MINUTES

The Non Profit Insurance Program Board of Directors conducted a regular meeting on August 13, 2018, at 1:00pm.

ITEM 1: INTRODUCTION & ROLL CALL

<table>
<thead>
<tr>
<th>Board Member Name</th>
<th>Representation Member Entity</th>
<th>Board Position</th>
<th>Attendance</th>
</tr>
</thead>
<tbody>
<tr>
<td>Jon Andrus</td>
<td>Catholic Charities of Spokane</td>
<td>Area 4 Representative</td>
<td>Present</td>
</tr>
<tr>
<td>Madelyn Carlson</td>
<td>People for People</td>
<td>Area 3</td>
<td>Present</td>
</tr>
<tr>
<td>Cheryl Hamilton</td>
<td>Educational Opportunities for Children &amp; Fam.</td>
<td>Area 2</td>
<td>Absent – Excused</td>
</tr>
<tr>
<td>Darlene Riley</td>
<td>Paratransit Services</td>
<td>Chair &amp; Area 1</td>
<td>Present</td>
</tr>
<tr>
<td>Amber Johnson</td>
<td>Spokane Neighborhood Action Partners</td>
<td>Vice Chair &amp; At-Large 1</td>
<td>Present</td>
</tr>
<tr>
<td>Mike Heinisch</td>
<td>Kent Youth and Family Services</td>
<td>At-Large 2</td>
<td>Present</td>
</tr>
<tr>
<td>Karl Johanson</td>
<td>Disability Action Center – NW, Inc</td>
<td>Fiscal Officer &amp; At-Large 3</td>
<td>Present</td>
</tr>
<tr>
<td>Grant Baynes</td>
<td>Senior Life Resources</td>
<td>Alternate</td>
<td>Present</td>
</tr>
<tr>
<td>Glenn Ford</td>
<td>Bastyr University</td>
<td>Alternate</td>
<td>Absent – Excused</td>
</tr>
</tbody>
</table>

Clear Risk Solutions:
Casey Blair
Angela Eloff
Becky Holt
Rachel Hufman
Dave Kosa
Sarah McDonnell
Rich McBride
Dana Montgomery
Taylor Montgomery
Meghan Paysse
Rick Templeton
Chelsey Smith

Guests:
Majken Ryherd – Waypoint Consulting
Teresita Torres – Waypoint Consulting
Becky Semmler – Paratransit Services

Chair Riley welcomed all in attendance and noted that a quorum was present. Johnson moved to approve excused absences, Andrus seconded. None opposed and the motion passed.

ITEM 2: PUBLIC COMMENT
None

ITEM 3: CHANGES TO THE AGENDA

ITEM 4: COMMITTEE REPORTS

STANDING COMMITTEES:
ITEM 4(A) – Fiscal Committee (Johanson-Chair, Andrus, Heinisch):

i. Summary Document. McDonnell gave a brief report regarding items discussed in the Fiscal Committee meetings, including the Write-Off Report, Balance Sheet, Bank Statements, Vouchers,
and Accounts Receivable. The year-end financials show bottom line for the pool at approximately $700,000. There are no concerns at this time.

ii. Program Premium Report. Staff reported the total annualized program premium added was approximately $126,000 for the prior quarter. The Fiscal Committee reviewed the program premium report prior to the meeting and has no concerns at this time.

iii. Tax Update. The Fiscal Committee reported that they reviewed the tax summary prior to the board meeting. Estimates for the year-end total approximately $150,000. Staff reminded the board that $100,000 was prepaid throughout the year. It was agreed that if it is advised by the tax accountant to prepay more prior to the return being filed, the prepayment will be sent to avoid penalties.

iv. Investment Year-End Report. The committee has reviewed the quarterly investment report from investment advisors, Peterson Hastings, and has no concerns at this time. Staff and committee review reports from custodian and advisors quarterly.

v. Final Budget Recommendation. Templeton declared a typo in the draft narrative provided to the board that staff will fix. Staff briefly explained the variance between preliminary and final budgets, mentioning that the aggregate stop-loss is be fully funded and in the final budget proposed projected growth is included for revenue and expense. There was discussion on excess expense, aggregate stop loss funding, factors within the pool that influence rates and changes in nonprofit space that influence reporting of exposures. The committee recommends approval of the final budget as presented.

ITEM 4(B) – Executive Committee (Riley, Johanson, Johnson): The executive committee presented staff with the Clear Risk Solutions evaluation conducted by the board. There will be follow up conversations with the Executive Committee and staff to ensure understanding and goals for the upcoming year.

OTHER COMMITTEES:
Legislative Committee (Johanson, Carlson, Hamilton): Majken Ryherd with Waypoint Consulting discussed the report provided to the board. The board agreed that setting up meetings with new legislators and the board during the next session will be good.

Board Recruitment Committee (Carlson, Riley, Johnson): The committee reported they didn’t meet as the board is currently full.

ITEM 5: CONSENT AGENDA

The Consent Agenda consisted of the following:

A. Voucher #17/18-11
B. Voucher #17/18-12
C. Voucher #18/19-01
D. Voucher #18/19-02
E. Minutes 4/13/18
F. New & Lost Members
G. Balance Sheet
H. Income Statement
I. Solvency Test

The Consent Agenda items were reviewed prior to the meeting by all board members. Motion to approve consent agenda by Andrus, the motion was seconded by Carlson and approved by the rest of the board. Motion carried.
ITEM 6: Board/Staff Communication
ITEM 6(A) Project Form Reports / Workshop:
  i. Administrator Goal Report. In workshop, staff provided a written status report and reminded the Board of the Administrator (TPA) goals and projects in the works. There was brief discussion on each item.
  ii. Claims Analysis. Frank Andrus led a workshop briefly explaining how claims are analyzed and data is correct. Emphasized that different departments work together, with each claim overseen by management, within the established authority guidelines.
  iii. Dashboard Update. Staff presented a dashboard platform to the board to ensure they were on the right track with the goals. The online platform had many pros and very few cons with the board; staff will work further to develop the plan, per board’s request.
  iv. Member Performance Report. Staff and committee worked together to make sure the Member Performance Report runs smoothly and has a fresh, updated look. It was reported that staff adjusted the way data was presented, effectively making it easier to understand reports. The implementation plan and next steps for the report were discussed, including automation.

ITEM 6(B) – Multistate Update – Holt reported that staff received the letter of support from DES and the Oregon attorney is working to confirm approval as non-opposition from the state of Oregon. Munich requested a time extension as their staff has had turnover and will need to bring new staff up to date. The projection date is 1/1/19, to begin writing new business.

ITEM 6(C) – Audit Update: McDonnell reported that the auditors were in the office the week before and worked with staff on anything they needed. Staff is expecting a draft by the end of the month, the auditors know the importance of the timeline. There was brief discussion about the RFP process.

ITEM 6(D) – Advocacy Discussion 2020 Census. McDonnell reported that at the conference in May, Washington Nonprofits brought up an advocacy/census notice and requested action. Board tabled the discussion until the next meeting.

ITEM 6(E) – Conference Report 2018. Montgomery reported that the registered to attended ratio for the conference was the best yet. Roughly 80 people registered. Each session was well attended and participation was excellent. Including the exposure to Washington Nonprofits’ crowds in Yakima and in Bellevue, NPIP was well received. While Washington Nonprofits is removing the October conference in Spokane from their repertoire, NPIP is working to provide more regional trainings across the state.

ITEM 6(F) – Partnership Update. McDonnell gave an update to the board on different partnership avenues that staff has been working toward on behalf of the board and the pool. She reported meeting with Jim White with Nonprofit Association of Oregon (NAO) and Suzie Hanson with Washington Federal Independent Schools (WFIS). Nonprofit Risk Management Center is still a partner with NPIP and a good avenue of resources for nonprofits.

ITEM 6(G) – NRMC Conference. Holt and McDonnell reported they would be presenting at the upcoming conference in Philadelphia this fall. Requested headcount from the board for those that would like to attend. Staff will take care of reservations.

ITEM 6(H) – Board Member Check-in. Carlson reported that the state was looking at implementing a salary threshold for non-exempt employees that could affect nonprofits. Washington Nonprofits has been sending out information on the topic. Heinisch reported that there was an issue on inappropriate fundraising that, in the future, could affect the legality for nonprofits actually trying to fundraise.
ITEM 6(l) – Misc/Other. None.

ITEM 7: ACTION ITEMS

A. 2018/2019 Final Budget and Summary. Johanson moved to approve the final budget and summary as presented by staff, Carlson seconded. As there was no further discussion and none opposed, the motion passed.

B. 2018/2019 Renewal Report. Heinisch moved to approve the renewal report as presented by the staff, Johnson seconded. No further discussion or concerns followed. With none opposed the motion carried.

C. Alternate Board Member. As Grant Baynes’, with Senior Life Resources, alternate term was coming to an end, the board offered an extension on the term for another year. Andrus moved to approve the extension, Carlson seconded and with none opposed to the motion, it carried.

D. Letter – Receipt of Service (RCW). McDonnell presented and explained a letter that staff will be sending in to the state to have on file required per RCW. After brief discussion Johnson moved to approve, Heinisch seconded the motion. There were none opposed and the motion passed.

E. Collection Policy. Johnson moved to approve the Collection Policy and Andrus seconded. None were opposed and there was no discussion, motion carried.

F. Claims Administration Policy (WAC). Heinisch moved to approve the policy as presented by staff, Andrus seconded. With none opposed to the motion, it passed.

G. Conflict of Interest Policy Update (WAC). Johnson moved to approve the updated policy as presented by staff, Carlson seconded. None opposed so the motion carried.

H. Reimbursement Policy Update (WAC). Andrus moved to approve the Reimbursement Policy updates as presented, Heinisch seconded. There was no further discussion and none opposed to the motion, so it passed.

I. Termination Provisions Policy Update (WAC). Carlson moved to approve the updates to the policy as presented, Johnson seconded and none opposed. Motion carried.

J. TPA Contract Policy Update (WAC). After brief review of the updates to the TPA Contract Policy Johnson moved to approve and Heinisch seconded. With none opposed and no further discussion the motion passed.

ITEM 8: EXECUTIVE SESSION
Board entered executive session at 2:30pm.
Exited executive session at 2:53pm

ITEM 9: UPCOMING MEETINGS/CONFERENCES
A) Date TBD – Annual Membership Meeting (webinar)
B) October 1-3, 2018 - NRCM Conference - Philadelphia
C) November 13-15, 2018 – NPIP Board Retreat – Suncadia, Cle Elum
MEETING ADJOURNED
There being no further business, the meeting was adjourned at 3:28pm.

Respectfully submitted,

Taylor Montgomery

Darlene Riley, Chair