



Meeting of the Governing Council Minutes

Tuesday May 10, 2011

5:30-7:00 p.m.

Quarters 2 Building, Beacon Hill
1200 12th Ave South Seattle, WA

MEMBERS PRESENT		NOT PRESENT	ALSO PRESENT
Kevin Fox	Marc Provence	Lance Wilken	Rosemary Aragon, ED
Tom Wood (from 5:47)	Linda Ruiz (from 5:51)		Christina Bernard, PA
Marite Butners	Wendy Watanabe		Denise Stiffarm, K&L Gates
Theresa Rambosek	Dan Lessler		

Kevin Fox called the meeting to order at 5:39 p.m. A quorum was present. There was no public comment.

Consent Calendar

The Governing Council approved the April 12, 2011 Governing Council minutes (Moved/2nded by Watanabe/Butners. 6 of 6 in favor).

The Governing Council accepted as information the Finance & Audit Committee minutes from April 12, 2011 and Planning Committee minutes from April 6, 2011.

Tower Update

The Council Chair and Executive Director updated the Council on meetings with Wright Runstad

Governance

Nominating Committee

The Council discussed creation of a nominating committee to recommend candidates to fill upcoming vacancies on the PHPDA Governing Council at the end of 2011. The terms of Kevin Fox, Marc Provence and Tom Wood end in December 2011. Kevin Fox and Marc Provence are eligible for renomination, while Tom Wood is reaching the end of his 3rd term and is term limited. The Council voted to create a Nominating Committee with Theresa Rambosek, Linda Ruiz, Marite Butners and Wendy Watanabe as members (Moved/2nded by Butners/Provence. 8 of 8 in favor). Finance Committee members also asked the Nominating Committee to consider and discuss the needs of the Committees and how they might differ or intersect with the needs of the Governing Council.

Communication with King County regarding expiration of the King County-PHPDA Interlocal Agreement (May 29, 2011)

The Executive Director reported that she is planning to meet with leadership of Seattle-King County Public Health to discuss what PHPDA’s ongoing reporting will be after the end of the King County-PHPDA Interlocal Agreement on May 29, 2011. Council members discussed the importance of maintaining the relationship with the County. The Executive Director recommended that one member of the PHPDA Governing Council continue to be appointed by the King County Executive, a provision originally required under the PHPDA-King County Interlocal Agreement and the King County-City of Seattle Interlocal agreement, and included in the PHPDA Charter. Governing Council members agreed. As the recommendation and decision were to continue the current policy and relationship, no action was necessary.

Increase access to care

Medicaid Interpreter Services RFP Criteria

Planning Chair Wendy Watanabe reported on the Planning Committee’s discussions and



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recommendations regarding use of the DSHS Interpreter Services contract. After Committee discussions focused on timing, equity, and simplicity, the Committee recommends that funding be made available to all Community Health Centers and PMC. A dollar limit would be set for each in order for total spending to remain within PHPDA budget limitations. The CHCs and PMC would have to meet DSHS qualifications to be eligible. The Council discussed the needs of CHC clinics, the funding level for the clinics, and the use of Interpreter funds for primary care.

The Council voted to authorize the Planning Committee to initiate and complete a process for Interpreter Services funding with Community Health Centers and PMC, using \$50,000 in PHPDA undesignated funds in the 2011 budget. These funds will be used to support Medicaid Interpreters from July 1-December 31, 2011 via a DSHS Interlocal Agreement with the PHPDA (Moved/2nd by Watanabe/Butners. 8 of 8 in favor).

Q 1 2011 Charity Care Report

PHPDA staff presented the Q1 2011 Charity Care report, which is submitted to the City and County. The Executive Director noted that with the end of the Interlocal Agreement on May 29, 2011, reports would no longer be required in this form. As discussed earlier in the meeting, she is working on putting revised reporting in place with Seattle-King County Public Health. The Council voted to approve the Q1 2011 Charity Care Report and forward it to the City and County (Moved/2nd by Provence/Wood. 8 of 8 in favor).

Financial stewardship

PHPDA Banking Services (Res 03-2011)

The Council reviewed a recommendation regarding PHPDA's checking account. The Program Analyst presented an analysis of proposals received in response to an RFP for banking services focused on the PHPDA's checking account needs. Following up on a discussion at the April Finance Committee and Governing Council meetings, the Program Analyst reported that all of the banks under consideration for PHPDA's checking account services offer lines of credit to non-profits and public entities.

After reviewing the proposals, the Treasurer and PHPDA staff recommend that PHPDA move their checking account to Pacific Continental Bank, based on: (1) the bank's strong background with and commitment to nonprofits; (2) low fees associated with the Nonprofit Advanced Checking Account; (3) poor experiences with customer service and online banking at the current banking institution, and better experiences thus far with Pacific Continental.

The Council voted to adopt Resolution 03-2011 approving the closing of the current checking account with Bank of America and the opening of a new checking account with Pacific Continental Bank, as amended to also include allowance for the opening of savings and/or money market accounts with Pacific Continental (Moved/2nd by Wood/Lessler. 7 of 7 in favor). Kevin Fox recused himself from the vote because of the appearance of a conflict of interest.

Q 1 2011 Financials

The Council reviewed and voted to accept the Q1 2011 financial statements (Moved/2nd by Butners/Provence. 8 of 8 in favor).



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Audit update

The Program Analyst updated the Committee on the site work for the 2010 independent audit, conducted the week of May 2. The auditors will present the 2010 Audited Financial Statements at the June meetings of the Finance & Audit Committee and the Governing Council.

Governance

The Council Chair initiated a discussion on whether the Council should review its own performance. Council members discussed what they might want to review and evaluate about their experiences and performance as a board. Several members also noted that a board retreat would be useful in the coming months, in order to have more in-depth discussions on PHPDA's work and direction.

The PHPDA Governing Council will likely conduct a board evaluation in the summer months and hold a retreat in Fall 2011.

Adjournment

The meeting was adjourned at 7:00 p.m.

Minutes approved _____ (Date)