



**Center for Practical Bioethics  
Board of Directors Meeting  
March 8, 2023 8:00 AM**

**Location: In-person or Zoom Conferencing**

**In-Person:** 9<sup>th</sup> Floor, Shalton Conference Room, Polsinelli PC, 900 W. 48<sup>th</sup> Place, KC, MO 64112

**By Computer:** <https://us02web.zoom.us/j/88413652474> *Preferred for document screen sharing.*

**By Phone:** 1 312 626 6799 US (Chicago) or 1 669 900 6833 US (San Jose)

**Meeting ID:** 884 1365 2474

**AGENDA**

- I. Call to Order** Steve Salanski, Chair
- II. Approval of Board Meeting Minutes**
  - A. Board Meeting Minutes for January 11, 2023 *(Attachment 1)*
- III. Committee Reports**
  - A. Financial Statements – 2022 Year-end update Tresia Franklin, Treasurer
  - B. Executive Committee Report Steve Salanski, Chair
  - C. Governance Committee Report Mark Thompson and Maggie Neustadt, Co-Chairs
    - 1. Minutes *(Attachment 2)*
    - 2. Board Retreat Agenda (draft) *(Attachment 3)*
  - D. Resource Development Report Alan Edelman, Chair & Cindy Leyland
    - 1. Minutes *(Attachment 4)*
- IV. Chair and President Reports** Steve Salanski, Chair & James Stowe
  - A. Chair's Report
    - 1. Board Resolution for Bank Account Signatories
  - B. President's Report
    - 1. Transition of the Francis Family Foundation Authority James Stowe and Mark Thompson
    - 2. Staff Updates
    - 3. Missouri Council on Aging – Board Appointment
    - 4. Stakeholder Meetings and Initial Activities
    - 5. Review Draft Imperative Documents *(Attachment 5)*
    - 6. Facility Task Force
- V. Adjourn**

**Next Board Meeting: Board Retreat, March 31-April 1, 2023**

**[Board Book & Materials Link](#)**



Item	Key Points	Discussion	Action
<p>B. Governance Committee Report</p> <p>C. Resource Development Report</p> <p>1. Permission for LinkedIn Tags</p>	<p>Steve Salanski, 2022 Governance Committee Chair,</p> <ul style="list-style-type: none"> <li>• Governance Committee reviewed and revised new member Orientation and Steve thanked staff, Board officers, and new Board members for attending Orientation sessions.</li> <li>• reported that the 2023 Board and Staff Retreat is still in planning, with a date soon to be determined.</li> <li>• “Board Buddies” are recommended to help new members get acquainted with the Center.</li> <li>• Committee will work with staff to prepare action plan from the 2022 Board Evaluation, using the lowest scoring items (including new category for DEI)</li> <li>• Executive Committee will work with and mentor James Stowe (opposite months from Board meetings)</li> <li>• Through power of appointment, the Board Chair appointed Kathleen Gould to the Finance and Audit Committees.</li> </ul> <p>Cindy Leyland requested permission for Board members to be tagged in LinkedIn posts, as well as other social media channels.</p> <p>Annual Event set for April 27</p>	<p>Question about non-Board members being appointed to Committees.</p> <p>Committee continues working to identify speaker.</p>	<p>Governance Committee report received and acknowledged.</p> <p>Respond to Doodle poll and/or calendar invite for Retreat.</p> <p>Develop plan for Board Buddies</p> <p>Prepare action plan from 2022 Board Evaluation for presentation at Retreat.</p> <p>Check with NonProfit Connect for CEO Evaluation process.</p> <p>Set up Executive Committee meetings with James Stowe</p> <p>Mark Thompson will review Bylaws.</p> <p>Please provide your permission to Cindy</p> <p>Resource Development report received and acknowledged.</p>
<p><b>IV. Chair and President Reports</b></p> <p>A. Chair’s Report</p> <p>1. Board Authorization for Signatories (Jan 13 – Jan 30)</p>	<p>Discussion about John Carney retaining signatory authority through January 29 as CEO for purposes of Francis Foundation transfer of fund authority.</p>	<p>Mark Thompson made a motion that John Carney retain signatory authority through January 29 as CEO for purposes of Francis Foundation transfer of fund authority, along with Board Chair as a signatory.</p>	<p>Motion approved</p> <p>Motion – Mark Thompson Second – Diane Gallagher</p>

Item	Key Points	Discussion	Action
<ul style="list-style-type: none"> <li>2. Review of 2023 Committee Appointments</li> <li>3. 2023 Board Roster (Confirmation)</li> <li>4. Board Retreat Planning</li> <li>5. Reception for James Stowe (Jan 11<sup>th</sup> at Eva's – 5:30 to 8 pm)</li> <li>B. Transition of the Francis Family Foundation Authority</li> </ul>		<p>John received correspondence from the GKCCF about the transfer of funds, including several items requiring further clarification. A colleague of Mark Thompson is contacting the GKCCF and Francis Family Foundation to clarify and rectify these items.</p>	<p>Members will review Committee appointments and contact Cindy about any changes. Members will review Board Roster and contact Cindy with any changes.</p> <p>Await legal counsel negotiations prior to final signatures to effect transfer.</p>
V. Adjourn			Adjourned at 9:28 am.

**BOARD MEETING of the Board of Directors**  
**January 11, 2023 – 8 am**  
**Location: Zoom Conferencing & Polsinelli PC**

**Attendance Roster**

Raghu Adiga	Virtual
Abiodun Akinwuntan	Absent
Norberto (Rob) Ayala-Flores	In person
Mary Beth Blake	In person
Karen Bullock	Virtual
Mitzi Cardenas	Virtual
Darrin D’Agostino	Virtual
Alan Edelman	Virtual
Sukumar Ethirajan	Virtual
Tresia Franklin	Absent
Diane Gallagher	Virtual

Anita Ho	Virtual
Marvia Jones	In person
Eva Karp	Virtual
Jane Lombard	Virtual
Maggie Neustadt	Virtual
Edward O’Connor	Virtual
Stephen Salanski - Chair	In person
Mark R. Thompson	Virtual
John Carney – President	In person
Cindy Leyland – Vice President	virtual

**Governance Committee Meeting**  
**Friday, February 10, 2023, at 8:00 am**

Present: Maggie Neustadt, Co-Chair  
 Abiodun Akinwuntan, Mary Beth Blake, Karen Bullock,  
 Mitzi Cardenas, Anita Ho,  
 Staff: James Stowe, Cindy Leyland

Agenda Item	Key Point(s)	Action Item(s)
Call to Order	Meeting called to order by Co-Chair Maggie Neustadt at 8:03 am	
December 12, 2022 Minutes	December 12, 2022 Minutes approved	Motion: Karen Bullock Second: Mary Beth Blake
Zoom Tutorial	<a href="#">How to join a meeting</a> <a href="#">Seeing Participants in screen share</a>	
Review Bylaws	<p><b>Section 5.5 Governance.</b> The Governance Committee shall be responsible for <b>board development and evaluation. Nominations</b> to fill all vacancies in board of director and officer positions from time to time shall be made by the Committee. The Governance Committee also shall be <b>responsible for board education and retreat planning.</b> The Governance Committee periodically shall <b>review and make recommendations to the board regarding long-term strategies</b> for the corporation, community relations, and corporate mission, and the services and policies of the corporation. The Committee shall perform such other duties related to these areas of corporate activity as are set forth in the corporation's Committee Functions Policy, or as may be assigned to it by the board or the chair.</p>	

Agenda Item	Key Point(s)	Action Item(s)
<b>Board Self-Evaluation Action Plan</b>	Maggie reviewed the Board Self-Evaluation Report (#4 on Governance Committee Agenda) and specifically noted the lowest scoring items in all categories – with committee discussion on possible action plans to address those items.	Maggie and Mark will work with Center staff to solidify a draft of the Board’s self-evaluation action plan.
<b>2023 Board and Staff Retreat</b>	Reviewed proposed agenda	<ul style="list-style-type: none"> <li>• Communication to the Board at-large on the resources that are available through Nonprofit Connect.</li> <li>• DEI education will be included as a topic of the Retreat.</li> <li>• Center staff will provide the Board with project/program summaries prior to the retreat and update the agenda to specify the project and speaker. <ul style="list-style-type: none"> <li>○ Staff will limit presentation time to allow for ample Board discussion and feedback.</li> </ul> </li> </ul>
<ul style="list-style-type: none"> <li>• Next Meeting</li> </ul>	<ul style="list-style-type: none"> <li>• Friday, April 14, 2023, at 8:00 am</li> </ul>	

Center for Practical Bioethics  
2023 Board & Staff Retreat  
March 31 – April 1, 2023



## AGENDA

<b>Friday, March 31</b>		
<b>11:45</b>	<b>Lunch</b>	
<b>12:00 – 12:15</b>	<b>Opening Remarks</b>	<i>Steve Salanski, Board Chair</i>
<b>12:15 – 1:00</b>	<b>Ice Breaker</b>	
<b>1:00 – 1:30</b>	<b>Thoughts from the CEO</b>	<i>James Stowe, President and CEO</i>
<b>1:30 – 2:15</b>	<b>Board Self Evaluation Plan</b>	<i>Mark Thompson, Vice Chair and Governance Committee Co-Chair</i> <i>Maggie Neustadt, Governance Committee Co-Chair</i> <i>James Stowe, President and CEO</i> <i>Cindy Leyland, Chief Operating Officer</i>
<b>2:15 – 2:30</b>	<b>Break</b>	
<b>2:30 – 4:00</b>	<b>Roles and Responsibilities of Nonprofit Board Members</b>	<i>Luann Feehan, President and CEO Nonprofit Connect</i>
<b>4:00 – 5:00</b>	<b>Board Governance that Builds Equity</b>	<i>Stephenie Smith, Managing Partner Sophic Solutions, LLC*</i>
<b>5:00 – 6:00</b>	<b>Board and Staff Social Hour</b>	
<b>Saturday, April 1</b>		
<b>7:45</b>	<b>Breakfast</b>	
<b>8:00-8:15</b>	<b>Rosemary Flanigan Chair Remarks</b>	<i>Terry Rosell</i>
<b>8:15 – 9:15</b>	<b>Ethical AI with Board Discussion</b>	<i>Lindsey Jarret</i>
<b>9:15 – 10:15</b>	<b>Health Justice &amp; Deliberative Democracy with Board Discussion</b>	<i>Erika Blacksher, John B. Francis Chair</i>
<b>10:15 – 10:30</b>	<b>Break</b>	
<b>10:30 – 11:30</b>	<b>Ethics Services with Board Discussion</b>	<i>Ryan Pferdehirt</i>
<b>11:30 – 11:45</b>	<b>Closing Comments</b>	<i>Steve Salanski, Board Chair</i> <i>James Stowe, President and CEO</i>

\*Tentative presenter, pending proposal and Governance Committee approval

### Plain Language Program Overview

#### Ethical AI

Increasingly, algorithms influence health care decision-making and practice. The Center's Ethical AI team, led by Dr. Lindsey Jarrett, seeks to establish the ethical standards that health care and health care IT organizations should apply to the development, selection, and deployment of these technologies.



### **Health Justice and Deliberative Democracy**

Dr. Erika Blacksher, our John B. Francis Chair, knows that health happens in our communities, homes, schools, and workplaces. Dr. Blacksher leads the Center's work in population health ethics, providing national thought leadership on questions of health justice and leading an initiative that has created a "community deliberation toolkit" for convening people from all walks of life to learn, talk, and problem solve together about our most pressing health challenges.

### **Ethics Services**

There is an expanding market for the practice of clinical bioethics in hospitals and other health care organizations. Dr. Ryan Pferdehirt is helping to place the Center as a national market leader in consultation and capacity building assistance that advances bioethics practice in these customer organizations.

DRAFT



### Resource Development Committee

February 16, 2023 8:00 – 9:00 AM

**Board Chair:** Steve Salanski  
**Chair:** Alan Edelman  
**Members:** Rob Ayala-Flores, Ed O’Connor  
**Staff:** James, Cindy, Trudi

### SUMMARY

Topic	Discussion
<b>Resource Development Committee Roles and Responsibilities</b>	<p>Bylaws Section 5.6 Resource Development.</p> <p>The Resource Development Committee shall be responsible for membership development and major fundraising projects undertaken by the corporation, and shall oversee and coordinate the corporation’s endowment fund and all endowment fundraising and development activities. On an ongoing basis, the Resource Development Committee shall monitor and evaluate the corporation’s fundraising programs and shall recommend an annual fundraising goal for the corporation in connection with the annual budget process. The committee shall perform such other duties related to these areas of corporate activity as are set forth in the corporation’s Committee Functions Policy or as may be assigned to it by the board or the chair.</p> <p>Our role is focused on fundraising. The Center’s mission cannot be achieved without fundraising. Serious work needs to be done on legacy program; we have supporters who have given over many years and would likely establish bequests in their estate.</p>
<b>2023 Annual Event and 40<sup>th</sup> Anniversary</b>	<p>The Committee addressed the Center’s fundraising goals for 2023 and proposed campaign strategy built around the Center’s 40<sup>th</sup> anniversary in 2024. The 2023 budget includes \$250,000 gross and \$170,000 net revenue for an annual event. Therefore, it is critical that we raise at least the net amount, in addition to the amount budgeted to be raised from donations above and beyond any event, totaling approximately \$500,000.</p>

Topic	Discussion
	<p>Cindy briefed the committee about the challenges that arose in holding an annual dinner event in April 2023, as well as keynote speakers we had been considering, including Dr. David Williams, a Harvard professor and expert on social justice, and Nora McInerney, an author and podcaster.</p> <p>She then shared how she and Trudi learned about Jewish Family Services' 120<sup>th</sup> anniversary campaign, which led to our proposal to launch our own 40<sup>th</sup> anniversary campaign, including:</p> <ul style="list-style-type: none"> <li>• Kickoff event (Christopher Forum) in Fall 2023, which could introduce Erika Blacksher and feature Dr. Williams or other experts on social justice and intersectionality with whom Erika is currently working (Stephen Wolf and Anthony Iton).</li> <li>• Three smaller events in late 2023/early 2024 targeting personal, professional and policy constituencies.</li> <li>• Celebratory 40<sup>th</sup> Anniversary event in Spring 2024.</li> </ul> <p>Rob emphasized the importance of an overarching theme. Ed liked the inclusion of smaller events bookended by the kickoff and spring celebration, as well as the Personal/Professional/Policy approach to describing the Center's impact. Alan suggested that fundraising for major gifts should ask for commitments for 2023 and 2024. There was consensus on the importance of touching all our constituencies and that we should find lead sponsors for each event.</p> <p>The meeting ended with all committee members in alignment with the 40<sup>th</sup> anniversary campaign concept.</p>

Imperative Definition:  
March 2023



DRAFT

Adopted: \_\_\_\_\_

# Our Vision

Ethics is integral to healthcare and policy such that health and its social determinants are improved

# Our Mission

To raise and respond to ethical issues in health and healthcare.

*(Note: no change; continuity since 1999)*

- Listen actively, think critically, and act wisely with humility
- Lead and elevate the leadership of others
- Engage and collaborate
- Commit to civil discourse
- Remain independent of outside influence

## Our Guiding Principles

- Respect human dignity
- Create space for those whose voices have not been heard or heeded
- Commit to the just delivery of healthcare
- Advance health equity and health of all

**Our Core Values**



## **Goal 1. CPB is a trusted provider of ethics education and ethics consultation services.**

### **Objectives**

- 1.1 Maintain a continuous agreement with KUMC and KCU, at or above 2022 levels
- 1.2 By March 31, 2024, earn at least \$125,000 in Ethics Services agreements from new and existing sources
- 1.3 By March 31, 2024, add 1.0FTE personnel for ethics services, supported by new earned revenue
- 1.4 Through 2025 and beyond, sustain and optimize current Ethics Services agreements by maintaining or increasing revenue, optimizing utilization, and achieving high customer satisfaction
- 1.5 By March 31, 2024, demonstrate continued mentoring of young people into bioethics vocations by means of one or several internships, providing opportunities for shadowing, and intentional generativity
- 1.6 By Q1 2024, explore Department of Education designation as an external Hispanic-Serving Institution (HSI) or consulting relationship to serve HSIs through curriculum/program development
- 1.7 Through 2025, deepen reach of Advance Care Planning into key communities, through ethics services agreements, and independently funded initiatives

# Goals & Objectives

# **Goal 2. CPB is a trusted partner and resource for responsible development and implementation of AI in healthcare.**

## **Objectives**

- 2.1** Create 3 AI lifecycle maps by Q4 2023
- 2.2** Hold Ethical AI education workshops at 3 sites by Q4 2023
- 2.3** Submit a peer-reviewed article by Q4 2023
- 2.4** Develop an ethics checklist and a data bias toolkit for healthcare IT vendors by Q4 2024
- 2.5** Develop a healthcare IT procurement guide for provider institutions by Q4 2024
- 2.6** Implement Ethical AI adoption practices at 2 hospital systems by Q4 2024
- 2.7** Create Ethical AI Consultation Package by Q4 2024

## **Goal 3. Create a culture of deliberative decision making in the health sector and advance health justice.**

### **Objectives**

**3.1** Through 2025, pilot, evaluate, and refine the democratic deliberation toolkit

- I. By Q3, 2023, secure funding to pilot the democratic deliberation toolkit at 3 sites
- II. By March 31, 2024, add 1.0FTE for deliberative democracy initiative (with “rural bioethics initiative” growth area)
- III. Beginning Q4, 2023 and concluding Q3, 2024, pilot, assess, and refine the democratic deliberation toolkit at 3 sites
- IV. Beginning 2024 and concluding 2025, disseminate results in peer review and grey literatures (outlets selection based on results and sample size)

**3.2** Through 2025 and beyond, scale and spread deliberative discourse and decision making

- I. By 2025, submit proposal(s) to philanthropies that invest significant funding in “scaling up” evidence-based tools and practices, such as RWJF Evidence in Action and Project Evident
- II. By Q4, 2023, outline packaged deliberative expertise consult services

**3.3** Through 2023, serve as lead author of a paper contributing to National Academy of Medicine Culture of Health paper series on structural racism and health equity

- I. March 2023, launch paper series (6 meetings)
- II. By July 2023, first draft of paper
- III. By December 2023, complete paper series

**3.4** Through 2024 and beyond, develop account of intersectional health justice

- I. Through 2024, present at national outlets, including National Institutes of Health Department of Bioethics, March 8, 2023 and presentation to the Interdisciplinary Association of Population Health, early October 2024
- II. Through 2024, prepare and submit book proposal (Oxford University Press)

# Goals & Objectives

## **Goal 4. Build core capacity for sustainability and growth.**

### **Objectives**

- 4.1** Raise \$500,000 in philanthropic funds annually
- 4.2** By March 31, 2024, increase earned income by 100% from 2022 levels; 150% by 3/31/2025; 200% by 3/31/2026
- 4.3** Realize increased engagement and dissemination, as measured by media stories, social media engagement, and website traffic for each quarter, reaching a 25% increase by March 31, 2024
- 4.4** Study and implement a plan to support professional development of staff (e.g., professional membership and conference attendance) for the 2024 budget
- 4.5** By Quarter 3, 2023, adopt policies and procedures to foster a warm and welcoming culture that attracts and retains diverse, quality staff
- 4.6** By January 2024, develop and implement a plan for continuous maintenance of excellent stewardship of resources entrusted to us, such as enhanced internal controls, revenue forecasting, dashboard reporting, and clean audits
- 4.7** By January 2024, develop a written plan to enhance organizational integration through data systems and management, administrative and support roles and responsibilities, and unified approaches to customer service and revenue acquisition

# **Goals & Objectives**

- *Explore rural health initiative (health equity and deliberative democracy)*
- *Use extant models, approaches, and tools to make earned revenue opportunities more effective and efficient*
- *Resource program staff across initiatives to offer full-time employment*
- *To cultivate new constituency, introduce shorter, accessible, expert information on bioethics, deployed through YouTube or similar formats*
- *Appeal to broader age groups (donors aging out of system)*
- *Consider mechanism to identify emerging issues (e.g., review of the last year of major publications)*
- *Explore deeper partnership and community engagement (e.g., Urban League, organizations involved in deliberative democracy, Our Health Matters, nonprofits who provide healthcare with services, faith community, convene leaders of bioethics organizations)*
- *Cultivate focus on key populations, such as older adults, to align with known markets*
- *Develop and adhere to KPIs for all areas of work*

## Example Strategies & Plans

- A milestone reporting approach on all goals and objectives will be adopted by the staff
  - Occasional workgroups or task forces will drive selected objectives, as needed
- At least annually, and concomitant to the budget process, goals and objectives will be updated and refined, and then presented to the Board for ratification
- New initiatives will be considered according to mission, capacities, and likelihood for enduring sustainability

# Operating Cadence