

**DRAFT HSSA BOARD OF TRUSTEES MEETING MINUTES**

**WEDNESDAY, MARCH 15, 2023, JOYA CHILD AND FAMILY DEVELOPMENT CENTER**

**Members Present:** Francisco Velázquez, Darryl Potyk, Alex Jackson, Allison Glasunow, David Vachon

**Members Absent:**  Kevin Oldenburg, Jason Thackston, Alison Poulsen, Daryll DeWald

**Staff Present:** Erin Williams Hueter, Executive Director, Gaylene Lewin, Accountant, Thad O’Sullivan, Attorney

**Agenda:**

1. **Call to Order**

Francisco Velázquez called the meeting to order and established quorum at about 3:05 pm.

1. **Action Items**
	1. Darryl Potyk motioned, and Alex Jackson seconded the motion to approve the December Board minutes with the correction of the spelling of Darryl Potyk’s name. The motion was passed unanimously.
	2. Alex Jackson motioned, and Darryl Potyk seconded the motion to approve Resolution No. 2023-01 with the correction of the spelling of Darryl Potyk’s name. The motion passed unanimously.
	3. Alex Jackson motioned, and Darryl Potyk seconded the motion to approve Resolution No. 2023-02 with the correction of the spelling of Darryl Potyk’s name, and the use of consistent language for Health Sciences and Services Authority throughout the document. The motion passed unanimously.
		1. An acting Board Secretary is needed for the signing of this document. Darryl Potyk moved, and Alex Jackson seconded the motion for Allison Glasunow to serve as Acting Secretary for this purpose only. The motion passed unanimously with Allison Glasunow abstaining.
	4. Grants Committee Proposal was postponed to the Grants Committee Report.
2. **Board Chair’s Report**
	1. Board Chair Francisco Velázquez thanked all of the Board Members for making time to meet with him as he began his term as Chair, and for the commitment to volunteer on committees. He referred the Board to the written report in their packets.
	2. Francisco Velázquez moved that the Board form a Governance Committee at this phase of HSSA’s development to more carefully review the RCW, County Resolutions and Bylaws for adherence and consistency, to evaluate Board Policies, and to address Board and Committee terms and membership. David Vachon seconded the motion, and it was approved unanimously.
		1. Francisco Velázquez motioned Darryl Potyk Chair the Governance Committee with Jason Thackston joining as a member. Allison Glasunow seconded the motion which passed unanimously with Darryl Potyk abstaining.
		2. Thad O’Sullivan agreed to help with legal matters including public meeting regulations.
	3. Discussion about Strategic Planning was tabled until the new Executive Director arrived. Now that a new Executive Director has begun, the Chair addressed the topic with the Board. There was a discussion about allowing the Governance Committee to begin their work and allowing the Board to reflect on new ideas before embarking on a Strategic Planning process.
3. **Executive Director’s Report**
	1. The Board was referred to the introduction included in their packets.
	2. The Board was referred to reports on active grants and an historic report on all recipients of HSSA grants.
		1. 2022 Access to Care grant recipient CHAS Street Medicine Team served 825 unduplicated patients during the fourth quarter, for a total of 2,463 since April 2022.
		2. EWU’s Dr. Hosseinabad concluded her HSSA funded Innovative Health Care Delivery and Translative Research work on ultrasound biofeedback as a treatment for speech and sound disorders in children with cleft lip and palate. She presented her work at two national conferences in the fourth quarter, and shared that one of her subjects was able to complete her therapy more quickly than she would have with traditional therapy. She was able to begin orthodontia more quickly as a result.
		3. HSSA Human Capital and Infrastructure grant recipient Spokane Regional Health District has begun the Quality of Life Survey with 2,897 responses received at the time of report. QR codes and the addition of surveys in languages other than English are helping to improve accessibility and participation.
		4. Grant Writing Assistance recipient SharpArrow was not successful in their application to NSF. However, they won a prestigious MedTech Innovator Asia Pacific Award from JLabs who is very excited to see them move forward with their work. They are seeking investors and other funders at this time.
	3. The Executive Director and Accountant are working to move to electronic records. This will allow for electronic contract signatures and allow Board members to review documentation electronically before signing warrants.
	4. The Board was updated on work to create more transparency into HSSA’s mission, key performance indicators, and grants processes. This will begin with a website update.
	5. Efforts will be made to increase awareness of HSSA and engage more with the community including email newsletters, hosting information and networking events, strategic relationship building and event participation, and outreach to successful NIH grant recipients and applicants who have a favorable score prior to NIH decisions.
4. **Finance Committee Report**
	1. Committee Chair Allison Glasunow referred the Board to the statements and reports in their packets. Glasunow also reported on welcoming new members Alex Jackson and Alison Poulsen this quarter and had a lively discussion. The Committee agreed to meet quarterly at least two weeks before Board meetings. This may mean that information is slightly delayed. However, the group felt it was more beneficial to have a meaningful opportunity to discuss reports.
		1. The 2022 finance reports have been completed and the State Auditors Annual reporting will begin shortly. The filing date for the annual report is May 31, 2023
			1. Please report to the Executive Director any related party relationships that may exist between your service as a Board Member on HSSA and service to any other organization that receives funds from HSSA. Examples would be serving as a Board Member or Employee of such organizations.
			2. Thad O’Sullivan has agreed to work on a Conflict of Interest Statement that can be signed annually in the future. He will seek input from the Governance Committee.
		2. 2022 operating expenses were below the 10% threshold at 5.3%
		3. HSSA received $214,136 more than the 2022 budgeted amount in tax collections and $90,512 more than the 2022 budgeted amount in allocated earnings. HSSA expended 90% of the 2022 budget towards operating expenses.
		4. The ending cash balance has increased over the 2022 year by $2,434,387
		5. The available cash at the end of January 2023 is $11,940,317.
		6. Operating expenses for the month end of January 2023 exceed the established 10% threshold at 10.8%. This is not of concern because it's for 1 month and attributed to additional wages paid during the transition period between executive directors and some registrations paid in January for the year.
		7. Spokane County rebated $2,142 in allocations fees from 2019 – 2021.
5. **Grants Committee Report**
	1. Allison Glasunow referred the Board to the report in their packets.
	2. The Board Discussed [County Resolution 8-0156](https://mrsc.org/getmedia/221226b9-7d1a-4d03-b59c-549963effda3/s71r8-0156.pdf.aspx) Section 4: Leveraging County Money and Fundraising. "The County will mandate the Trustees to require that the grantees of HSSA money derived from the County be matched or otherwise leveraged by non County resources."
		1. Thad O’Sullivan plans to research what is within the bounds of this language.
	3. County Resolution 8-0156 reads, "WHEREAS, since the Board is principally interested in the economic impact of the HSSA resulting in the creation of new high wage jobs and associated positive economic impacts, it will require.... that the Trustees distribute approximately 75 percent of total funding available to the HSSA activities which may include, but are not limited to, the conduct of biomedical research, hiring of scientific faculty, the acquisition of important instrumentation and laboratory cores, commercialization of biomedical technology and other efforts to improve health and patient outcomes;... HSSA to distribute approximately 15 percent of total funding available to the HSSA in support of the underinsured and uninsured within the County."
		1. Section 1: Goals of County Investments
			1. To provide better health and health care within the County and the region.
			2. To create hundreds of well-paying jobs within the County and the region.
			3. To develop an economic engine to power future growth within the County.
		2. The Board discussed further exploring the intent of the RCW and County Resolutions that created HSSA for further guidance, and adherence to the intent and goals of the legislation.
6. **Legal Report**
	1. Thad O’Sullivan reports most items were covered in the County Resolutions.
	2. O’Sullivan will follow up on action items from this meeting and those sent to him by the Executive Director and Accountant.
7. **Life Science Washington Update**
	1. Francisco Velázquez shares there’s no information to report at this time other than the two upcoming events: Life Science Washington Innovation Northwest on April 25-26th and the East-West Summit on June 13-14th in Spokane. These events can help spur economic growth in the life sciences in our region. HSSA is a sponsor of these events.
	2. Gaylene Lewin recommends the Governance Committee explore a policy for expense reimbursement for Board Members attending Life Science Washington events.
		1. Erin Williams Hueter will check to see if one has already been created.
8. **Public Comments**
	1. None
9. **Adjourn**
	1. Allison Glasunow motioned, and Darryl Potyk seconded the motion to adjourn. It was approved unanimously, and Francisco Velázquez adjourned the meeting at about 4:25.

**NEXT MEETING: JUNE 21, 2023, 3:00-4:30PM. LOCATION TBD.**