair may change the Clerk appointee from time to time, and any such change may be altered by the Council pursuant to section 4.7 of these Bylaws.”*
    - Discussion on how often we need to appoint
    - 4.7 – refers to decision making processes re consensus, 3/5ths votes if no consensus clause.
  - Opens up a broader discussion on what is the appropriate level of power of the Chair. Additionally, where is the best place to “source” the clerk. How delegation could/should work. Discussion on whether this should live with the chair of the governance committee or staff. Group seems to lean towards putting it w staff for various reasons (not dependent on “volunteer” time, one less step in data collection, more cross-cutting awareness w/ staff).
  - Motion to approve recommendation to MRC to amend the bylaws to the suggested language. Moved by Betsy, Seconded by Holly (at first) Maggie Seconds the Second... Then Pat thirds the seconded second.
  - Grayson calls roll – it moves. Needs to then go before the full Council next month. (clarified in section 8.1 of Bylaws)
- Discussion on mandate of governance committee is to put boundaries on the council. Natural tension with Council that may have greater desire for flexibility. etc

### **Public Forum**

- 1 day meeting, tentatively 2<sup>nd</sup> Thursday of December
- Combo in-person and video.
- Potentially could host this at DHHS.
- Pat suggested a doodle poll to confirm dates
- Some challenges with dates- November might be better likely would be Nov 13 if November.
- In December you have to present folks that want to be considered for offices
- Voted on in Jan but need 30 days advance notice
- Section 4.1 notes first meeting of the cal year shall include electing members of the Council – can be different from the public forum. Specifies that we were discussing the nominations (not election)
- Put it on the agenda to discuss if we can be more strategic about transitions and handovers in the election of members to various roles.

### **Needs Assessment**

- Next needs assessment should have priorities for our next funding cycle, which may be different than our current funding cycle. Recognizing that the context changing. MOSS Center will be putting out some data. Understanding that we want to talk w Dr Johnson, but need to clarify our ask. Need to discuss this also in grants committee.
  - Grants committee can review the shared CHNA. Trying to pull out what is relevant to MRC.
  - Clarifying who can “do” the work. Chasity thinking about it, tbd whether relevant to share out.

- Some discussion on keeping scope high level as the circumstances may change soon with federal budget flow down impacts
- If newer members of the council want to see the prior work its pretty hard to find. Discussion on how to circulate
- OSF Funding Reporting Legislation: Starts in Jan 2026, law says they have to submit to the AG's office in Jan for prior cal year's use of the money. AG makes it available in Feb to HHS Committee. Doesn't do any back-dated info. AG is planning to share the data with MOSS Center. MOSS Center is building a portal.

### **Executive Session**

- Grant debates- Uncomfortable for the staff and for applicants. How much of that can be done in exec session. Deb updated re State RFP process. The discussion on scoring is private, the results are public. Discussion is if we can adopt something
- Challenge may be around the wording exec session that have legal meaning. Potentially if we share the minutes etc and called it something else it would qualify?
- That scenario where applications are discussed in a non-public meeting then notes are publicly available through FOAA, that is procedure that is authorized by statute. BO hunting down the statue and regulations. The council does not have that statute. FOAA has an exception which is if there is a statute that designates that actions of the agency can be confidential then it can override FOAA. Only solution is to amend the statute that governs the council (that is related to the Council) to allow for these confidential discussions. He's in the process of putting forward a legal basis for that. But it would be a policy choice the council has to make.
- Statute different than bylaws. Statute produced the MRC. How do you change that? You would put that forward as a piece of legislation it would be assigned to the committee in the legislature. Could potentially be perfunctory. Could go in for January. There's no fiscal note, so that will help. If we submit a change does that open the whole statute up? It could but it's unlikely.
- Questions around what other agencies it would apply to