



## BOARD MEETING MINUTES

Wednesday, December 20, 2023, 3:00PM- 5:00PM, Northwest Museum of Arts and Culture

**Board Members in attendance: Francisco Velázquez, Jason Thackston, David Vachon, Alison Poulsen, Daryll DeWald, Kevin Oldenburg, Alex Jackson, Allison Glasunow (via zoom), Darryl Potyk (via zoom)**  
**Staff in attendance: Erin Williams Hueter, Thadeous O'Sullivan, Gaylene Lewin**

### 1. **Welcome- Dr. Francisco Velázquez**

- a. The meeting was called to order at 3:04pm
- b. Jason Thackston moved the minutes from the September Board meeting be approved. David Vachon seconded the motion. The motion passed unanimously.
- c. Action Items:
  - i. 2024 Budget- Allison Glasunow moves the budget be approved as presented. Jason Thackston seconds, and the motion passed unanimously.
  - ii. Outstanding Grant Balances- Francisco Velázquez moves write offs of grant balances to Eastern Washington University and Spokane Regional Domestic Violence Coalition be approved. Kevin Oldenburg seconds, and the motion passed unanimously.
  - iii. Quarterly Grant Submissions- Full slate of grants approved as recommended. Motion by Kevin Oldenburg, second by David Vachon, the motion passed unanimously.
  - iv. Proposed Changes to Investor Match Criteria- Deferred. No action taken.
  - v. Officer Nominations and Elections- Darryl Potyk nominates Francisco Velázquez as Chair, Allison Glasunow as Vice-Chair, and Darryl Potyk as Secretary. Alex Jackson seconded the motion, and it passed unanimously.
  - vi. Grant Writing Assistance Awards and Life Science Washington Process- No Action Taken
  - vii. Update to Conflict-of-Interest Policy to Reflect Changes Needed for Annual Audit- Update to policy to include immediate family members motioned by Alex Jackson, seconded by Daryll DeWald. The motion passed unanimously.

### 2. **Board Chair's Report- Dr. Francisco Velázquez**

- a. 2024 Meeting Schedule was adopted with one change of the February Grants Committee Meeting.

### 3. **Executive Director's Report-**

- a. Active Grants- 5 active matching grants, 5 active access to care grants. Trustees were referred to the report in their packet
- d. State Audit Update
  - i. Updated Policy- Conflict of interest disclosure form will be sent out with corrections in the first quarter of 2024 via DocuSign. This policy refers to you and your immediate family members.
  - ii. Update to policy to include immediate family members motioned by Alex Jackson, seconded by Daryll DeWald. The motion passed unanimously.
- e. Office Efficiencies- Trustees were referred to the report in their packet
- f. Clarity & Transparency- Trustees were referred to the report in their packet
- g. Increased Awareness & Community Engagement- Trustees were referred to the report in their packet
- h. 2024 Work Plan- Goals are grow, recruit, align
  - iii. Current Matching Grant RFPs, Applications, and Rubrics- review of current documents with the Board.

#### 4. Governance Committee Report- Dr. Darryl Potyk

- a. Officer Duties- Board Members were referred to a draft document in their packets. No changes were recommended.
  - i. An Executive Committee will keep the business of the Board moving between quarterly meetings. The Officers and Committee Chairs will serve on the Executive Committee. The meetings will be held monthly at first to determine needs.
  - ii. Darryl Potyk moved the position descriptions be approved as written. Kevin Oldenburg seconded the motion. It passed unanimously.
- b. Officer Nominations and Elections 2024
  1. The Governance Committee nominates Francisco Velázquez as Chair, Allison Glasunow as Vice-Chair, and Darryl Potyk as Secretary. The Board asks if all nominees have been approached and are willing to serve. There was also a brief discussion about whether a Treasurer was needed. The County Treasurer acts as HSSA's Treasurer, with the Finance Committee Chair playing a leadership role regarding finances for this Board.
    - a. Darryl Potyk moves the slate officers be approved by the Board. Alex Jackson seconded the motion, and it passed unanimously.
- c. Board Matrix Survey Results- the Board was referred to summary charts of the survey results in their packets.
- d. Call for Board Applicants- There was a renewed discussion of the reasons for adding additional Board members including the addition of missing skills, demographics that aren't represented, and the difficulties of obtaining a quorum. Committee Chair Darryl Potyk advised the group that up to five vacant positions would be posted for approximately two months. Applications will be reviewed by the Governance Committee and Executive Committees. Recommendations will then be presented to the full Board for discussion.
- e. Life Science Washington Update
  - i. At the September Board Meeting David Vachon requested follow up on information given to him by the previous Executive Director that he would serve as HSSA's representative on the Board of Life Science Washington (LSW) with HSSA reimbursing David Vachon for any expenses related to this. Consultation between the Board Chair, Executive Director and LSW CEO Marc Cummings revealed this arrangement was not clear to Cummings, and that typically it is companies rather than organizations who serve on the Board of LSW. The Board Chair recommends that David Vachon not represent HSSA on LSW's Board as this may be perceived as gifting of public funds. Attorney Thad O'Sullivan provided definitions regarding the gifting of public funds and language from the by-laws and County travel policy (adopted by HSSA earlier this year) when asked. This language indicates Board Member reimbursement must be approved by the Board or Executive Director.
- f. Grant Writing Assistance Awards Process
  - i. At the September Board Meeting Iasis Molecular Sciences was granted a Grant Writing Assistance Micro Award. The CEO submitted a request for reimbursement for a Grant Writing Consultant that HSSA does not have an existing agreement with. The invoice's date is prior to the award's approval date. Board Minutes indicate this would be referred for Committee discussion and recommendation. Communications about this matter are included in the Board packet.
  - ii. Kevin Oldenburg shares that there hasn't been a process about this before. Thad O'Sullivan, Francisco Velázquez and Jason Thackston note that there is a process on the HSSA website, and that this process was not followed by the award recipient.
  - iii. David Vachon shares that the current process on the website is not friendly to entrepreneurs who need shorter turnaround times. He recommends removing the words "HSSA identified"

from the award language and offers an alternative process of having both parties sign a conflict-of-interest statement.

- iv. To summarize the discussion, Board Chair Francisco Velázquez shares that the process was not followed, reimbursement cannot proceed, the Grants Committee shall work on a proposal to share with the Board or Executive Committee that includes recommendations for a process to add new Grant Writing Consultants to HSSA's list of providers.

#### 5. **Finance Committee Report- Dr. Allison Glasunow, Committee Chair**

- i. Follow Up on Membership Organization Discussion- a Decision was made to maintain memberships with the three organizations HSSA has previously paid dues to though the budget allows for a change to include the Evergreen Bioscience Innovation Cluster in the future. Daryll DeWald moves, Jason Thackston seconds, the motion passes unanimously.
- j. Review of Quarterly Financials- spending is on schedule.
  - i. Francisco Velázquez moves write offs of grant balances to Eastern Washington University and Spokane Regional Domestic Violence Coalition be approved. Kevin Oldenburg seconds, and the motion passed unanimously.
- k. Presenting 2024 Budget for Discussion and Vote- Items of note in presented 2024 budget include: an evaluation of office space needs with current lease ending 10/31/24, an increase in travel cost to allow for legislative advocacy, member organization spending, the addition of a part time support staff, a strategic planning retreat, and a placeholder increase in the Executive Director salary.
  - i. Gaylene Lewin and Jason Thackston note that the amount given for strategic planning is significantly less than it was in our last round and may require a budget adjustment when plans are finalized.
  - ii. Alison Poulsen notes the importance of competitive salaries to maintain staffing and shares that many organizations are offering compensation increases at higher levels. The Board Chair responds that the Employee Performance Review Process will take place early next year, and indicates it is possible to return to the Board with a request for a retroactive salary increase after this is completed.
  - iii. Allison Glasunow moves the budget be approved as presented. Jason Thackston seconds, and the motion passed unanimously.

#### 6. **Grants Committee Report- Dr. Kevin Oldenburg**

- I. Quarterly Proposal Submissions for Discussion and Vote
  - i. Large increase in matching grant applications received this quarter.
  - ii. Full slate of grants approved as recommended. Motion by Kevin Oldenburg, second by David Vachon, the motion passed unanimously.
    - 1. **Grant Writing Assistance Recommendations:**
      - a. Safe Zone Products, Inc (Up to \$10,000)
    - 2. **Matching Grant Recommendations:**
      - a. Inherent Biosciences: Expansion of Male Fertility Diagnostic Business to Spokane, WA in Partnership with Allele Diagnostics (\$250,000)
      - b. ILB: Recovering Bioactive Compounds from Potato Peels and Byproducts for Promoting Human Health Benefits (\$175,000)
      - c. Managed Health Connections: Advanced Contingency Management System for Reduction of Alcohol Use (\$499,890)
      - d. Preveal Technologies, Inc: Feasibility Study of Incite Cognitive Improvement System (\$137,275)
      - e. Qualterra: Industrial Symbiosis 2 (\$206,857)

f. Spokane Public Library: StartUp Spokane Resource Toolbox (\$60,455)

**3. Access to Care Recommendations:**

- a. CHAS: Language Access is Healthcare Access (\$42,331)
- b. Community Minded Enterprises: Expanding Access to Infant and Early Childhood Mental Health Consultation and Services (\$24,564)
- c. Hispanic Business Professionals Association: Esperanza (\$50,000)
- d. Joya: Extended Pediatric Services Program (\$67,500)
- e. Latinos En Spokane: Immigrant Healthcare Expansion in Spokane County (\$30,000)
- f. Mujeres in Action: Behavioral Health Services to Immigrant Survivors of Sexual Assault and Domestic Violence (\$50,000)
- g. Partners with Families and Children: Children’s Advocacy Center Support for Child and Adolescent Victims of Abuse and Neglect (\$55,297.50)
- h. Peer Spokane: Health through Housing for Spokane Residents (\$38,730)
- i. Raze Development: Building a Behavioral Health Team for Early Intervention (\$30,000)
- j. Shades of Motherhood Network: Long Term Sustainability through Billable Programming (\$30,000)
- k. Spokane Prescription Assistance Network: Continuation of Programming (\$30,000)

m. Updating the Application Process Due to Increase in Applicants- Kevin Oldenburg shares that he has rewritten the grant application.

i. Francisco Velázquez asks Kevin Oldenburg to continue working with the Grants Committee on this and bring recommendations to the Executive Committee and Board of Directors for decision-making.

n. Proposed Changes to Investor Match Criteria for Discussion and Vote

i. Committee Chair Kevin Oldenburg requests further clarification to investor match criteria suggesting a minimum of \$100,000. However, he would like to have more discussion with the Board, but the meeting was over its scheduled time already. The Committee would like to discuss this further at the next Board Meeting.

**7. Executive Session: Cancelled due to the meeting time running over scheduled adjournment.**

**8. Public Comments -none**

**Adjourn:** Next Meeting: March 20, 2024, 3pm, location TBD