



Board of Directors

Onboarding Materials

DRAFT for Review 8.16.22

Mendocino Coast Healthcare Foundation

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Dear Board Member,

Welcome to the Mendocino Coast Healthcare Foundation. We are delighted to have you join our team as a member of the Board of Directors.

In this packet, you will find more information about the Mendocino Coast Healthcare Foundation, our history, and what the roles, responsibilities, and expectations are for the Board of Directors and Advisory Committee members.

In recent years, MCHFoundation has engaged in strategies to expand growth in its donor base and the momentum to create a comprehensive and state-of-the-art fund development program. Moving forward, the MCHFoundation Board of Directors maintains our critical role as key leaders in our fundraising and advocacy efforts to help the organization exceed our past goals and accelerate toward even greater and more ambitious accomplishments in the future.

A key to future growth will be focused board strategic planning and implementation, an emphasis on major gifts and enhancements to other identified programs and approaches. Success will require adopting and faithfully implementing select new practices, as well as MCHFoundation Board of Directors working together to involve our hospital, Healthcare District, local healthcare providers, and coastal community leaders in our mission and its results.

The Mendocino Coast Healthcare Foundation is dedicated to developing philanthropic resources for our hospital and the healthcare needs of our community. Thank you for being part of our effort to improve healthcare for all here on the Mendocino coast.

Sincerely,

A handwritten signature in blue ink that reads "Susan Warner". The signature is fluid and cursive, with a long horizontal flourish at the end.

Susan Warner
President
MCHFoundation Board of Directors

About the Foundation

In March 1984, the Board of Directors of the Mendocino Coast District Hospital approved the formation of a foundation to serve the Hospital District and to increase the security of the hospital. The Directors recognized the need for a free standing, nonprofit, charitable organization which could receive gifts from individuals, corporations, other foundations, and organizations for the benefit of the hospital. That organization which became the Mendocino Coast Hospital Foundation was charged with seeking gifts, managing the funds, and supporting capital projects submitted by the Hospital to MCHFoundation.

In September 1985, MCHFoundation put on its first event which they named Winesong, a day in the Botanical Gardens of music and wine tasting. The event made \$30,000 for the hospital and has been growing ever since then, now providing approximately \$250,000 annually for vital Hospital equipment and programs. In its 33 years of operation, the annual gifts from the Mendocino Coast Hospital Foundation to the hospital have grown from a range of about \$18,000 to well over \$300,000, with the total of those grants now exceeding \$9,500,000.

After 35 years of operating under its original charter, MCHFoundation Board conducted a strategic planning process and established a new mission and scope. In response to changes in healthcare systems and the needs of the community, in August 2019 the Mendocino Coast Hospital Foundation became the Mendocino Coast Healthcare Foundation. In addition to continuing to support our local hospital, MCHFoundation will be able to support new projects and organizations to address other local healthcare needs.

Current Areas of Focus

All In for Nurses Initiative – Launched in 2021, the Excellence in Nursing initiative is designed to support recruiting and retaining qualified nurses for the healthcare providers in our community.

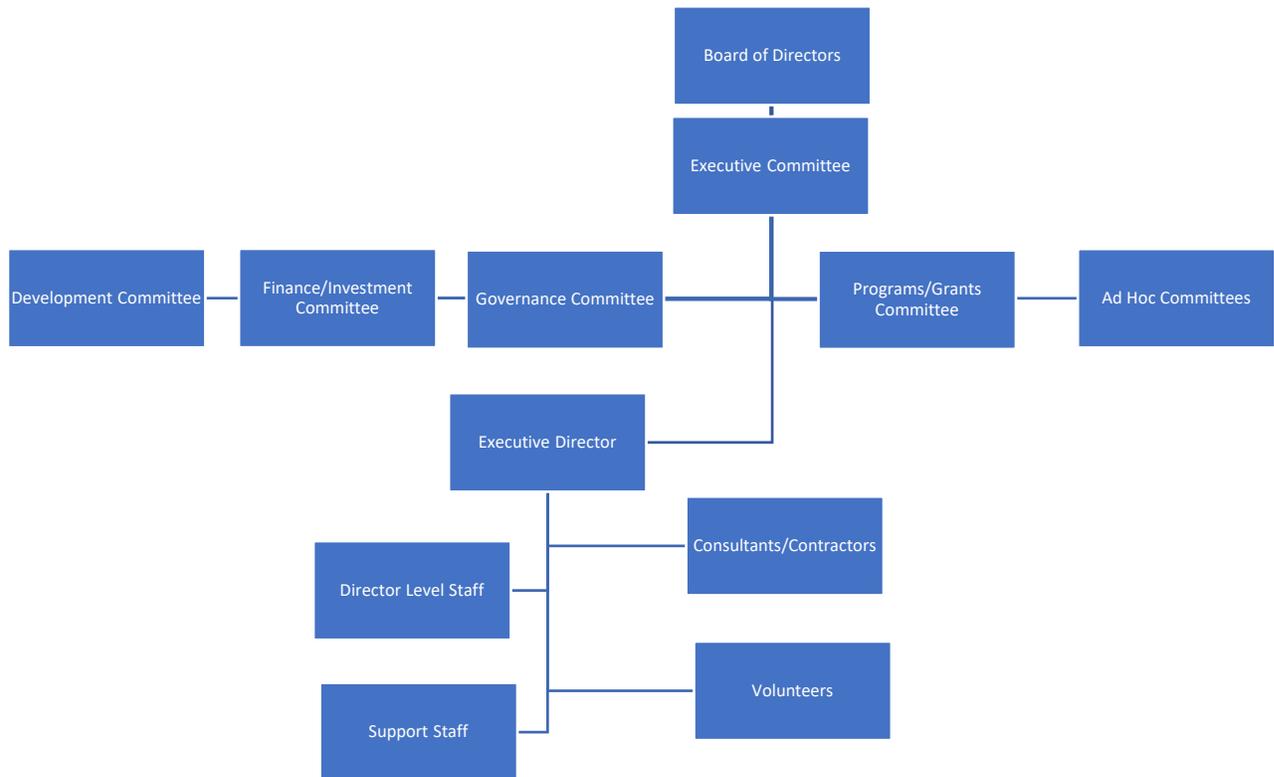
COVID-19 Mendocino Coast Response Fund - Established in 2020 in response to the ongoing COVID-19 pandemic, funds raised go directly to the immediate needs of our healthcare partners as they respond to the challenges of providing healthcare with restrictions and COVID-19 protocols.

Ambulance & Emergency Fund - For local residents and coastal visitors, having a professional, responsive, and experienced ambulance service is a community priority. Along with the local fire departments, our medics provide quick response to both major and minor emergencies. The Ambulance Fund provides for the regular replacement of the Healthcare District's ambulances as well as the lifesaving equipment needed to outfit them. Ambulance units wear out after 8 - 10 years of service and can cost over \$100,000 each. In the past, replacement was a problem, as maintaining an around-the-clock ambulance service in a rural area is not a moneymaking proposition. With the community's support, we are able to raise the funds we need, and put aside between \$15,000 and \$20,000 each year towards ambulance replacement. In the event of an emergency, it's comforting to know that the ambulance rushing to the scene and the men and women providing your family's urgent care are supported by the Ambulance Fund.

Elwin Cox Memorial Cancer Care Fund - The Cox family, like many families in our community, has experienced the high cost of cancer care and has created a legacy in memory of Elwin that will help those in need. Gifts to the Elwin Cox Memorial Cancer Care Fund will be used within our community to assist cancer patients challenged by the high costs of cancer-related treatment and services.

Immediate Needs – MCHFoundation supplements existing funds and supports capital priorities of the hospital, local healthcare providers and other foundation-based initiatives throughout our fiscal year.

Organizational Chart





Board of Directors

Job description

Office: Member of the Board

Term of Office: 3 years

Duties:

- Oversee MCHFoundation leadership – Executive Director – to ensure that the organization is operated in an efficient and legal manner so it may achieve its mission.
- Attend all meetings of the Board and assigned Committee meetings.
- Support the development of goals, policies, and services of MCHFoundation.
- Know the strengths and needs of MCHFoundation.
- Participate in Board activities and accept positions of responsibility within the organization, including:
 - Assisting in donor acknowledgment and thanks
 - Assisting in the enlistment of volunteer leadership
 - Becoming knowledgeable about the services offered by local healthcare providers and MCHFoundation.
- Set the pace for giving to MCHFoundation by making an annual contribution to the organization
- Play a role in the solicitation done by MCHFoundation by identifying and cultivating prospects and asking for certain gifts.
- Attend and be a community advocate for MCHFoundation sponsored special events.
- Be advocates for philanthropy among peers and lead by example.

Protocols and expectations

Board Structure

The number of the Directors of MCHFoundation shall be no less than 7, nor more than 11 members. The Board shall be composed of President, Vice President, Treasurer, and Secretary along with at-large members of our non-profit corporation. Each member of the governing Board has an equal vote in deciding matters before the Board. Each member of the Board of Directors shall serve a term of three (3) years with a maximum of three full consecutive terms.

Time Requirement

The Board meets at least four (4) times a year for regular Board meetings held on the fourth Monday of the month. Each Board meeting lasts approximately two (2) hours. Committee meetings are generally 4-8 times per year (see annual committee calendar). Each Board Member is expected to serve and be an active participant on a committee of the MCHFoundation Board. There will also be special events hosted by MCHFoundation throughout the year that each Board Member could be expected to attend.

Mission and values

Each Board Member should have a working understanding and appreciation of the mission statement and philosophy of our organization: *To support quality healthcare and wellness services for people in the Healthcare District*

Our vision is a healthy community on the Mendocino Coast.

Service, Opportunity, Attitude, Respect, and Safety (SOARS) are the essential values that collectively form the cultural foundation on which this organization's commitment to excellence is built.

Advocacy

Understanding of the need for philanthropic support and the responsibility of stewardship for gifts received is an important factor to those choosing to make a gift to the Mendocino Coast Healthcare Foundation. You can facilitate this understanding by being an informed Board Member who advocates for our current priorities.

In many business and social situations, you have the opportunity to express MCHFoundation's goals and mission through your advocacy role, and you can provide leadership in obtaining public understanding for the role and mission of MCHFoundation.

Governance

Inherent in the role of a Board Member is responsible governance, through oversight and developing policies, then ensuring compliance to those policies. Each Board Member should actively participate in all policy decisions and initiate discussion when you identify a need which should be addressed by MCHFoundation.

Recruitment

You may be asked to assist in the identification and recruitment of prospective MCHFoundation

Board Members. The success and continuation of MCHFoundation's Board will depend on the success of ongoing recruitment of Board Members.

Fundraising

Each member of the Board will be encouraged to participate in the MCHFoundation's fund-raising programs and campaigns. Members will also be given the opportunity to participate in Campaign leadership.

Each Board Member is expected to assist with the development and expansion of partnership resources of individuals, corporations, or grant making sources that share MCHFoundation's mission, vision, and values. Fundraising can and should be a positive experience. To help make your involvement worthwhile, you and any volunteers will be well staffed and supported. Education and training will be provided to Board Members and other volunteers as needed to help make them comfortable during the process.

In addition to Annual Giving programs, you can encourage friends of MCHFoundation to contribute through Planned Gifts such as wills, charitable remainder trusts and other estate planning vehicles. Once again, technical assistance is readily available to support volunteers in these areas.

Meetings

You are expected to attend Board meetings. Your active participation is vital to the Board success of MCHFoundation

Committees

The strength of the fundraising and stewardship efforts of the MCHFoundation will be in the efforts and foresight of its committees. Each Board Member will be expected to serve on or lead at least one committee, made up of Board and community members. In addition, directors may be asked to assist with the work of other committees where their skills may be advantageous from time to time.

Charitable Commitment

Your personal financial contribution to MCHFoundation each year at a level that is meaningful to you is extremely important to our success. We need to achieve 100% Board participation. Many private foundations look specifically at the level of participation by the Board Members as a factor in funding. It is a way of determining the level of commitment of an organization to its mission and development

People who contribute to a cause because they believe in it are most apt to be successful in other areas of Board activity such as solicitation and recruitment.

Board Officer Descriptions

PRESIDENT

General: Ensures the effective action of the Board in governing and supporting the organization and oversees Board affairs. Acts as the representative of the Board.

Regarding Community: Speaks to the media and the community on behalf of the organization (as does the executive director); represents the agency in the community.

Regarding Meetings: Develops agendas for meetings in concert with the Executive Director. Presides at board meetings.

Regarding Committees: Recommends to the Board which Committees are to be established. Seeks volunteers for Committees and coordinates individual Board Member assignments. Makes sure each Committee has a chairperson and stays in touch with chairpersons to be sure that their work is carried out; identifies Committee recommendations that should be presented to the full Board. Determines whether Executive Committee meetings are necessary and convenes the Committee accordingly.

Regarding the Executive Director: Establishes search and selection committee (usually acts as chair) for hiring an Executive Director. Convenes Board discussions on evaluating the Executive Director and negotiating compensation and benefits package; conveys information to the Executive Director.

Regarding Board Affairs: Ensures that Board matters are handled properly, including preparation of pre-meeting materials, Committee functioning, and recruitment and orientation of new Board Members.

VICE PRESIDENT

General: Acts as the President/Chair in his or her absence; assists the President/Chair on the above or other specified duties.

Special Responsibilities: Frequently assigned to a special area of responsibility, such as membership, media, fundraising, facilities, or personnel.

For MCHFoundation, the Vice President is NOT considered the President-Elect.

TREASURER

General: Manages the Board's review of, and action related to, the Board's financial responsibilities. Will work directly with the Executive Director and other staff in developing and implementing financial procedures and systems.

Reports: Ensures that appropriate financial reports are made available to the Board. Regularly reports to Board on key financial events, trends, concerns, and assessment of fiscal health.

Finance Committee: Chairs the Finance Committee and prepares agendas for meetings, including a year-long calendar of issues. Chairs the Audit Committee and works with the Executive Director to ensure audit materials and audit process are complete and accurate. Also oversees federal and state regulatory filings including IRS 990s, etc.

Cash Management and Investments: Ensures, through the Finance Committee, sound management and maximization of cash and investments.

SECRETARY

General: Brings attention to sensitive deadlines and other dates important to the Board.

Reports: Ensures that MCHFoundation has tracked important documents.

Special Responsibilities: Reviews and certifies all Board Meeting minutes for an accurate of all open and closed sessions of the Board.

Meetings, Communication, Scheduling

Meetings

In response to the COVID-19 pandemic, MCHFoundation adopted a remote working policy in 2020. This policy will remain in effect until deemed no longer necessary by organization leadership.

All MCHFoundation Board and Committee meetings are held remotely with meeting links/call-in numbers included ahead of time in meeting agendas, which are distributed by email one week prior to each meeting.

Communication

The organization's primary methods of communication are email, phone, and remote meetings. A list of staff and Board contact information has been included in this packet.

Scheduling and Calendars

Agendas are sent out one week prior to each Board or Committee meeting; agendas include the meeting contact information.

MCHFoundation also maintains an online organization calendar, that includes the Board and Committee meeting schedule, as well as key external events such as the annual Golf Tournament, Winesong, etc. MCHFoundation Board Members are given access to this calendar to track organization meetings and events. It is the responsibility of each member of the Board to keep his/her personal calendar up to date regarding upcoming MCHFoundation meetings.

Confidentiality Agreement

Board Members may be privy to sensitive donor and/or patient information and will be asked to sign a confidentiality agreement (attached).

Conflict of Interest Policy and Agreement

As a member of the Board, you have a fiduciary duty of loyalty to the MCHFoundation and will be asked to annually read and sign MCHFoundation's Conflict-of-Interest Policy.

This duty requires members to avoid conflicts of interest and to act at all times in the best interests of MCHFoundation. The purpose of the Conflict-of-Interest policy, attached, is to help inform the Board about what constitutes a conflict of interest, assist the Board in identifying and disclosing actual and potential conflicts, and help ensure the avoidance of conflicts of interest where necessary.

ADDENDUMS

MCHFoundation organization Bylaws, IRS Determination Letter and Articles of Incorporation (attachment)

MCHFoundation Board Member and Staff Contact Lists (attachment)

Current Board Terms: Updated 2022

Current Board Committees: Updated 2022

Annual Board and Committee Calendar

Board Committee Charters

- Executive (see bylaws)
- Governance (see bylaws)
- Finance (Attached)
- Investment (refer to Finance Charter)
- Development (Attached)
- Programs/Grants (Attached)
- Advisory Committees (Attached)

MCHFoundation Annual Conflict of Interest Statement (Attachment)

MCHFoundation Confidentiality Policy (Attachment)

Current Board Terms: Updated 2022

PRESIDENT, Susan Warner

Board Term: Jan. 2021 – Dec. 2023 (2nd Term, 2nd Tenure)

VICE PRESIDENT, Charlene McAllister

Board Term: Jan. 2020 – Dec. 2022 (2nd Term, 2nd Tenure)

TREASURER, Bill Knapp

Board Term: Dec. 2020 – Dec. 2023 (1st Term)

SECRETARY, Paula Hudson

Board Term: Nov. 2020 – Dec. 2023 (1st Term)

Members

Dr. William Miller

Board Term: Jan. 2022-Dec. 2024

Terry Ramos

Board Term: Jan. 2022-Dec. 2024

Kathy Wylie

Board Term: Jan. 2022-Dec. 2024

Current Board Committees: Updated 2022

Committee meetings may be attended by any member of the Board at any time, regardless of his/her/their affiliation with the committee. Board Members are expected to commit to at least one committee per year during their tenure on the MCHFoundation Board.

<p>Development:</p> <p>Chair: Paula Hudson</p> <p>Staff Lead: Mary Kate McKenna CFRE, Executive Director</p> <p>Charlene McAllister Susan Warner Bill Knapp DawnMarie Kotsonis</p>	<p>Executive:</p> <p>Chair: Susan Warner</p> <p>Staff Lead: Mary Kate McKenna CFRE, Executive Director</p> <p>Charlene McAllister, VP Paula Hudson, Secretary Bill Knapp, Treasurer</p>	<p>Finance:</p> <p>Chair: Bill Knapp</p> <p>Staff Lead: Mary Kate McKenna CFRE, Executive Director</p> <p>Susan Warner Peter Lopez</p>
<p>Programs & Grants:</p> <p>Chair: Charlene McAllister</p> <p>Staff Lead: Lia Holbrook</p> <p>Susan Warner Bill Knapp DawnMarie Kotsonis Mary Kate McKenna</p>	<p>Governance:</p> <p>Chair: Susan Warner</p> <p>Staff Lead: Mary Kate McKenna</p> <p>Charlene McAllister Kathy Wylie</p>	<p>Investment:</p> <p>Chair: Bill Knapp</p> <p>Staff Lead: Mary Kate McKenna CFRE, Executive Director</p> <p>Paul Sweigart, Edward Jones Peter Lopez Susan Warner</p>

Committee meetings are scheduled in advance with any modifications announced to the Board of Directors as they are rescheduled. A calendar for the next calendar year meetings will be approved at the last Board of Directors meeting of each year.