



**Meeting of the PHPDA Governing Council**  
**October 11, 2011 5:30-7:00 p.m.**  
 Quarters 2 Building, Beacon Hill  
 1200 12<sup>th</sup> Ave South Seattle, WA 98144

MEMBERS PRESENT			NOT PRESENT	ALSO PRESENT
Kevin Fox	Marc Provence		Linda Ruiz	Rosemary Aragon, ED
Lance Wilken	Dan Lessler		Tom Wood	Christina Bernard, PA
Marite Butners	Theresa Rambosek	Wendy Watanabe (5:36-6:34)		Denise Stiffarm
				Steve Wood (until 6:15)

Kevin Fox called the meeting to order at 5:31p.m. A quorum was present. There was no public comment.

**Consent Calendar**

The Governing Council approved the September 13, 2011 Governing Council minutes (Moved/2<sup>nd</sup>ed by Butners/Wilken. 6 of 6 in favor).

The Governing Council accepted as information the Finance & Audit Committee minutes from September 13, 2011 and Planning Committee minutes from September 6, 2011.

Marite Butners moved to approve the October 5, 2011 Executive Committee minutes. Legal counsel advised that it would be better to approve these minutes at the next Executive Committee meeting. Ms. Butners withdrew her motion.

The Chair moved to amend the agenda so that the Community Health Center Council request be discussed immediately following the Governing Council nomination. (2<sup>nd</sup> by Lessler. 7 of 7 in favor).

**Executive Session-real estate matters**

The Governing Council Chair called for a 35 minute Executive Session at 5:38p.m. The Executive Session ended at 6:13p.m.

**Governance**

*2012-14 Governing Council Nominations (Kevin Fox & Marc Provence-Mayoral appointments, Mike Heinisch-Governing Council appointment (Res 12-2011))*

Council members discussed the Nominating Committee’s recommendation of Mike Heinisch of Kent Youth and Family Services to take the open seat on the Governing Council in January 2012, as a Governing Council appointee. The Nominating Committee is also recommending submitting Kevin Fox and Marc Provence for re-appointment, both as Mayoral appointees. Tom Wood is reaching the end of his third and final term at the end of the year.

Marite Butners moved to adopt Resolution 12-2011, appointing Mike Heinisch to the PHPDA Governing Council for a three year term beginning January 1, 2012 (2<sup>nd</sup> by Rambosek). Members of the Nominating Committee then discussed their reasons for recommending Mr. Heinisch. The Council voted to adopt Resolution 12-2011 (7 of 7 in favor).

The Governing Council Chair asked Marite Butners and Linda Ruiz to chair a committee to create written policies and procedures for the Governing Council nominating process to be used in the future by future PHPDA Nominating Committees.. Ms. Butners accepted and said that she would discuss it with Ms. Ruiz, who was not present.



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The Council voted to forward Kevin Fox and Marc Provence to the Mayor's office for re-appointment as Mayoral appointees for 2012-2014. (Moved/2<sup>nd</sup>ed by Rambosek/Wilken. 5 of 5 in favor; Fox and Provence recused themselves from the vote).

**Strategic Planning**

*Community Health Center Council Request to Fund Awareness-raising*

The Council discussed a request from the Community Health Center Council to fund awareness-raising. Council members expressed support for the work of the CHCs and sympathy for the challenges they are facing, but were concerned about the lack of a concrete plan and budget in the proposal. The Council voted to table the request (Moved/2<sup>nd</sup>ed by Rambosek/Lessler. 6 of 6 in favor).

**Governance**

*Topics to Discuss with PMC at the December Meeting of the Member*

The Executive Director asked for Council members' input on topics to discuss with PMC at the annual Meeting of the Member in December. The Council brainstormed several ideas to include in the list. The Executive Director will include them in the letter to PMC leadership

*Project Access NW Board Membership-request for PHPDA Board member to serve on the Project Access Board*

The Executive Director reported that Project Access Northwest's Executive Committee asked whether a member of the PHPDA Governing Council would be interested in serving on the PANW board. Some Council member expressed concerns over individuals serving on both boards. No Council Member stated an interest in joining the Project Access board.

**Financial stewardship**

*Renewal of Clark Nuber, Independent Auditor, for 2011-2013 Audits (Res 13-2011)*

The Finance Committee Chair discussed the staff and Committee recommendation that PHPDA continue contracting with Clark Nuber for the next three independent audits. Staff recommended continuing to work with Clark Nuber because they have been satisfied with their work over the past three years, the firm continues their focus and expertise in non-profit and government work, and they are experienced with PHPDA and understand the organization. The Executive Director will continue discussions with Clark Nuber regarding fees. The Council adopted Resolution 13-2011, retaining Clark Nuber for the 2011-2013 independent audits (Moved/2<sup>nd</sup>ed by Butners/Wilken. 6 of 6 in favor).

*Employment Screening & Background checking policy (Operating Policy 04-2011)*

The Council reviewed Operating Policy 04-2011, which lays out requirements and actions taken by the hiring authority regarding background screening and checking. The Council adopted Operating Policy 04-2011, as amended by the Finance Committee (Moved/2<sup>nd</sup>ed by Butners/Provence. 6 of 6 in favor).

**Strategic Planning**

*Update on 30<sup>th</sup> Anniversary Celebration-Discussion of the PHPDA FUTURE*

The Executive Director updated the Council on work being done for the 30<sup>th</sup> Anniversary, including research into PHPDA's history, planning for the event, and likely speakers.



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**Adjournment**

The meeting was adjourned at 7:04p.m.

Minutes approved \_\_\_\_\_ (Date)