

Board Members:
Jon Andrus
Madelyn Carlson
Cheryl Hamilton
Karl Johanson
Amber Johnson
Darlene Riley

BOARD MEETING
18000 International Blvd, Seattle, WA
June 6, 2016 12:30 pm

MINUTES

The Non Profit Insurance Program Board of Directors conducted a regular meeting on June 6, 2016 at 12:50pm.

ITEM 1: INTRODUCTION & ROLL CALL

PRESENT WERE:

Board Members

Chair & Area 3 Rep., **Madelyn Carlson**, People for People
Fiscal Officer & At-Large #3 Rep., **Karl Johanson**, Disability Action
Center – NW, Inc.
Vice Chair & Area 1 Rep., **Darlene Riley**, Paratransit Services
Area 4 Rep., **Jon Andrus**, Catholic Charities of Spokane
At-Large #1 Rep., **Amber Johnson**, Spokane Neighborhood Action
Partners
Area 2 Rep., **Cheryl Hamilton**, Educational Opportunities for Children &
Families

Absent

None

Clear Risk Solutions Staff

Becky Holt
Brian Turnbull
Eric Homer
Erin Fletcher
Frank Andrus
Rich Moore
Sarah McDonnell
Taylor Montgomery

Guests

None

Chair Carlson welcomed all in attendance and noted that a quorum was present.

ITEM 2: PUBLIC COMMENT

None

ITEM 3: CHANGES TO THE AGENDA

Change item 7b to Meeting Procedures, Officer Duties, and Job Description/Commitment Form
Added item 7d: Nonprofit Status, to Action Items

ITEM 4: COMMITTEE REPORTS

STANDING COMMITTEES:

ITEM 4(A) – Fiscal Committee (Johanson-Chair, Riley, Andrus): Johanson reported that the fiscal committee has reviewed the vouchers prior to the meeting and had no questions. The committee recommended that Vouchers #15/16-09, #15/16-10 (dated 4/16, and 5/16 respectively), be approved by the board, as part of Item 5: Consent Agenda. Additionally, the committee reviews, monthly, the Accounts Receivable reports, and quarterly, the bank statements for the program.

- (i) Program Premium. Turnbull reviewed the annualized program premium as of May 22, 2016, at approximately \$15 million. The retention rate for this renewal was good and the flat, two year, renewal policy was received positively.

(ii) Write-Off report. None to report.

(iii) Report on Accts Receivable and Bank Statements. Riley reported the committee reviewed Bank Statements and AR Report with no concerns. No discussion.

(iv) Investment Policy. The focus is on securities safety and looking for the maximum amount on return. Board discussed strategies for the policy.

(v) Tax Update. The judge issued an Order Granting Summary Judgment and it is not in NPIP's favor. There was further discussion on the process and appeal. Final decision noted in Item 7: Action Items.

ITEM 4(B) – Executive Committee (Carlson, Johanson, Riley): Nothing to report at this time.

OTHER COMMITTEES:

Legislative Committee (Johanson, Carlson, Hamilton): Work plan discussed in previous meeting in April. There will be several meetings that will need to have lobbyists present. Staff will assist with setting up meetings that include lobbyists. August will be the deadline for holding the meetings and the next steps will be discussed at the board meeting in August.

Board Recruitment (Riley, Carlson): Currently working on finding a new board member for the open At-Large position. Previous candidates were unable to commit, however there are several possible candidates.

ITEM 5: CONSENT AGENDA

The Consent Agenda consisted of the following:

- A. Voucher #15/16-09, 4/19/16, \$428,943.40
- B. Voucher #15/16-10, 5/25/16, \$907,737.35
- C. Minutes 4/15/16
- D. Approval of New Members

Motion to approve consent agenda by Riley, the motion was seconded by Johnson and approved by the rest of the board. Motion carried.

ITEM 6: DISCUSSION

ITEM 6(A) Project Form Reports / Workshop:

(i.) Board Job Description: There was discussion regarding minor changes to descriptions.

(ii.) Officer Duties: Board discussed officer duties as presented. Minor language changes were discussed. Additionally, board orientation and strategic planning will be discussed in the future. To differentiate what board handles and what staff handles, a segregation of duties will be reviewed. Andrus, Riley, Hamilton, and Johnson will aid the Segregation of Duties Committee going forward.

(iii.) Board Self-Eval Update: The Board discussed goals for the upcoming year along with a timeline for TPA evaluations, and assignments for new committees and items. Staff will provide quarterly updates on the TPA goals, as confirmed. There was further discussion regarding using time in April retreat to review previous and future goals, while final drafts of goals will be presented at June meetings.

ITEM 6(B) – Multistate Update. Staff reviewed on membership vs non-membership differences, board discussed moving forward with documents, contracts, and state approval. Staff will present answers to questions asked, at the next meeting in August. Board confirmed proceeding with adding nonprofits to the pool as members of NPIP vs. non members.

ITEM 6(C) – Renewal Report. Turnbull reported that underwriting has finalized renewal. The goal is always to reduce costs if at all possible. The retention rate for this renewal was good and the flat, two year, renewal policy was received positively. The two-year policy was received well; optional UIM and cyber coverage was discussed.

ITEM 6(D) – NPIP Conference Tracks Debrief. McDonnell reported that there was a good turnout at the conference tracks NPIP hosted. The audience was very interactive, and overall it was a good conference. Staff Conference Committee will meet and present a plan on how to proceed for the future.

ITEM 6(E) – NRMC Conference. McDonnell recommended to the board that the partnership between NPIP and NRMC would be good, even if the board didn't attend this year's conference, considering the board has a busy year. Johanson agreed, saying the board should work to keep the relationship alive in another way, especially considering the new 2 year policy.

ITEM 6(F) – Misc./Other. None.

ITEM 7: ACTION ITEMS

- A. Bylaws – Notice was proved per state law on 5/6/16 to the membership and State Risk Manager. The notice included a copy of the proposed changes. Johanson suggested removing the Ad Hoc Committee paragraph under section 6.2. It was unnecessary and a redundant addition. Carlson discussed the final vote and voting count in article 15. Wording will be amended to "an affirmative vote of the majority of the current board members." Andrus moved to approve, including changes proposed. Hamilton seconded and approved by the rest of the board. Motion carried.
- B. Meetings Procedures, Officer Duties, and Job Description/Commitment Form – Johanson moved to approved the Meeting Procedures, Officer Duties, and Job Description/Commitment forms, with proposed changes to wording. The motion was seconded by Hamilton and approved by the rest of the board. Motion carried.
- C. Tax Appeal – There was discussion regarding possible plans to proceed. Riley moved to discontinue the appeal process and withdraw any documents filed regarding the appeal. Johanson seconded and approved by the rest of the board. Motion carried.
- D. Nonprofit Status – Board discussed pursuing nonprofit status. A recommendation for NPIP to go forward will be presented at the August meeting. Johanson moved to pursue nonprofit status and grant the executive committee authority to file, including application and payment of any fees that arise before the next meeting. Riley seconded and suggested looking into having an outside source look at it as well. The rest of the board approved, and the motion carried.

ITEM 8: CLOSED SESSION

None.

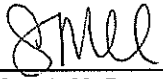
ITEM 9: UPCOMING MEETINGS/CONFERENCES

A) August 29, 2016 – Workshop and Board Meeting – Ephrata, 10am

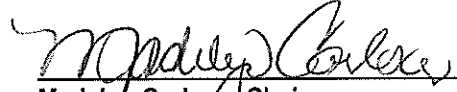
MEETING ADJOURNED

There being no further business, the meeting was adjourned at 1:43 pm.

Respectfully submitted,



Sarah McDonnell



Madelyh Carlson Chair