



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  
 April 28, 2022  
 WSTIP Office & Zoom

Executive Committee Members Present	Staff Present
Jesse Kinney, President, Valley Transit Scott Deutsch, Vice President, C-Tran Geri Beardsley, Secretary, Community Transit Monique Liard, Large Member Rep, Spokane Transit Joe Macdonald, Medium Member Rep, Skagit Transit Paul Shinnars, At-Large Member Rep, Kitsap Transit Danette Rogers, Past President, Pierce Transit Suzanne Coit, Treasurer, Intercity Transit.	Cedric Adams, Claims Manager Matthew Branson, Deputy Director Anna Broadhead, Board Relations Tracey Christianson, Executive Director Brandy Clark, Administrative Assistant Rick Hughes, General Counsel Laura Juell, Training and Risk Coordinator Joanne Kerrigan, Member Services Manager Karey Thornton, Accounting and Payroll Specialist
Board Members Present	
Jenny George, Asotin County PTBA Jeff Lubeck, Ben Franklin Transit Ken Mehin, Grays Harbor Transit Staci Jordan, Island Transit Nicole Gauthier, Jefferson Transit Miranda Nash, Jefferson Transit Justin Brockwell, Link Transit	Shawn Larson, Link Transit Amy Asher, Mason Transit Authority Pattie Goedker, Pacific Transit Karen Thesing, Pierce Transit Elizabeth Halili, RiverCities Transit Jim Seeks, RiverCities Transit
Executive Session ONLY Guests Present	
Jim McDonald, JG McDonald & Associates; Elizabeth Abbott & Robert Novasky (attorneys), Fosberg & Umlauf, P.S.	

#### Call to Order

President Kinney called the meeting to order at 9:00 am welcoming everyone to the hybrid meeting. Verbal roll call took place. Christianson introduced new Board members (Gauthier and Nash). Branson explained how staff were testing two different camera/microphone setups during the meeting and asked that attendees provide feedback after the meeting. Kinney asked if there were any changes to the agenda, hearing no changes, he asked for a motion to accept the agenda. **Deutsch moved to approve the agenda. Macdonald seconded the motion and the motion passed.** Hughes explained significant changes to the Open Public Meetings Act (OPMA) in House Bill 1329 and suggested Members talk to their general counsels if they haven't already. You may notice there is now a public comment section on the Consent Agenda, Discussion Items, and Potential Action Items topic on the agenda now, that is one of the changes required under the updated OPMA. There was a brief discussion regarding HB 1329 regarding physical location of meetings, remote attendance, oral and written comments. MRSC also has helpful information on their website. Reach out to Hughes if you have questions.

#### Public Comment on Consent Agenda, Discussion, Potential Action Items

Kinney asked for public comment. No public comments were received.

## Consent Agenda

Minutes – March 24, 2022, March 2022 Vouchers and Electronic Payments totaling \$789,887.02

				Total
Claims Vouchers	Numbers:	93502149	- 93502202	\$ 302,962.09
Administrative Vouchers	Numbers:	93002058	- 93002080	\$ 277,841.83
Electronic Payments	Dates:	03/01/2022	- 03/31/2022	\$ 209,083.10
				\$ 789,887.02

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

## Discussion / Potential Action Items

### 2022 Executive Committee Work Plan

Christianson said the 2022 work plan had been updated, each month we add or remove things that have been completed. The Communicable Disease Claim has been withdrawn, working on Contract Liability, and the Executive Director Evaluation will happen later in the year. Technology Grant update has been completed, and we hope to wrap up the tribal rules next month. There were no questions regarding the Work Plan.

### Meeting Locations

Kinney explained the EC has been talking about moving away from meeting at the WSTIP office to try other locations close to or at the SeaTac airport. The EC is looking to host the August EC meeting at the SeaTac airport conference center, to see how it would work for the group and potentially host February and October 2023 there as well. Mehin asked if it was the city of SeaTac or the airport and if airplane noise would be an issue at SeaTac. Christianson clarified the SeaTac airport conference center, and she doesn't think airplane noise will be an issue. **Macdonald moved to adopt the meeting schedule as presented. Deutsch seconded the motion and the motion passed.** Seeks added that CTANW had previously held meetings at the SeaTac airport and there were no noise issues.

### Investment Committee (IC) Charter and Selection of Committee Chair

Branson explained the IC had met twice and prepared a charter for review and feedback. The Committee consists of Coit, Shinnars, Liard, Rogers, Asher, Mehin, Seeks, and Wagner. Christianson and Branson will provide support to the committee. The purpose statement in the Charter states: *The purpose of the Investment Committee (IC) is to establish investment strategy, review investment policy, and provide investment oversight (including security, liquidity, and compliance) for WSTIP's funds.* The EC members agreed the charter looked fine as presented and discussed the chair role of the IC. **Macdonald moved to accept the Investment Committee charter and appoint Suzanne Coit as the interim chair of the Committee. Deutsch seconded the motion and the motion passed.**

### Investment Committee Work Plan Feedback

Branson requested feedback on the four work plan items for the IC as provided in the EC packet. (1) *Review the Investment Policy (and addendum), to make recommended edits to the EC.* (2) *Meet with PwC to review risk tolerance and cash flow considerations and to gain a perspective of duration(s) and fund amounts WSTIP could comfortably utilize.* (3) *Review investment options from investment organizations that are governmental entities like the Thurston County Treasurers Office or the Office of the Washington State Treasurer (essentially organizations that have board governance, thinking this level of oversight might be more appealing to the WSTIP Members).* (4) *Identify topics/educational*

*opportunities to share with the Board to share what the IC is learning.* Deutsch suggested adding a #5 to survey the Board to see if the investment strategy is meeting the needs of the Board. Coit said the Pool and Thurston County Treasurers (TCT) Office have to follow the RCW's regarding investments.

Christianson said the IC will be meeting with outside consultants from time to time as we work through these topics. Branson said topics will come back to the EC/Board as appropriate. Staff are working with IC members to set dates for meetings through October. Kinney said it looks like an adequate work plan.

*The EC took a short break at 9:50 am and resumed the meeting at 10:00 am.*

#### WSTIP Treasurer

Christianson explained Coit announced she plans to retire in July, Coit has been the WSTIP Treasurer since April 2017, and prior to her the Treasurer was Ben Foreman 1999-2017. Branson and Christianson outlined three options:

*(Option 1) The EC could retain the status quo and start the recruitment for a new Treasurer in keeping with the RCW, Bylaws, and governance policy.*

*(Option 2) The EC could recommend changing the Treasurer to the County Treasurer. This may require changing the Bylaws and governance policy. Bylaw changes require State Risk Manager approval.*

*(Option 3) The EC could recommend changing the Treasurer to a WSTIP staff member. This may require changing the Bylaws and governance policy. Bylaw changes require State Risk Manager approval.*

The EC Members discussed the three options, pros and cons of appointing Staff as the Treasurer, potential Bylaw and policy revisions, how the EC/Board would even recruit a Treasurer, term limits on the Treasurer role, and the Deputy Treasurer role. After much discussion the EC asked Staff to put together documentation for Option 1, adding Staff as the Deputy Treasurer with defined responsibilities and Option 3 for the May meeting.

#### Executive Session

At 10:49 am, the Executive Committee went into a 20-minute Executive Session to discuss an upcoming trial with Defense Counsel; 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. To discuss performance of a public employee. The committee came out of Executive Session at 11:09 am. **Macdonald moved to authorize the Executive Director settlement authority in the Williams v. Kitsap Transit matter. Beardsley seconded the motion and the motion passed. Shinnors abstained from the vote. McDonald, Abbott, and Novasky left the meeting at 11:10 am.**

#### Staff Reports

##### Executive Staff Report

Christianson reported all Members who participate in Cyber had submitted their applications, we are waiting for information to come back from the underwriters. We have hired John Cushing who begins May 9, we hope he will be able to attend May and/or June EC meetings. WSTIP entered into two contracts, completed a one-on-one orientation meeting with new Board Member Chris Schuler from Pierce Transit, and has scheduled one-on-one visits with Gauthier and Nash from Jefferson Transit. Branson said the property schedule of values (SOV's) had been submitted to the broker and reminded attendees that vehicle SOV's were due back so that the Broker has a complete package for the July 1 renewal. Kerrigan reported presenting the Safety Star Award at Clallam, and visits are planned to Columbia County and Community to present their awards. Three Above and Beyond awards have been awarded with presentations scheduled, Iddings has been building relationships while doing site visits, and

work continues on updating four Best Practices. Adams gave an update on open and recently closed claims, subrogation, and open litigated claims.

#### Sub-Committee Reports

##### Governance Policy Committee (GPC)

No report, the committee will meet again in April.

##### Board Development Committee (BDC)

No report, the committee will meet again in May.

##### Risks and Opportunities Committee (ROC)

No report, the committee will meet again in June.

##### Coverage Review Committee (CRC)

Thesing reported the CRC met on April 20, they plan to submit the Public Officials Liability (POL) Coverage Document with minor changes to the EC in August for Board approval in September. The General Liability (GL) Coverage Document will be coming forward in May with changes regarding friends and family in agency and rental vehicles. Reviewing contract liability best practices and standards with sample insurance requirements for contracts will be provided on the WSTIP website once review has been completed. They also discussed feedback from the State Risk Manager regarding additional insured and certificates of insurance.

##### Investment Committee (IC)


Coit had no further comments as IC had been previously discussed.

#### Recap and Adjournment

Kinney recapped the meeting citing roll call, new Board member introductions took place, accepted the agenda, received an update on HB 1329, no public comments were received, approved the consent agenda, reviewed the work plan, re-adopted the meeting schedule to reflect the August EC meeting move to the SeaTac airport, approved IC charter and appointed Coit as interim Chair, reviewed the IC work plan, and discussed options for WSTIP Treasurer asking Staff to bring back more information. The EC held an Executive Session granting Staff specific settlement authority, Staff highlighted topics of importance in their Executive Staff Report and received reports from the sub-committees. There was a poll at the end of the meeting as to which camera/microphone set up attendees preferred. The Owl camera/microphone was preferred. Branson thanked attendees for the feedback.

***Kinney adjourned the meeting at 11:27 am.***

Submitted this 26th day of May 2022.

Approved:   
4070BE642543479  
Danette Rogers, Acting Secretary/Past President