



Meeting of the PHPDA Governing Council
December 10, 2013 5:30-7:00 p.m.
 Quarters 2 Building, Beacon Hill
 1200 12th Ave South Seattle, WA 98144

MEMBERS PRESENT		NOT PRESENT	ALSO PRESENT
Marite Butners (phone)	Dan Lessler (phone)	Nate Dreon	Jeff Natter
Mike Heinisch	Theresa Rambosek	Diane Narasaki	Christina Bernard
Judy Tobin (until 6:35)	Kevin Fox		Denise Stiffarm
Marc Provence (from 5:41)			Rhonda Berry
			Harvey Smith, PMC (until 6:10)
			Dorothy Graham, PMC (until 6:10)

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

Discussion of healthcare issues with Harvey Smith, Pacific Medical Centers.

Harvey Smith, CEO of PacMed, updated the Governing Council on what he see changing in the healthcare world with the implementation of the Affordable Care Act, as well as PacMed’s specific plans regarding the changes, in regards to both their patients and their employees. Some of the issues he discussed were the challenges facing small employers and the importance of health literacy.

The Governing Council approved the November 12, 2013 Governing Council minutes (Moved/2nded by Tobin/Heinisch. 7 of 7 in favor).

The Governing Council accepted as information the Finance & Audit Committee minutes from November 12, 2013 and the Planning Committee minutes from November 6, 2013

Executive Director Update

The Executive Director updated the Governing Council on his work over the last month. Much of his focus has been on preparing the 2014 grantmaking process and working on items related to the new Tower lease with the Department of Commerce.

The Council voted to amend the agenda to move the Executive Session to be the last item at the meeting (Moved/2nded by Fox/Tobin. 7 of 7 in favor).

Governance

Governing Council Appointees (Res 23-2013)

The Council voted to adopt Resolution 23-2013, appointing Tony McLean to the Governing Council (Moved/2nded by Tobin/Heinisch. 7 of 7 in favor). The nominating committee is still working on finding a replacement for Dan Lessler on the Governing Council.



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2014 Governing Council Officers (Res 24-2013)

The Council adopted Resolution 24-2013, appointing the following officers for 2014:

- Kevin Fox, Chair
- Mike Heinisch, Vice Chair
- Nate Dreon, Treasurer
- Judy Tobin, Secretary

(Moved/2^{nded} by Tobin/Provence. 7 of 7 in favor).

Planning Committee Charter revisions

Planning Chair Marc Provence updated the Council on the Planning Committee's plan to amend their Charter to allow for voting non-Governing Council members on the Committee. The Finance Committee adopted this change several years ago. The Committee is still reviewing the change, particularly focusing on the limit on the number of non-Governing Council voting members that can be on the Committee or at any meeting. Ideally a consistent rule will be adopted for both Committees in the next few months.

Appointment of Voting members of Planning and Finance Committees

Kevin Fox discussed the nominating committee's recommendation to appoint Bob Cook as a voting member of the Finance Committee. He discussed Mr. Cook's expertise and what he can bring to the Committee. The Council appointed Bob Cook as a voting member of the Finance Committee (Moved/2^{nded} by Tobin/Heinisch. 7 of 7 in favor).

Real Estate and Property Management

Amendment to PacMed Lease, Reciprocal Easement Agreement, and Insurance Allocation Agreement (Res 17-2013, 20-2013, and Res 21-2013)

Legal Counsel Denise Stiffarm discussed several documents that require updates or amendments due to the signing of the new Tower lease.

The Council adopted Resolution 17-2013, which authorizes the Executive Director to sign an amendment to the PMC lease to reference the new Tower lease and tenant (Moved/2^{nded} by Provence/Tobin. 7 of 7 in favor).

The Council adopted Resolution 21-2013, which authorizes the Executive Director to sign an updated Insurance Allocation Agreement (Moved/2^{nded} by Tobin/Heinisch. 7 of 7 in favor).

Denise Stiffarm also reported that negotiations with Wright Runstad are ongoing with regard to the Reciprocal Easement Agreement. This document is not yet ready for Governing Council action.

Financial Stewardship

As there was no quorum at the Finance Committee, the Governing Council voted to authorize the Executive Director, with the advice and approval of the Treasurer, to re-invest the funds currently held in the CD with Sound Community Bank (Moved/2^{nded} by Fox/Heinisch. 7 of 7 in favor).



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2014 Budget (Res 25-2014)

Finance Chair Marite Butners discussed the 2014 Operating Budget, noting the biggest changes – increased rental income and increased grantmaking. The Finance and Program Analyst then reviewed each section of the budget. After some clarification regarding the Tower operating costs and income, the Council adopted Resolution 25-2013, which adopted the 2014 PHPDA Operating Budget (Moved/2nded by Fox/Provence. 6 of 6 in favor).

Tower Reserve Fund (Res 26-2013)

Finance Chair Marite Butners discussed a resolution establishing a new Pacific Tower and Property Reserve Fund. The resolution would close two existing reserve funds and deposit those monies in the new fund. Additional funds are designated in the annual budget. The Council and staff discussed account options and plans to reevaluate the fund balance and deposits in future years. The Council adopted Resolution 26-2013 (Moved/2nded by Fox/Provence. 6 of 6 in favor).

While the Finance Committee is authorized to designate the account for the funds, they did not have a quorum at their meeting. The Governing Council voted to designate \$200,000 of the funds currently held in the PHPDA's Local Government Investment Pool account as the Pacific Tower and Property Reserve Fund (Moved/2nded by Fox/Heinisch. 6 of 6 in favor). The Finance Committee will review other account options in the coming months.

Grantmaking

Project Access NW 2014 Medical Case Management Proposal (Res 27-2013)

Executive Director Jeff Natter discussed the Project Access NW 2-14 Medical Case Management Proposal. He reported that the grant funds similar work to that funded by the 2013 grant. While the proposed number of clients served is projected to decrease next year, the Planning Committee believes the program is still cost-effective. The proposal and responses to follow-up questions also address the reasons for the changes next year. Planning Chair Marc Provence also noted that now that Project Access has instituted their new client management database, they may be able to provide more data and information than they could in the past. Project Access NW Executive Director Sallie Neillie has also been invited to the February Planning Committee meeting to discuss the organization's work. The Council adopted Resolution 27-2013, approving a \$161,809 grant to Project Access NW (Moved/2nded by Heinisch/Fox. 6 of 6 in favor).

2014 Request for Proposal (RFP) Guidance and Proposal Review Process

Planning Committee Chair Marc Provence presented a RFP Guidance document prepared by the Committee and PHPDA staff. He reviewed the goals, priorities and principles. He also suggested one minor wording change. The Council discussed several aspects of the proposed RFP and grantmaking process, including the process for possible invitation grants, the ad hoc funding review panel, and the scoring methods. The Council voted to approve the RFP Guidance, as amended. They also authorized the Planning Committee to approve final application forms and scoring metrics, and the Finance Committee to approve final financial requirements and forms (Moved/2nded by Heinisch/Fox. 6 of 6 in favor).



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Thank outgoing Governing Council members

Staff and Council members thanked Terri Rambosek, Marite Butners, and Dan Lessler, all of whom will be leaving the Governing Council at the end of the year.

Executive Session: Personnel matters RCW 42.30.1110(g)

The Council entered Executive Session at 7:21 to discuss personnel matters pursuant to RCW 42.30.1110(g). Staff left the meeting during this time. Executive Session ended at 8:10.

Adjournment

The meeting was adjourned at 8:10 p.m.

Minutes approved _____ (Date)