

Board Members:
Darren Brugmann
Madelyn Carlson
Geoff Crump
Karl Johanson
Amber Johnson
Darlene Riley

BOARD MEETING
Paratransit Services, Bremerton, WA
June 13, 2014, 10:00am

MINUTES

The Non Profit Insurance Program Board of Directors conducted its regular meeting on Friday, June 13, 2014 at 10:00 a.m.

ITEM 1: INTRODUCTION & ROLL CALL

PRESENT WERE:

Board Members

Darren Brugmann, Senior Services of Snohomish Co.
Madelyn Carlson, People for People
Geoff Crump, OlyCAP
Karl Johanson, Council on Aging & Human Services (via phone)
Darlene Riley, Paratransit Services

Canfield Staff

Eric Homer
Sarah McDonnell
Rich Moore
Brian Turnbull

Guests

None

Absent

Amber Johnson, Spokane Neighborhood Action Partners

Chairman Darren Brugmann welcomed all in attendance and noted that a quorum was present. Brugmann welcomed Geoff Crump from OlyCAP, the newly elected Region 1 representative, and reported that he and staff had provided a new board member orientation for Crump last week. Brugmann also reported on NPIP's loss of founding member, Hopelink, at renewal. He reported that Lynn Moody had submitted her resignation, as she was no longer eligible to serve on the Board of Directors, since Hopelink is no longer a member.

ITEM 2: PUBLIC COMMENT

None.

ITEM 3: CHANGES TO THE AGENDA

None.

ITEM 4: COMMITTEE REPORTS

ITEM 4(A) – Fiscal Committee (Darlene, Karl): Darlene Riley reported that the fiscal committee has reviewed the vouchers prior to the meeting and had no questions. The committee recommended that Vouchers #13/14-11 and #13/14-12 be approved by the board, as part of Item 5: Consent Agenda.

- (i) Program Premium. Darlene Riley requested this be reviewed with Item 6I.
- (ii) Write-off report. There were no write offs in committee or for board approval.
- (iii) Balance Sheet. Darlene Riley reminded the board that the last financials, provided in April, were for the last quarter (ending 2/28/14). Year-end financials will be reviewed at the next board meeting.

(iv) Income Statement. Darlene Riley reminded the board that the last financials, provided in April, were for the last quarter (ending 2/28/14). Year-end financials will be reviewed at the next board meeting.

(v) Solvency Report. Darlene Riley reminded the board that the last solvency report, provided in April, was for the last quarter (ending 2/28/14). The next report will be reviewed at the next board meeting.

(vi) Tax Update. Darlene Riley provided a summary of NPIP's tax status to the board. Sarah McDonnell reported that staff had been in touch with NPIP's tax attorney and he is preparing to file the claim for refund within the next week, for the 2011-12 year. The IRS will then respond to the claim within 6 months, and will likely deny it. After the response or after 6 months, whichever is first, the suit can be filed to force the ruling from the IRS on the status of NPIP. The ruling can then be applied to all prior and future years.

ITEM 4(B) – Legislative Committee (Karl, Darren): Darren Brugmann reported that the committee had not met. However, he invited the board to attend the WRAC meeting on June 23 in Olympia with him. There was a brief discussion on the purpose of the WRAC committee. Brugmann reminded the board that NPIP has approved, via the budget, the relationship with Waypoint Consulting, NPIP's lobbyists. He noted that the contract is still under negotiation.

ITEM 4(C) – Executive Committee (Darren, Darlene): No report. The vice chair opening will be discussed under Item 6D.

ITEM 4(D) – Nomination Committee (Darlene): Darlene Riley reported that there has been no reason to meet since the last meeting, but requested another board member to serve on the committee since Lynn is no longer on it. There was discussion on the purpose of the committee and it was determined the committee's ongoing goal is to identify eligible member representatives that may be interested in serving on the board. It was also decided to change the name of the committee to Board Recruitment Committee and Madelyn Carlson volunteered to serve on the committee with Darlene. The immediate goal of the committee is to identify candidates for the open At Large #1 position to discuss with the full board in August.

ITEM 4(E) – Broker Agent Group / Peer Committee (Darren): Darren Brugmann reported there had been no meetings. Eric Homer said perhaps a meeting in October, in conjunction with the NPIP conference. It was decided to move this to board/staff communication, as it's not a true committee, but meant to be for communication only.

ITEM 5: CONSENT AGENDA

Staff noted the minutes that were handed out were those that were being approved on the consent agenda. The Consent Agenda consisted of the following:

- A. Voucher #13/14-11, \$710,046.65, Date 4/24/2014
- B. Voucher #13/14-12, \$1,712,644.65, Date 5/21/2014
- C. Minutes 4/16/2014
- D. Approval of New Members

Motion to approve consent agenda by Darlene Riley; the motion was seconded by Madelyn Carlson and approved unanimously. Motion carried.

ITEM 6: BOARD / STAFF COMMUNICATION

ITEM 6(A) – Project Form Status. Darren Brugmann noted that the project forms status is the topic of the workshop following the board meeting.

ITEM 6(B) – Board opening – At-Large position #1. It was noted that this opening in the Board of Directors will be handled through what is now called the Board Recruitment committee.

ITEM 6(C) – Fiscal committee member opening. After brief discussion, Geoff Crump volunteered to serve on the Fiscal Committee with the existing members, Darlene Riley and Karl Johanson. The board was in agreement that Crump is a good fit.

ITEM 6(D) – Vice chair opening. Darlene Riley nominated Madelyn Carlson to fill the vice chair position and moved to appoint her. Darren Brugmann seconded the motion. After discussion and recommendations by other board members for Carlson to fill this role, all were in favor and no opposed. Motion carried.

ITEM 6(E) – Claims audit. Eric Homer reported that the draft report was submitted to staff recently and there were no material findings. Once it is reviewed in more detail, a claims representative will report to the board, if necessary.

ITEM 6(F) – Workshop – True Colors – November 17. Sarah McDonnell reminded the board that this workshop was requested in April and has been scheduled as part of the November board retreat.

ITEM 6(G) – Open Public Meetings Act (OPMA) Training. Rich Moore reviewed the changes to the RCW that require the board to be complete the training annually. All board members reported that they have watched the video “Open Public Meetings Act Training” and downloaded the PowerPoint that corresponds from the state Attorney General’s website, which meets the requirement for each board member per www.atg.wa.gov/OpenGovernmentTraining.aspx.

ITEM 6(H) – Administrative Code Compliance. Staff reported that there would be several policies to discuss in August, for possible board adoption. This is part of the internal audit to ensure standard methods are formally adopted.

ITEM 6(I) – Renewal Update. Eric Homer reviewed the updated Chart of Coverages and the Addendum to the 2014 - 2015 Renewal Report to the Board of Directors. Per discussions in April, this is slightly different than was presented then as final terms were still under negotiation. Brian Turnbull discussed the new options listed on the addendum, including earthquake coverage. Staff reminded the board that formal acceptance of this renewal report is Action Item 7B. Homer also reviewed the Program Premium report, discussing how renewal affected the pool's overall premium.

ITEM 6(J) – Conflict of Interest Policy. Sarah McDonnell reminded the board of the Conflict of Interest policy that was adopted in April 2014. McDonnell reported that the current policy contains a clause requiring annual adoption, so no further policy is required to ensure annual adoption. It was agreed that as new board members are added, they would also adopt this policy when elected or appointed, and then annually with the full board, thereafter.

ITEM 7: ACTION ITEMS

ITEM 7(A) - RFQ Process: There was discussion amongst the board on the request for quote (RFQ) process for the third party administrator (TPA) and pool broker. It was decided that the board would complete the process as soon as possible. To complete the process and timeline, a board committee will be formed and Canfield staff will not be involved to avoid any possible conflict of interest. It was agreed that a special meeting may be necessary to discuss and select the TPA and broker, which will be published and advertised per WAC rules via the current TPA. Darlene Riley moved to instruct the committee to begin the RFQ process. Madelyn Carlson seconded the motion, with no opposed. Motion carried.

ITEM 7(B) – Renewal Report – Update: Madelyn Carlson moved to accept the Addendum to the 2014-2015 Renewal Report, as presented. Karl Johanson seconded the motion with no opposed. Motion carried.

ITEM 8: EXECUTIVE SESSION

None.

ITEM 9: UPCOMING CONFERENCES / MEETINGS:

ITEM 9(A) – August Board Meeting. The board instructed staff to look at the Seatac area for future meetings.

ITEM 9(B) – NPIP Conference. It was decided that the board would give the annual report to the membership at the conference in Tacoma in October.

MEETING ADJOURNED

There being no further business, the meeting was adjourned at 12:05 pm.

Respectfully submitted,



Sarah McDonnell



Darren Brugmann, Chair