

Board Members:
Darren Brugmann
Lynn Moody
Darlene Riley
Larry Stuckart
Bill Eby
Karl Johanson
Madelyn Carlson

BOARD MEETING – Sit Down
Canfield Office, Woodinville, WA
October 21, 2011 at 10:00 a.m.

MINUTES

The Non Profit Insurance Program Board of Directors conducted its July all board meeting on Friday, October 21, 2011 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
Bill Eby, Neighborhood House
Karl Johanson, Council on Aging & Human Services
Lynn Moody, Hopelink
Darlene Riley, Paratransit Services
Larry Stuckart, Spokane Neighborhood Action Partners

Canfield Staff

John Crawford
Eric Homer
Sarah McDonnell
Brian Turnbull

Absent: None.

ITEM 2: PUBLIC COMMENT

None.

ITEM 3: CHANGES TO THE AGENDA

Darren Brugmann moved Item 4 – Executive Session to Item 10. The Agenda was amended to add item 5Cii - SAO Audit of 2009-10 – Meeting with DES. Items 6 C&D are removed from the Consent Agenda and added as 5Aiii and 5Aiv.

ITEM 5: COMMITTEE REPORTS

ITEM 5(A) – Fiscal Committee: The fiscal committee recommended that Voucher #11/12-04 and #11/12-05 be approved by the board. Darlene Riley reported that the fiscal committee had reviewed the A/R Aging report and the committee provided a summary to the full board. (i) Program Premium. The fiscal committee noted the total program premium for the full board. There was discussion regarding process for collections and what options the board has available when NPIP is unable to collect premium from an account, but also be in compliance with the membership agreement and bylaws. It was decided that Canfield would put together a collection procedure that is compliant with the membership agreement and bylaws and bring to the board for consideration.

At 10:31 a.m. there was a motion by Lynn Moody to go into Executive Session. The motion was seconded by Darlene Riley and approved unanimously.

Darren Brugmann reconvened the regular meeting at 11:26 a.m.

(ii) Private Audit. Brian Turnbull reported that the private audit quotes are being obtained and will be presented to the fiscal committee when completed. There was discussion as to how SAO bills NPIP for the components of their audits. Darren Brugmann suggested that NPIP allow SAO to perform the audit for the 10-11 audit year, but Canfield continue to pursue audit quotes from private companies for the 11-12 year. The board was in agreement. There was a brief discussion on which firms the board would like to see quotes from and why.

(iii) Balance Sheet – Darlene Riley reported that Canfield will provide the balance sheet as of 9/30/11 to the fiscal committee as soon as possible.

(iv) Income Statement – Darlene Riley reported that Canfield will provide the income statement as of 9/30/11 to the fiscal committee as soon as possible.

ITEM 5(B) – Legislative Committee: None.

ITEM 5(C) – Executive Committee: (i) WRAC. Darren Brugmann provided an update to the Board members regarding the newly formed WRAC committee. He provided a summary on the last legislative session, meetings since the last session with Marty Brown, lobbyists, and other board representatives and that Marty Brown has requested the board representatives use the WRAC as the forum for discussion. Brugmann informed the board that the first meeting was scheduled by Shannon Stuber with the Department of Enterprise Services for November 1 and the second for December 8. There was discussion from the board regarding the reasons for the immediate meetings called by DES, who is running the WRAC, and whether lobbyists would be involved. Brugmann assured that the NPIP lobbyists would be present at each meeting and informed them that each pool has a representative on the WRAC. (ii) SAO Audit of 2009-10 – Meeting with DES. Darlene Riley reported to the board that Shannon Stuber and Lucy Isaki of the Department of Enterprise Services have requested a meeting with the executive team to discuss the 2009-10 SAO Audit of NPIP. It has been set for November 9.

ITEM 6: CONSENT AGENDA

The following items were removed from the Consent Agenda for October 21, 2011 per Item 2- Changes to the Agenda:

- C. Balance Sheet
- D. Income Statement

The modified Consent Agenda for October 21, 2011 consisted of the following:

- A. Balance Sheet (ending 7/31/11)
- B. Income Statement (ending 7/31/11)
- E. Voucher #11/12-05, Date 10/13/2011, \$777,087.52
- F. Voucher #11/12-04, Date 09/07/2011, \$319,569.25
- G. Minutes 8/19/11
- H. Approval of New Members

The Consent Agenda was approved as modified. Motion by Darlene Riley, seconded by Lynn Moody; motion carried.

ITEM 7: ACTION ITEMS

ITEM 7(A). Election of the Board Officers. Eric Homer thanked the current officers for their leadership and availability over the past year of challenges. There was discussion between the board members regarding the officer make-up. Larry Stuckart noted that he enjoys helping with the legislative work, but would like to recommend the current officers remain in place. Motion for Darren Brugmann to remain Chair, Lynn Moody to remain Vice Chair and Darlene Riley to remain Fiscal Officer was made by Madelyn Carlson. Motion seconded by Karl Johanson and approved unanimously.

ITEM 8: BOARD/STAFF COMMUNICATION

ITEM 8(A): Conferences – Recap: Darlene Riley requested an approximate total paid by NPIP for the NRMC Conference in Seattle. Staff provided an approx. total of \$9,800. The board discussed the NRMC conference vs. the NPIP Conference in March and had a discussion regarding vendors.

Darlene Riley discussed the Washington Nonprofits launch in Olympia and Spokane and reported that especially for a startup association, it is doing well. She recommended the board continue considering partnership opportunities with them. Brian Turnbull reported that staff is exploring what the sponsorship opportunities look like for the next budget cycle.

ITEM 8(B): NPIP Conference: The board discussed the venue and theme of the NPIP Conference in March. Staff reported that the save-the-date postcards and emails would be going out soon to the mailing lists. There was brainstorming on a meet and greet with the Board and where it could fit into the conference – the board suggested trying to do a one hour breakfast annual meeting followed by a 20 minute meet and greet with the Board of Directors before the opening session begins.

ITEM 8(C): Other/Miscellaneous: Madelyn Carlson requested that the Defensive Driving Committee be added to upcoming agendas.

ITEM 9: UPCOMING CONFERENCES/MEETINGS

The next all Board Sit Down is January 20, 2012 at 10:00 a.m. at the Canfield office in Woodinville, WA.

ITEM 10: EXECUTIVE SESSION

At 10:31 a.m. there was a motion by Lynn Moody to go into Executive Session. The motion was seconded by Darlene Riley and approved unanimously.

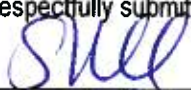
Before convening in executive session, President Darren Brugmann publicly announced the purpose for excluding the public from the meeting place was to discuss with legal counsel representing the program potential litigation to which the program is likely to become a party, and that public knowledge regarding the discussion is likely to result in an adverse legal or financial consequence to the program. He announced that the executive session would be concluded in about an hour.

Darren Brugmann reconvened the regular meeting at 11:26 a.m.

MEETING ADJOURNED

There being no further business, the meeting was adjourned at 12:43 p.m.

Respectfully submitted,



Sarah McDonnell



Darren Brugmann, Chair