

Board of Directors
March 26, 2025, 10:20 a.m.
MINUTES

The Non Profit Insurance Program Board of Directors conducted a Fiscal Committee meeting via conference call on March 26, 2025, at 10:21 a.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 - Treasurer	Present
Karl Johanson	Disability Action Center NW Inc.	At-Large 3	Present
Julie Vess	Stanwood Camano Area Foundation	Provisional At-Large 4 - Secretary	Present
Madelyn Carlson	People for People	Region 3	Present
Mike Heinisch	Kent Youth and Family Services	At-Large 2 - President	Present
Susan Kingsbury-Comeau	Mt. Si Senior Center	Provisional Region 1	Present
VACANT		Region 2	
VACANT		Region 4	
VACANT		Region 1	
<u>Clear Risk Solutions:</u>		<u>Guests:</u>	
Angela Eloff – ZOOM	Liz Ralston - ZOOM	David Harrison – Fusion	
Becca Kirsch	Mark Sherwood - ZOOM	Shea Carroll – Brown & Brown Insurance - ZOOM	
Brian Turnbull	Michael Johnson - ZOOM		
Byron Riche	Rachel Huffman - ZOOM		
Dana Burke	RaeAnna Hand - ZOOM		
Frank Andrus	Sarah McDonnell		
Grant Sutherland - ZOOM	Taylor Montgomery		
	Zac Berryman		

President Heinisch welcomed all in attendance and noted that a quorum was present.

ITEM 2: PUBLIC COMMENT

None.

ITEM 3: CHANGES TO THE AGENDA

Heinisch proposed pulling the Diversity, Equity, and Inclusion Statement from the consent agenda and moving it to Item 7a. Kingsbury-Comeau moved to approve the change and Johanson seconded. With none opposed, the motion passed and the Diversity, Equity, and Inclusion policy was removed from the consent agenda.

ITEM 4: COMMITTEE REPORTS

STANDING COMMITTEES:

ITEM 4(A) – Fiscal & Renewal Committee (Johnson-Chair, Kingsbury-Comeau, Vess, Johanson):

- a) Fiscal-Quarterly Summary (A/R, write-offs, bank transfers, vouchers) – Johnson reported that the committee reviewed the fiscal items noted on the summary prior to the full board meeting. There were no write-offs. The committee reviewed the Vouchers, A/R, bank transfers with no concerns to present to the full board.

- b) Recommendation: Budget (Prelim) – Johnson reported that the committee met earlier that day, discussing with staff the preliminary budget for the 25-26 renewal term. The committee is recommending the board approve the preliminary budget as presented, with rate increases across the pool and various sectors.
- c) Recommendation: Renewal Report (Prelim) – Huffman provided a recap of the preliminary renewal report and the changes that would apply to the upcoming coverage year. Johnson provided the recommendation from the Fiscal Committee to the full board. There was minor discussion but no concerns.

ITEM 4(B) – Executive Committee (President: Heinisch, Secretary/Vice President: Vacant, Past President: Johnson):

- i. Board Self-Evaluation – Heinisch reported that the Board of Directors met to discuss the results from the board self-evaluation. There were takeaways for further discussion but he reported everything went well and that a positive, functioning board built on trust is important for governing the pool.
- ii. Goals for 25/26 – Heinisch commented on the goals that were discussed, reporting that several goals were added while some were moved to an ‘ongoing’ status. All the goals are aligned with the board’s main goals for health, structure, and education.

OTHER COMMITTEES:

Legislative Committee (Johanson, Carlson, Heinisch):

- i. Lobbyist Report – Heinisch updated the full board on the meeting the committee had with lobbyists a few weeks prior. The Pre-Judgement Interest bill hasn’t resurfaced this year and everything else has been slow, as the legislature is focused on the budget. Carlson and Heinisch participate in the work group for contract reform and provided brief updates on that front. McDonnell also mentioned meeting with the consultants for the contract reform, and had a good discussion regarding the insurance portion.

Board Governance Committee (Carlson, Johnson):

- i. Board Director Interested Candidates – Carlson reported that board candidate, David Harrison, had been in attendance for most of the retreat and that the governance committee met with him for an interview a few weeks prior. She stated that he will be eligible for appointment during the meeting in July, and that they look forward to working with him.
- ii. Office Elections Nominations – Carlson mentioned the current officers were up for elections within the board, as required each year. She nominated Mike Heinisch for another year as President, Julie Vess for another year as Vice President, and Amber Johnson for another year as the Treasurer.

ITEM 5: CONSENT AGENDA

The Consent Agenda items were reviewed prior to the meeting by all board members. Carlson moved to approve the Consent Agenda as presented. The motion was seconded by Johanson. No one opposed the motion and as all were in favor, the motion passed.

The Consent Agenda consisted of the following:

- a) Voucher #24/25-09 (February)
- b) Voucher #24/25-10 (March)
- c) Minutes 1/2025
- d) New & Lost Members – 3Q
- e) Nonrenewal and Cancellation Report
- f) Annual Review
 - i. Ad Hoc Committee Member Policy
 - ii. Advisory Board Member Policy & Job Description
 - iii. Broker of Record Agreement
 - iv. Bylaws – Adopted 8.12.24
 - v. Claims Administration Policy 200-150-050
 - vi. Conflict of Interest Policy WAC 200-150-080
 - vii. Conflict of Interest Statement
 - viii. Confidentiality Statement

- ix. Criteria for Public Policy Involvement/Advocacy
- x. Data Retention & Info. Security Policy
- xi. Discipline Policy
- xii. Diversity, Equity, and Inclusion Statement
- xiii. Equipment Allowance Board Policy
- xiv. Financial Plan Policy 200-150-037
- xv. Investment Advisory Agreement
- xvi. Investment Policy
- xvii. Investment Policy Statement (IPS)
- xviii. Job Description and Commitment Form (Board)
- xix. Logo Use Agreement
- xx. Meeting Operating Procedures
- xxi. Mission, Vision, Core Values
- xxii. Officer Duties
- xxiii. Policy – Authorization for Funds Transfer
- xxiv. Professional Services Agreement
- xxv. Reimbursement Policy
- xxvi. Resolution 16/17 B – Member Removal
- xxvii. Resolution 17/18 A – Treasurer/Fiscal Officer RCW
- xxviii. Resolution 22/23 A – Officer Titles
- xxix. Resolution 22/23 B – Committee Structure and Role
- xxx. Resolution 22/23 C – Board Structure
- xxxi. Resolution 23/24 – Updated Authorized Investment Signers
- xxxii. Self Evaluation for Board Process
- xxxiii. Termination Provisions Policy 200-150-036
- xxxiv. Third Party Administrator Contract Policy 200-150-038
- xxxv. TPA (Administrator) Evaluation Process

ITEM 6: BOARD/STAFF COMMUNICATION

- i. Communications Update – Montgomery reported that the most recent comms sent to members and brokers were regarding renewal. There were no questions or further discussion.
- ii. Meeting Calendar 25/26 – Montgomery stated a draft calendar was provided in packets. There was a brief discussion surrounding locations for future meetings and everyone agreed on the dates listed on the calendar.
- iii. Renewal Update – McDonnell reported that staff is finalizing negotiations with carriers to ensure the most favorable pricing for members. Communications regarding the changes to the coverage offering for the members providing permanent supportive housing will continue to be communicated within the next month to brokers to ensure a smooth transition.
- iv. Retention Update – Montgomery provided an updated retention list to the board, reporting that the numbers have increased since the last report. Staff is working on retention efforts but it is a delicate balance with keeping broker relationships strong and reaching out directly to members.
- v. Risk Management MLIP Report – Sutherland provided an update on the MLIP reports and staff's efforts to work with those on the list. Risk Management is constantly working on the plan and making sure it is still working for members, including various tools like PLP, questionnaires, and meetings.
- vi. Committee List Review – Montgomery reported on the current committee list, asking if there were any changes the Board wanted to make. They were reminded that even if they are on a committee they can join others, be removed from some altogether, or sit in as guests for committees they are not part of.

- vii. Education Restructure – Andrus updated the Board that Lori Sieverkropp recently retired from her position in the Risk Control and Educational Services department. With department changes, Janessa Johnson will be stepping into that role to help with scheduling for trainings and webinars. Staff has been reviewing data and working to pare down educational pieces to those that are more critical and engaging for members. He also reported that staff will use claims trends to find the best trainings to promote to improve claims performance for the benefit of all members.
- viii. Post-Meeting Self-Assessment – Montgomery stated that the post-meeting self-assessment will go out after the board meeting to collect thoughts from each board member regarding the meeting they just had. As it is one of the goals for the upcoming year, the results will be gathered and entered into a tracking sheet to use as a tool for the Board. There was a brief discussion regarding the questions on the assessment but no changes to come from it.
- ix. Health and Welfare Legislation Change – McDonnell provided an update, stating that a generalized plan would be to get health and welfare added to nonprofit pooling statutes in the next legislative session. There are some opportunities and resources to look into as well as working with the legislative committee to meet with local legislators to get the word out. Staff will reach out to lobbyists to see what they suggest for impact and strategy.
- x. Membership Agreement Procedure – Montgomery reported that the Membership Agreement Procedure was added to the meeting packets to update the Board on the latest changes. It is for staff to follow and update as needed. There was no further discussion.
- xi. Other/Misc – There were no additional topics of discussion.

ITEM 7: ACTION ITEMS

- a. Diversity, Equity, and Inclusion Statement – Johnson moved to reaffirm that the Non Profit Insurance Program Board of Directors stands by the Diversity, Equity, and Inclusion Statement as it is written. Johanson seconded the motion. With none opposed, the motion passed.
- b. Budget (Preliminary) – McDonnell recapped the updated preliminary budget. Johnson added that there were good conversations on all sides regarding the budget and renewal, dating back to the meeting in October as well. She stated that the committee and the board appreciates the staff's work on putting together the proposal and recommendations; all help with member retention and providing acceptable coverage terms for members. Johnson moved to approve the preliminary budget, as presented by staff and the committee. Carlson seconded the motion. All in favor of the motion and none opposed; the motion carried.
- c. Renewal Report (Preliminary) – Huffman recapped the preliminary renewal report provided to the Board, stating that NPIP was formally marketed and the select members (habitational providers) were also marketed. She mentioned several coverage and limits updates; Johanson moved to approve the preliminary renewal report, as presented, and Kingsbury-Comeau seconded the motion. With none opposed, the motion passed.
- d. Cancellation Policy – McDonnell reported to the board that the Cancellation Policy was updated to closer match the Membership Agreement. This update provides clarification on cancellations for payment issues, missing membership documents, and agency bill. Kingsbury-Comeau moved to approve the updated cancellation policy, and Carlson seconded the motion. As there were none opposed, the motion carried.
- e. Officer Elections – Carlson moved to re-elect the current officers for another year. Kingsbury-Comeau seconded the motion. With no further discussion and none opposed, the motion passed.
- f. Write Off & Waiver Policy – McDonnell reported that the Write Off and Waiver Policy was updated for smoother operations. Vess moved to approve the updated policy as presented, and Johanson seconded the motion. The motion passed as none were opposed.
- g. RFQ – Pool Administrator and Brokerage Contracts – McDonnell commented that the decision for the RFQ process was passed last April, and the timeline had been updated accordingly. Following the acceptance of the outline, process, and RQF requirements staff will post the ads in newspapers, and all responses will go to

the Board for consideration. Johnson moved to approve, and Johanson seconded. With all in favor and none opposed, the motion passed.

ITEM 8: UPCOMING MEETINGS/CONFERENCES

- a) July 28, 2025 – All Board Workshop and Meeting – Location TBD
- b) April 14, 2025 – Fiscal Committee Call – ZOOM
- c) May 12, 2025 – Fiscal Committee Call – ZOOM
- d) June 9, 2025 - Fiscal Committee Call – ZOOM

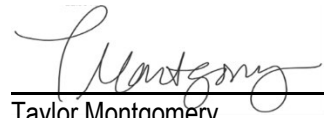
ITEM 9: EXECUTIVE/CLOSED SESSION

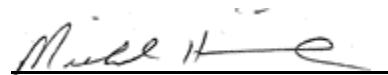
None.

MEETING ADJOURNED

There being no further business, the meeting adjourned at 11:29 AM

Respectfully submitted,


Taylor Montgomery


Michael Heinisch, President