**MHCA/LeadingAge Minnesota Transition Advisory Group (TAG)**

**Tuesday, July 24, 2018 Meeting Summary**

The MHCA/LeadingAge Transition Advisory Group (TAG) met on Tuesday, July 24. Members present:

***Mark R. Anderson, LeadingAge Minnesota Board Chair***

President and Chief Executive Officer

Knute Nelson, Alexandria

***Judy Giel, MHCA Board Vice Chair***

Chief Clinical Officer

Pediatric Home Service, Roseville

***Jay Jones, MHCA Board Past Chair***

***Owner***

Superior Home Care Nursing, LLC, Lakeville

***Nancy Stratman, LeadingAge Minnesota Board Chair-Elect***

Senior Services Director

Cuyuna Regional Medical Center-Care Center, Crosby

***Barb Blumer, Legal Counsel***

Barb Blumer Law, P.A.

***Gayle Kvenvold, President and Chief Executive Officer***

LeadingAge Minnesota, Saint Paul

***Kathy Messerli, Executive Director***

***Minnesota HomeCare Association***, Saint Paul

It was agreed that the chairing of each TAG meeting would rotate between the two association chairs from meeting to meeting; Mark Anderson chaired this meeting.

**TAG Charter**. The group reviewed the purpose and responsibility of TAG as outlined in the affiliation agreement presented to each Board in June along with the affiliation resolution (attached). In discussion, it was agreed that TAG:

* Oversees the progress of the integration of the two associations as outlined in the affiliation agreement;
* Is advisory to the two Boards with regular reporting to same on the status of the affiliation and its implementation;
* Provides high-level guidance on integration issues to the President of LeadingAge Minnesota and the Executive Director of MHCA and may assist as appropriate in resolving differences.
* With input of the respective boards, refinement of the shared vision for the “continuum-focused alliance” and related branding.
* Monitors progress against overall success measures for the affiliation; refines and clarifies the success measures as needed, seeking input from respective boards as needed.

**Key Workplan Areas/2018 Goals for TAG**. The group also identified the key work plan areas for TAG as including:

* Guided by the design elements in the affiliation agreement, refinement and finalization of the governance structure for the affiliation, delineation of respective powers of the two boards and timelines for integration. This work will include oversight of any outside consultants, e.g. legal counsel as well as resolution of any requirements of national affiliates.
* High-level oversight of the work of the integration teams.
* Communications to respective boards and joint activities and shared information to promote “familiarization” with core activities of each; advise on messaging and communication tools for boards, staff, members and external publics, e.g. videos, joint board activities, board presentations, etc.

It was suggested that staff review the 2019 calendar of scheduled board meetings to identify opportunities for joint activities. It was suggested that things like “Value First” would be a good topic for additional board information. In terms of quantifying 2018 goals, the following outcome measures were noted:

* All legal documents, bylaws changes, etc., have been prepared and a timeline agreed upon for execution;
* Board structure changes and interlocking representation have been agreed upon and a timeline agreed for implementation;
* Work plans have been developed and are being implemented for each transition area, with a target of April 2019 for staff integration;
* TAG will have met on a regular schedule (2-3 times) and joint communications from TAG will be part of each board meeting.

**General Comments on Affiliation**. It was noted in discussion and adoption of the resolution for affiliation, the MHCA Board stipulated it wanted to reserve the right to have its own independent legal counsel review all affiliation documents, continue to maintain its own database of its members, protect any reserves existing prior to the affiliation, ensure retention of the MHCA name/brand until a mutual decision is made otherwise and establish home care specific legislative priorities. These are seen as important measures for the “exit ramp” in the event that the affiliation is not meeting MHCA expectations. Jay noted that there is some concern by MHCA that the affiliation will be viewed by its members as being “subordinated, takeover.”

**Legal Counsel Agreement**. TAG members reviewed the proposed contract for joint legal counsel as prepared by Barb Blumer, consulting attorney (attached). The agreement was approved, and it was agreed that the costs of these services would be split 50/50.

**Staff Integration Team Update**. Kathy and Gayle reported that the charters and composition for the initial staff integration teams had been developed and work would get underway for each in the coming weeks. In addition to the TAG work, the initial teams are Administration, Advocacy, Affiliation Communications and Education.

**Messaging Update**. A preliminary communications plan for messaging to members as well as external stakeholders has been prepared and drafts of initial messages will be reviewed for distribution next week.

Barb Blumer joined the TAG for an initial discussion of the affiliation; a next meeting of TAG with Barb joining the meeting was set for Wednesday, August 15. Barb will review the bylaws, etc. of each organization and prepare an outline to guide the TAG discussion of key governance design refinements, member voting, etc. Gayle indicated she would share Stratis/MAPS affiliation work product to the extent it would be helpful for the discussion.

The meeting was adjourned.