  
**SPECIAL BOARD MEETING MINUTES**

**Wednesday, February 19, 2025, 3:00PM, 421 W RIVERSIDE #805, SPOKANE, WA 99201**

HSSA promotes bioscience based economic development and advances new therapies and procedures to prevent disease and promote public health.

In attendance

Trustees: Dr. Francisco Velázquez, Chandima Bandara, Lewis Rumpler, Vange Ocasio Hochheimer, Robin Pickering, Allison Glasunow, Alex Jackson, Julie Orchard, Darryl Potyk (arrived at 3:30pm), Daryll DeWald (arrived at 3:38pm)

Others: Erin Williams Hueter – Executive Director, Leeanne Clegg – Program Assistant, Lloyd Fillis – Contracted Accountant, Thaddeus O’Sullivan - Contracted Attorney

1. **Welcome: Dr. Francisco Velázquez**
   1. Quorum established at 3:02pm
   2. Review of Conflict-of-Interest Policy
   3. Minutes from January 15, 2025, Board Meeting
      1. Motion to approve by Chandima Bandara
      2. Second by Lewis Rumpler
      3. Motion passes unanimously
   4. No public comment
2. **Executive Session** – Executive Director Performance Review – begins at 3:06, ends at 3:12 – no decisions made
3. **Executive Director compensation**
   1. Board recommended 7.5% increase in Executive Director’s wages retroactive to January 1, 2025. Administrative costs will remain under 10% - at about 8.5% - with this increase
   2. Motion to increase Executive Director’s wages by 7.5% by Chandima Bandara
   3. Second by Julie Orchard
   4. Motion passes unanimously
4. **Executive Director Report – Erin Williams Hueter**
   1. Walk through Strategic Plan
      1. Publish newsletters - done
      2. Publish annual reports –done
      3. More work to be done in other areas
   2. RFP’s subcommittee
      1. Executive director generated survey – grants committee wanted to preview – feedback: long and complicated
      2. Discussed what is needed from grantees
         1. Outcomes
         2. Scoring criteria
         3. Discussion included pros and cons of the following: 1:1 match, lifetime limit, entity exclusively bioscience vs entity with some impact on bioscience, relocation to vs already located in Spokane county
         4. Grants Chair recommends ½ day summit for entire board – will go back to executive board for input & board members feel free to voice opinion between then and now
      3. Annual Report – included for reading
         1. Highlight Litehouse’s comments on the reimbursement process. This allows projects to stay on track & to ensure monies are spent as intended – Litehouse looked for and found contractors locally – article will appear in the Journal of Business
      4. NIH (National Institute of Health) - future of granting uncertain
         1. Grantees have expressed concern particularly:
            1. HSSA historically matched only national awards
            2. Impact on higher education
            3. DEI
         2. Current status
            1. Initial freeze on grants is paused by multiple courts
            2. Don't know if current applications will move forward
            3. NIH capped indirect costs at 15% - temporarily paused and hearing tomorrow
         3. Feedback to HSSA from Thaddeus O’Sullivan - legal counsel
            1. HSSA payments to grantees not conditional on receiving funds but whether they have a commitment for matching funds
            2. \*HSSA continues payments to grantees\*
            3. Currently the website is down to apply for new national grants
            4. Further discussion from board members on possible future scenarios, impact on HSSA and grantee
5. **Finance Committee Report – Lewis Rumpler**
   1. Introduce Lloyd Fillis – new CPA partner
   2. Review 2024 financial documents
   3. 2025 Budget
      1. Add supplies for a grants management system
      2. Add another half time position – grants administrator
      3. Exceed 75% category in matching grants to strategically pay down reserve
      4. 4.6 million dollars in prospective grants for 2025
      5. Can increase tempo including operating expenses and still have 2 years in reserve
      6. Lewis Rumpler shares pro forma funding projection tool
      7. Motion to approve 2025 budget by Chandima Bandara
      8. Second by Allison Glasunow
      9. Motion passes unanimously
   4. Bovi.ag budget modification request
      1. Motion to approve by Robin Pickering
      2. Second by Vange Ocasio Hochheimer
      3. Motion passes unanimously
   5. Integrated Lipid Biofuels (ILB) budget modification reques
6. Motion to approve by Darryl Potyk
7. Second by Daryll DeWald
8. Motion passes unanimously
   1. Maddie’s Place budget modification request
      1. Motion to approve by Allison Glasunow
      2. Second by Julie Orchard
      3. Motion passes unanimously
   2. Glyciome budget modification request
      1. Chandima Bandara, Allison Glasunow and Darryl Potyk recused from discussion and vote – leave meeting
      2. Motion to approve by Vange Ocasio Hochheimer
      3. Second by Robin Pickering
      4. Motion passes unanimously with Chandima Bandara, Allison Glasunow, and Darryl Potyk recused
   3. WildeCare budget modification request
      1. Lewis Rumpler and Allison Glasunow recused from discussion and vote – leave meeting
      2. Motion to approve by Chandima Bandara
      3. Second by Darryl Potyk
      4. Motion passes unanimously
   4. Litehouse – budget update
      1. Not a modification request – they were awarded $150,000 on 6.21.24 and the amount of award was amended to a total of $250,000 on 8.21.24. This budget reflects that change
      2. Motion to approve by Robin Pickering
      3. Second by Vange Ocasio Hochheimer
      4. Motion passes unanimously
9. **Grants Committee Report – Dr. Daryll DeWald**
   1. Sunsetting current RFP’s as of 3.2.25
   2. Survey drafted and reviewed – continuing work on that
   3. Article 6 on the Grant Award Agreement – need to discuss further in Grants Committee including sustainability of HSSA and legal ramifications
   4. Grant Applications and Extensions
      1. Drip7 - $250,000
         1. Brief Summary: With the support of HSSA grant funding, Drip7 will bring our proven microlearning ecosystem into the workstream of health, medical and bioscience companies specifically integrating industry-specific GRC training into Microsoft Teams and Slack. The project will also provide innovative training interactions using AI to further engage and more effectively train employees on required areas
         2. Thoroughly evaluated for the 3rd time – does not recommend funding due to definition of Bioscience entity
            1. Motion by Lewis Rumpler not to fund
            2. Second by Chandima Bandara
            3. Motion passes unanimously
      2. RAZE – no cost grant extension to enable them to use their grant
         1. Motion to approve by Chandima Bandara
         2. Second by Darryl Potyk
         3. Motion passes unanimously
      3. Boss Moss – Grant Award Assistance up to $10,000
         1. Motion to approve by Julie Pickering
         2. Second by Vange Ocasio Hochheimer
         3. Motion passes unanimously
      4. Dauer Enterprises – Grant Writing Assistance up to $10,000
         1. Motion to approve by Allison Glasunow
         2. Second by Darryl Potyk
         3. Motion passes unanimously
      5. Evergreen Bioscience Innovation – Matching App - $299,184
         1. Daryll DeWald recused – left meeting during discussion and vote
         2. Summary: 1) further develop internship programming and foster industry-academia partnerships. 2)optimize BioVendors.com, a platform connecting life science companies to local suppliers and services. 3) continue capital infrastructure projects for incubating, scaling, and recruiting life science companies. 4) host economic development events that generate sponsorship revenue, garner new members, highlight promising bioscience startups, and create a platform for networking. Over the next five years, Evergreen Bioscience Innovation Cluster (EBIC) anticipates growing its staff to five positions, ensuring the organization’s sustainability and ability to meet the increasing demands of Spokane County’s life science ecosystem.
         3. Grants Committee Recommends not to fund
         4. Members of the board discuss of qualifications under current RFP and details of proposal
            1. Motion not to fund by Chandima Bandara
            2. Second by Lewis Rumpler
         5. Members of the board discuss interest in developing an RFP for this type of entity in the future
         6. VOTE: Majority not to fund, Robin Pickering opposed to the motion, Daryll DeWald recused
      6. Quadralynx – matching application - $982,583
         1. Daryll DeWald recused – leaves meeting during discussion and vote
         2. Summary: This project addresses the problem of pathological speech in the two million American adults with Parkinson’s disease (PD). The majority of People with Parkinson’s Disease (PwPD) suffer from vocal pathology, and they have limited effective methods to reduce the communicative disorders, particularly in real-time. This reduces their quality of life and that of their caregivers and health care providers. The research objectives of this project are to develop and refine a first-of-its-kind wearable device and associated software to monitor and alert users of specific vocal pathologies in real-time via mobile application for patients, caregivers, and healthcare professionals.
         3. Grants Committee Recommends Funding
            1. Motion by Lewis Rumpler to fund
            2. Second by Chandima Bandara
            3. Motion passes with Daryll DeWald recused
      7. Inherent Biosciences – Matching Application - $1,000,000
         1. Lewis Rumpler is recused – leaves meeting for discussion and vote
         2. Summary: Recent discoveries by Inherent have shown that cell-free DNA (cfDNA) from a semen sample can predict mTESE success with remarkable accuracy while identifying genetic conditions causing NOA (Klinefelter’s and Y microdeletion). This non-invasive approach can guide fertility treatment and genetic counseling, significantly improving patient outcomes. The Fast Track NIH SBIR grant received by Inherent focuses on developing anon-invasive diagnostic test for men with NOA. With the support of HSSA Matching Funds, Inherent will: ● Create two full-time, well-paid jobs in Spokane County. ● Relocate all research and development activities to Spokane County from Utah. ● Establish Allele Diagnostics as its clinical laboratory for male fertility testing. ● Relocate CEO Andy Olson to Spokane County.
         3. Board members discuss details of proposal including HSSA requirements of funding positions and work in Spokane county; checks and balance with grant reimbursement in HSSA’s office to verify expenditures for each grantee, consistent across all grants
         4. Grants Committee recommends funding with expectation that Executive Director ensure checks and balances in HSSA office for reimbursement consistent with proposal, budget, and in Spokane County
            1. Motion to approve with these conditions by Chandima Bandara
            2. Second by Robin Pickering
            3. Motion passes with Lewis Rumpler recused
      8. ZEPA Medical – Matching Application - $150,000
         1. Lewis Rumpler recused during discussion and vote – leaves meeting
         2. Summary: Zepa Medical is a bioscience company that is commercializing a novel, digital mobile health application as a Software as a Service (SaaS) and Intelligence as a Service (IaaS)tool to democratize health care information, create a portable, seamless communication device between physicians and patients and use applied AI to address physician workload and improved patient compliance and treatment adherence. Initial markets for Zepa Medical are focused on the developing world where physician shortages are epidemic, health disparities are profound and where innovation is needed to address both. Budget includes: the largest line item is $67,00 for software development, followed by$36,000 in personnel (partially funding the position in the staffing chart), $25,000 in marketing and branding support, $10,000 in legal, and other expenses such as laptops, accounting, and rent and utilities.
         3. Grants Committee recommends further discussion within committee
         4. Decision to defer until next board meeting with detailed discussion in grants committee meeting
10. **Governance Committee Report – Dr. Darryl Potyk** 
    1. Reminder for board members to fill out conflict of interest annually
    2. Board Vacancies
       1. John Powers City Appointee – term will start March 1st
       2. Open seat for County Appointee – discussion of some recommended to apply and skill sets needed on the board
    3. County Resolution for Warrant Signatures
       1. Enables each member of the executive committee to sign checks
       2. Motion by Julie Pickering to approve
       3. Second by Chandima Bandara
       4. Motion passes with one abstention
    4. Employee Handbook – final version
       1. Motion by Daryll DeWald to approve
       2. Second by Vange Ocasio Hochheimer
       3. Motion passes unanimously
11. **Other Business – none**
12. **Adjourn** 
    1. Motion by Chandima Bandara to adjourn
    2. Second by Daryll DeWald
    3. Motion passes unanimously