



WASHINGTON STATE TRANSIT INSURANCE POOL | RISK MANAGEMENT IN MOTION
PO Box 11219 | Olympia, WA 98508 | 360-786-1620 | www.wstip.org

Minutes of the
Executive Committee Meeting
September 24, 2020
Zoom

Executive Committee Members Present	Staff Present
Shonda Shipman, President, Whatcom Transportation Authority Danette Brannin, Vice-President, Mason Transit Authority Jesse Kinney, Secretary, Valley Transit Geri Beardsley, Large Member Rep, Community Transit Brandy Heston, Medium Member Rep, Grant Transit Authority Jenny George, At-Large Member Rep, Asotin County PTBA Staci Jordan, Past President, Island Transit Suzanne Coit, Treasurer, Intercity Transit	Cedric Adams, Claims Manager Matthew Branson, Member Services Manager Anna Broadhead, Board Relations Tracey Christianson, Executive Director Rick Hughes, General Counsel Laura Juell, Training and Risk Coordinator Andrea Powell, Administrative Services Manager Brandy Rhodes, Administrative Assistant Karey Thornton, Accounting and Payroll Specialist
Board Members Present	
Jeff Lubeck, Ben Franklin Transit Betsy Dunbar, Central Transit Dunyele Mason, Clallam Transit David Ocampo, Columbia County Public Transportation Suzi Scheidegger, Community Transit Tom Hingson, Everett Transit Greg Wright, Grant Transit Authority Jean Braaten, Grays Harbor Transit Ken Mehin, Grays Harbor Transit Tammi Rubert, Jefferson Transit	Paul Shinnors, Kitsap Transit LeeAnn McNulty, Mason Transit Authority Bill Kessler, Pierce Transit Tara Schaak, Pierce Transit Wayne Thompson, Pullman Transit Amy Asher, RiverCities Transit; Joe Macdonald, Skagit Transit; Monique Liard, Spokane Transit E. Susan Meyer, Spokane Transit
Guests Present	
Brian White, Alliant Justin Brockwell, Link Transit	Shawn Larson, Link Transit

Call to Order

President Shipman called the meeting to order at 9:00 am welcoming everyone to the virtual meeting. Verbal roll call took place. Shipman asked if there were any changes to the agenda hearing none, she asked for a motion to accept the agenda. ***Jordan moved to approve the agenda. Brannin seconded the motion and the motion passed.***

Consent Agenda

Minutes – August 27, 2020, August 2020 Vouchers and Electronic Payments totaling \$706,792.24.

				Total
Claims Vouchers	Numbers:	93500806	- 93500921	\$ 394,853.71
Administrative Vouchers	Numbers:	93001380	- 93001436	\$ 206,025.04
Electronic Payments	Dates:	08/01/2020	- 08/31/2020	\$ 105,913.49
				\$ 706,792.24

Shipman asked if there were any items to remove from the consent agenda. There were no items removed from the consent agenda. ***Kinney moved to approve the consent agenda. Beardsley seconded the motion and the motion passed.***

Discussion / Potential Action Items

2020 Executive Committee Work Plan

Christianson explained the work plan is updated monthly, the mileage criteria and audit committee will be coming up in October. We will be talking about the communicable disease claim(s). We made assumptions on the work plan with regards to the strategic priorities in the Strategic Plan which is on the Board agenda for possible adoption at tomorrow's meeting.

Draft Bylaws

Shipman explained the Governance Policy Committee (GPC) had worked on the Bylaws, the Executive Committee (EC) reviewed the revisions and agreed to send the Bylaws to the membership for feedback. There was a significant amount of feedback received and the EC referred it back to the GPC. The GPC met twice and have made suggested changes but have one area left we want to discuss with the EC. Brannin explained one of the comments made was it appears that the EC could be comprised of more than one Board member from the same Member agency. The way the Bylaws are written it could happen where there are two Member Representatives from one agency serving on the EC, but the Board would have to elect them to the EC. EC members and Board members felt language should be added to prevent Members from having more than one Member Representative on the EC, one Member one vote was the sentiment. Shipman asked Staff to update the Bylaws to incorporate the fix.

Brannin said most of the other changes throughout the document were small word changes. Liard asked if the appeal process (Article XII. Section 52) would end with the EC rather than the Board. Brannin said the GPC feels the EC is elected by the Board to make decisions. Christianson said the EC is vested with coverage determination by the Board, for those of you who have gone through an appeal, even with the EC (small group) it is hard to reach a consensus, it would be difficult for the Board to reach consensus. ***Jordan moved to forward the Bylaws with changes suggested to the Board for discussion. George seconded the motion and the motion passed.***

Communicable Disease Exclusion

Christianson said we have been notified that a communicable disease exclusion will be included in all reinsurance and excess insurance renewals. Included in the packet is a sample which is from Government Entities Mutual, Inc. (GEM). The problem with having our partners excluding communicable diseases is that we are now left holding the \$25 million dollar bag. This is a difficult decision for a Pool, maybe we don't want to offer this coverage as it affects both the General Liability (GL) and the Public Officials Liability (POL) coverage documents. Options outlined in the packet included excluding coverage altogether or providing limited coverage \$1 million per occurrence with a \$2 million aggregate. Coverage is a Board decision and a decision will need to be made prior to the January 1, 2021 renewal. Christianson fielded questions about types of claims/lawsuits the Pool could possibly see, how it could possibly affect the GL policy and the POL policy. ***Beardsley moved to recommend Option 2 modified to be \$500,000 per occurrence with a \$2 million aggregate to the Board for discussion. Heston seconded the motion and the motion passed.***

Draft 2021 WSTIP General Liability Coverage Document

Beardsley thanked everyone for their feedback and appreciated the format of the General Liability (GL) Coverage Document feedback. Adams said most of the grammar changes were accepted and the Coverage Review Committee (CRC) will discuss the feedback further. Shipman said the GL Coverage Document will go to the CRC, then back to the EC/Board for approval in December.

The EC took a short break at 10:28 am and resumed their meeting at 10:40 am.

Driver Record Monitoring Contract

Branson appreciated everyone watching the videos and the feedback on having this material presented via video. He explained the contract with Data Driven Safety (DDS) expires at the end of 2020. Included in the materials is the revised proposed contract for the next five years with the option to renew an additional five years, estimated costs, and sole-source justification. Contracts over \$100,000 require EC approval before they can be executed, so he will be seeking approval for the Executive Director to enter into the contract with DDS. Branson fielded questions from attendees, explained the differences between basic and premium, how the costs fund the required audits, and how the program is unique to meet the sole-source requirements. Branson also pointed out that WSTIP assumes the liability of WSTIP Members as it related to this contract. Hughes said since this is a sole-source contract the EC will need to authorize the Executive Director enter into the contract. The sole source justification has been included in the packet. Branson said he will send the contract and sole source justification material to the auditor to see if they want to express anything. They will want to see minutes where a contract like this has been discussed and approved. Shinnors asked what the offset in Exhibit B was. Christianson explained how Driver Record Monitoring Interlocal Agreement members participate and are billed. Shinnors also questioned why the contract was based annually instead of by unit. Branson explained it was an estimate. Shipman asked if the EC wanted to take action or defer, the consensus was to defer action until October.

Hughes indicated the sole source contract is being used as there is clear and legitimate single vendor. Shinnors discussed the difference between price analysis and cost analysis and will talk to Branson offline. Cost analysis is required if there is federal funding or by procurement policy. If there is not federal dollars and no policy requiring but it is best practice in the absence of competition that you breakdown the costs and make a determination however that cost rolls up so there is profit but not excessive profit but could be in procurement policy. Hughes said we are following our WSTIP Purchasing Policy and the sole source is based on single vendor and not on price alone. Branson noted the price is the same as the last contract which was awarded after a RFP process. Branson will reach out to Shinnors about cost analysis. Shipman said this topic will return in October for action at the EC.

Technology Grant Application

Branson said Intercity Transit had applied for a technology grant for Track-It! in the amount of \$4,625. The application came in late 2019, staff reviewed the application, who then forwarded the application to the Risks and Opportunities Committee (ROC). Intercity Transit was scheduled to present to the ROC in March but due to COVID it the pause button. Intercity has since implemented the project and presented at the September ROC meeting how they are utilizing Track-It! This product enables them to be proactive in mitigation losses, engaging with the driver, and ensuring follow-up is being done. Pierce Transit is also using Track-It! **Brannin moved to approve the Intercity Technology Grant application in the amount of \$4,625. Jordan seconded the motion and the motion passed.**

Executive Director Evaluation Process

Shipman reminded everyone Christianson's contract expires at the end of the year, included in the packet is a memo and the governance policy on Executive Director Performance Evaluation. Shipman suggested creating a sub-committee to work on the Executive Director's job description, contract, goals and completing the evaluation process. EC members concurred and George volunteered to be on the committee. The committee will bring back information to the October EC meeting. Committee members are Brannin, Christianson, George, Hughes, and Shipman.

Executive Session

The Executive Committee went into Executive Session at 11:15 am to discuss two claims and to review the performance of a public employee for 30 minutes pursuant to RCW 42.30.110 (1) (i) to discuss with legal counsel representing the agency litigation in which a member acting in an official capacity is a party, when public knowledge regarding the discussion is likely to result in an adverse legal or financial consequence to the agency. 2. Or another permitted purpose for Executive Session pursuant to RCW 42.31.110 (1). The committee came out of Executive Session at 11:45 am. No action was taken.

Sub-Committee Reports

Governance Policy Committee (GPC)

Brannin said the GPC had met twice to review the feedback received from the Bylaws, which have been recommended to the Board for approval.

Board Development Committee (BDC)

George reported the BDC had met following the August EC, took the feedback received from the Supporting Member Governance Survey, and asked staff to pre-record materials to meet the visual learning preference. We selected topics for the Member Representative Meetings,

Risks and Opportunities Committee (R&OC)

Brannin said the R&OC met on September 10, reviewed the Technology Grant application from Intercity and recommended approval. The committee spent a lot of time looking at loss trends (high value incidents) and the Best Practices that could potentially mitigate the loss. The committee hopes to help Members improve their loss trend. We discussed emerging risks: stop location, boarding and alighting, and visibility with the barriers that are being placed. Scott Deutsch shared videos with the R&OC on how to mitigate glare on the barriers. [Click here](#) to view the video regarding barriers, and [here](#) to view the glare mitigation one. The committee also talked about what to do if an employee tests positive for COVID, and recognizing the stress COVID is having on everyone from burn out to just not being able to do things.

Coverage Review Committee

No report, next meeting October 26.

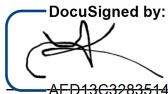
Recap and Adjournment

Shipman quickly recapped the meeting, roll call, accepted the agenda, approved the consent agenda, reviewed the work plan and need Board to adopt Strategic Plan, moved the Bylaws forward to the Board with revisions (one representative per agency on the EC), recommended Option 2 with a limit of 500,000 per occurrence \$2 million aggregate, the General Liability Coverage Document back to the Coverage Review Committee, Driver Record Monitoring Contract deferred until October, approved Intercity Transit's Technology Grant application, appointed a sub-committee to work on the Executive Director's evaluation, contract, and goals, held an Executive Session to discuss two claims and performance of a public

employee, and sub-committees reported out.

Heston moved to adjourn the meeting at 11:56 am. George seconded the motion and the motion passed.

Submitted this 22nd day of October 2020.

Approved:  DocuSigned by:
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Jesse Kinney, Secretary