



Board of Directors MINUTES

The Non Profit Insurance Program Board of Directors conducted a regular meeting on March 13, 2023, 1:01 p.m.

ITEM 1: INTRODUCTION & ROLL CALL

<u>Board Member Name:</u>	<u>Representation Member Entity:</u>	<u>Board Position:</u>	<u>Attendance:</u>
Amber Johnson	Spokane Neighborhood Action Partners	At Large 1	Absent - Excused
Becky Semmler	Paratransit Services	Vice Chair & Region 1	Present
Jenny Collins	Chehalis Foundation	Region 2	Present
Julie Vess	Lincoln Hill Retirement Community	Alternate	Present
Karl Johanson	Disability Action Center NW Inc.	Chair & At-Large 3	Present
Madelyn Carlson	People for People	Region 3	Present
Marlis Petersen-Spawn	Catholic Charities Eastern WA	Region 4	Present
Mike Heinisch	Kent Youth and Family Services	Fiscal Officer & At-Large 2	Present

Clear Risk Solutions:

Sarah McDonnell
Taylor Montgomery

Guests:

Rhonda Ross, Propel Insurance

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

ITEM 2: PUBLIC COMMENT

ITEM 3: CHANGES TO THE AGENDA

As there are no changes to the agenda, Chair Johanson accepted the agenda as presented.

ITEM 4: COMMITTEE REPORT

STANDING COMMITTEE:

Executive Committee (Johanson, Semmler, Heinisch):

- i. The Executive Committee presented previously discussed bylaw changes. McDonnell gave a recap of the structure of the board and the expansion that the bylaws provided options for. The new bylaws will grant flexibility for the board size, as well as committee flexibility. Upon passing of the bylaws, next steps would include resolutions, clarification of positions, and updating pertinent documents, all to reflect new changes. These bylaw changes also can allow for changes of NPIP as a pool in the future.

There was a brief discussion surrounding the amount of board members permitted with the bylaw changes. The cap number of board members that can serve on NPIP's Board of Directors is 11, with a minimum of the 7 elected positions. For any above 7, the Board of Directors can appoint into specific seats or advisory roles. Any new seated board member terms would align with upcoming election terms and be subject to the next election.

ITEM 5: ACTION ITEMS



- i. Bylaws – Carlson moved to approve the bylaw changes as presented. Collins seconded the motion. With none opposed the motion passed.

ITEM 6: UPCOMING MEETINGS/CONFERENCES

- i. April 10-12, 2023 – Board Retreat, Location: TBD
- ii. Fiscal Committee Call, 5/8 – 9:30 a.m.
- iii. Executive Committee Call, 5/8 – 10:00 a.m.

ITEM 7: EXECUTIVE/CLOSED SESSION

None.

MEETING ADJOURNED

There being no further business, the meeting adjourned at 1:27 p.m.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Taylor Montgomery".

Taylor Montgomery

A handwritten signature in cursive script, appearing to read "Karl W. Johanson".

Karl Johanson, Chair