

**HSSA BOARD OF DIRECTORS**

**Minutes of the September 18, 2019 Board Meeting**

**Gonzaga University, Goa Room, Hemmingson Center**

**Members Present:** Nancy Isserlis, Board Chair; Mike Wilson Gordon, Darryl Potyk, Dave Vachon, and Frank Velázquez

**Members Absent**: Kevin Oldenburg, Darryl Potyk; two board vacancies

**Staff Present:**

Susan Ashe, Executive Director; Laura McAloon, Attorney

**Guests:**

Dr.Daryll DeWald, Vice President of Health Sciences (Washington State) and Chancellor, Spokane Health Sciences

1. **Call to Order**

Nancy Isserlis welcomed everyone and called the meeting to order at approximately 3:10 PM. The meeting was held at Gonzaga University, Hemmingson Center, Goa Room.

1. **Board Actions**
2. Frank Velázquez moved to approve to approve the minutes of the June 19, 2019 board meeting and Dave Vachon seconded the motion. The motion was unanimously passed.
3. Mike Wilson moved to recommend and approve funding of the HSSA 2020 $300,000 Access to Care grant and Dave Vachon seconded the motion, which passed unanimously.
4. **Chair’s Report**

Nancy Isserlis reported that the Board Chair had signed a series of warrants since the Board last met and when a warrant required two signatures Board Members Jason Thackston or Frank Velázquez provided.

The Chair shared with the Board that both the Governor’s office and the Board of County Commissioners staff were notified of the two existing HSSA Board vacancies and that we had issued a news release of each and shared on our social media. We are waiting on the appointments,

Isserlis introduced our guest, Dr. Daryll DeWald, WSU Vice President of WSU Health Sciences statewide and Chancellor of WSU Spokane.

DeWald gave some personal background and then presented on the current state of WSU Spokane and the expansion by WSU to other communities around the state. He stressed the need for more space on the Spokane campus.

Plans are being developed for a “sibling” building to the current PBS (Pharma and Biomedicine) building that would cost $85-100 million and that the legislature had already granted $500,000 to begin the design, and for which the local folks will need to raise half the money to build it. It would have a wet lab, pharmacy, medicine and nursing. This building has moved from 12th place to 1st place on the WSU agenda due to President Schultz’ support. It is typically a six-year process with the state.

DeWald said WSU Spokane also plans to build a Health Education Complex that would have a tripartite mission: a clinical research services/support center; a health innovation center to provide services for researchers and businesses trying to move forward, that is not an incubator, and a health education “virtual” clinic campus for learning that appears as a hospital setting and with simulators. This would be a 100,000-square-foot worth about $500/SF and cost around $50 million sourced from private entities and foundations. This is perceived to be a “national asset” and conversations with different organizations interested are occurring. It would be partly designed and used by al institutions in the area. The example for this is with KU medical building in Kansas City and would take two to three years to build.

1. **Executive Director’s Report**

The full Executive Director’s Report was included in the Board packet members received at the meeting. Ashe did remind Board members of a few upcoming dates: 10/8 is the LSW networking event, co-sponsored by HSSA and GSI, held at the GU Hemmingson Center following the University District board meeting; 10/25 LSW Washington State Life Science Summit im Bellevue (HSSA and GSI will host a table for Spokane life science leaders), and HSSA Access to Care grant Letters of Intent are due by noon Sept. 27 and final proposals by Oct. 25th.

1. **Committee Reports**
2. Finance Committee

Jason Thackston, Finance Committee Chair, provided the Finance Committee report. All looks good financially, and HSSA overhead continues to remain below l0% threshold at 7.3%.

B. Grants Committee

Our Committee has not officially met since June 10th when we met at 2nd Sight Bioscience offices. The purpose of that meeting was to review language related to the “grant payback” clause for inclusion in our Grant Award Agreement (GAA), and there has been much discussion about the draft and a counter-draft by the attorney since. Kevin had presented a rewrite of the entire GAA and our attorney raised some issues at our June 19th Board meeting.

On July 12th, Board Chair Isserlis called a Special Board meeting via conference call to discuss the GAA grants. The Board acted to direct staff and counsel to prepare language on a Grant Payback Clause, and in accordance with the Board’s direction regarding any sale, transfer of ownership or licensing agreement that triggers the repayment to HSSA in fill for the amount of its grant to the grantee.

The Grants Chair asked our attorney and Executive Director to review both versions of the GAA document (Kevin’s and our attorney’s), including the new Grant Payback Clause, which they have done and I now have. However, we will defer to present this version of the GAA to the full Board for discussion and approval until Kevin is able to join us.

On the next issue, our annual “Access to Care” Grant competition was opened for Letters of Intent when we issued a news release in early September. The award is for a total of up to $300,000, which also will be the amount available to for this grant over the next two years. The key dates for this grant are as follows:

RFP Posted September 9, 2019

Letter of Intent by 12 noon September 30, 2019

Final Proposal due by 4 PM October 31, 2019

Grants Committee and Board Review

Awards Announcement December 20, 2019

Therefore, I recommend approval of the 2020 Access to Care grant competition for a total of up to $300,000 and to be concluded in December 2019.

1. **Counsel’s Report**

There was no counsel report.

**The next regularly scheduled meeting of the HSSA Board is scheduled December 18, 2019, 3 PM, at the John J. Hemmingson Center in the Goa Room at Gonzaga University.**