



**Enduris
Board of Directors
Meeting Minutes**

February 18, 2021

To meet both the Open Public Meetings Act and COVID-19 social distancing requirement announced by Governor Inslee in Proclamation No. 20-28, the Board meeting was changed to an online video/telephone conference meeting via GoToMeeting. A link and access code were provided to those requesting to join the meeting.

Call to Order: Chair Patsy Martin called the meeting to order at 8:30 a.m.

ROLL CALL

Board Members Present: Patsy Martin, Chair; Vicki Carter, Vice-Chair; BiJay Adams, Secretary/Treasurer; Kim Bedier, Board Member; Noel Hardin, Board Member; Matt Schanz, Board Member; Jeri Sevier, Board Member; and Sheryl Brandt, Executive Director.

Others Present: Donna Watts, Port of Pasco; Jeff Griffin, WHA Insurance; Cheryl Duryea, Enduris General Counsel; Rafaela Ortiz, Enduris Chief Operating Officer; Joe Davis, Enduris Director of Risk Management and Member Relations; Susan Looker, Enduris Director of Claims; Kimberly Millikan, Enduris Director of Finance; Alric Balka, Enduris Information Systems Coordinator; and Joy Jelsing, Enduris Administrative Associate.

ADOPT AGENDA

Ms. Brandt made the following recommendations: 1) add Jeff Griffin from WHA Insurance, who will briefly address the Board; 2) add Open Public Meetings Act and Open Public Records Act trainings to the *Executive Director's Report* and 3) add Claim Payment Approval to *Discussion/Action Items*.

SCHANZ/SEVIER moved to adopt the revised agenda as recommended. Motion carried.

BOARD CONSENT AGENDA

Board Policy GC-2.6 states that the Board will use a Consent Agenda as a means to expedite the disposition of routine matters and to dispose of other items of business it chooses not to discuss. All administrative matters delegated to the Executive Director that are required to be approved by

the Board will be acted upon by the Board via the Consent Agenda. An item may be removed from the Consent Agenda upon approval by a majority of the Board.

Board Consent Agenda

- Board Workshop Minutes – November 18, 2020
- Board Meeting Minutes – November 19, 2020

CARTER/ADAMS moved to approve all items on the Board Consent Agenda. Motion carried.

JEFF GRIFFIN, WHA INSURANCE

Mr. Griffin briefly addressed the Board requesting Enduris to consider participating in efforts with other associations and pools in Washington State to present and advocate for a tort cap law, discretionary immunity, and statute of limitation in the State Legislature. Not having these laws is detrimental in protecting our public entities' members.

Mr. Griffin recommended that Enduris create a statewide special districts association for lobbying efforts on the above issues, training, etc.

BOARD CONSENT AGENDA (continued)

Executive Director Consent Agenda

- Expenses (November 2020, December 2020, January 2021)

SCHANZ/SEVIER moved to approve all items on the Executive Director Consent Agenda. Motion carried.

EXECUTIVE DIRECTOR REPORT

Board Policy OE-8 states that the Executive Director shall assure that the Board is fully and adequately informed about matters relating to Board work and significant organizational concern.

Tenant Improvement Update

Ms. Brandt reported that the bid process was successful with Meridian Construction as the lowest bidder. The cost of the bid was \$570,000, lower than expected; construction is underway and should be close to completion by the next Board meeting in May.

Pooling and Membership Updates

Ms. Brandt stated that she set up and met with executive directors from other Washington State pools to discuss bills before the legislature that may affect pooling. Some pools have lobbyists, and it might be an option to hire a lobbyist in the future.

Ms. Brandt informed the Board that the insurance hard market will continue into 2022. Enduris will again deal with a challenging reinsurance market.

Government Entities Mutual (GEM) Update

A recap of GEM's January Board Meeting was included in the Board packet. Ms. Ortiz and Ms. Brandt attended the virtual meeting.

Annual Report to the State Auditor's Office

Ms. Brandt noted that the draft of the Annual Report to the State Auditor's Office was provided to the Board in their packet. She recognized Ms. Millikan for her work on this comprehensive report. Ms. Brandt informed the Board that there is a change in how the State Auditor requires Enduris to report our investment in GEM. Enduris previously accounted for the Pool's investment in GEM using the cost method of accounting. Management had concluded that the equity method of accounting was not appropriate because Enduris did not have "significant influence" over GEM. However, because of the new SAO guidance, Enduris identified this accounting error and has corrected it in the Pool's financial statements.

Ms. Carter notified the Board of a new requirement from the State Auditor to report OPEB (Other Post Employment Benefit) as a liability.

Director's Summit

Ms. Brandt reported that the first Enduris Director's Summit was recently held involving the four directors and Mr. Balka. Some of the topics discussed were revisiting our Mission, Goal, and Values, as well as reviewing the challenges and successes experienced in the last policy year, work culture, and staff return to work at the office.

Public Risk Management Association (PRIMA) 2021 Annual Conference

Ms. Brandt noted that PRIMA's Annual Conference will be held June 13-16 in Milwaukee, WI. There is a possibility of the in-person conference changing to a virtual one. A schedule of conferences will be sent to the Board.

Open Government Trainings Act

Ms. Brandt reminded the Board that a refresher course is required at least every four years for the Open Public Meetings Act (OPMA) and Public Records Act (PRA) trainings. A link to the Washington State Office of Attorney General with all the information will be sent to the Board.

Forward Glance at Next Quarter

Instead of presenting the usual Executive Director quarterly report at this time, Ms. Brandt decided to move the financial section to *Discussion/Action Items* under "Financial Report and Financial Statements/SCIP Report" for future Board meetings.

Looking forward to the next quarter, Ms. Brandt indicated that Enduris will be focused on our member data collection for renewal, begin work on our budget for PY 2022, and completing our state financial audit.

EXECUTIVE SESSION

The Board entered into Executive Session at 9:10 a.m. for 40 minutes to review the status of open claims. Short break taken at end of Executive Session. The meeting reconvened in Open Session at 9:52 a.m.

DISCUSSION/ACTION ITEMS

Claim Payment Approval

Board Policy OE-6.10 states that the Executive Director may not settle any claim in excess of \$300,000 in indemnity per claimant without Board ratification.

Claim #120-158 has been settled and presented to the Board.

BEDIER/SCHANZ moved to ratify the indemnity payment of up to \$308,000.00 for Claim 120-158. Motion carried.

Financial Report and Financial Statements/SCIP Report

Board Policy OE-6 states that the Executive Director shall not cause or allow any financial activity or condition that materially deviates from the budget adopted by the Board; cause or allow any fiscal condition that is inconsistent with achieving the Board's *Goal* or meeting any *Operational Expectations* goals; or place the long-term financial health of the Pool in jeopardy.

The Board was provided with the financial reports for November and December 2020. Also provided was the performance investment report as of December 31, 2020 from the Spokane County Investment Pool. Ms. Brandt and Ms. Millikan presented the January 31, 2021 financial report.

SEVIER/BEDIER moved to approve the November 30, 2020, December 31, 2020, and the January 31, 2021 financial reports as presented. Motion carried.

ADAMS/SEVIER moved to accept the activity report from the SCIP fund as presented. Motion carried.

Board Counsel Succession Plan – Committee Report

Board Policy GC-3.13 states that the Board will contract independently with legal counsel to support the Board in its work.

Ms. Martin reported that we received four letters of interest for the Board's legal counsel position. The Board Committee will meet after this meeting to discuss the interview process. The Committee will then make a recommendation at the May meeting.

AGRiP Recertification and Board Resolution

Board Policy OE-1.2 states that the Executive Director shall assure that the organization meets the AGRiP and other recognition standards when possible.

Ms. Ortiz stated that the AGRiP Recognition for Enduris expires May 31, 2021. The Board received a rough draft of the application for review. A resolution from the Board is required to be submitted with the application.

SEVIER/SCHANZ moved to approve Enduris Resolution 20.01 seeking AGRiP recognition for 2021, 2022, and 2023. Motion carried.

DEBRIEF BY BOARD

Board Policy GC-2.4 states that as a means to assure continuous improvement, the Board regularly and systematically will monitor all policies, and will assess the quality of each meeting by debriefing the meeting following its conclusion.

The Board provided comments and an assessment of the meeting. They appreciated the clear and visually appealing financial presentation and gave kudos to Ms. Millikan. Mr. Hardin proposed that future Board meetings be held virtually when weather conditions are bad. Ms. Brandt suggested that February would be ideal for virtual meetings because of its short agenda. Ms. Martin mentioned that time be set aside at the May meeting to discuss the topics that Mr. Griffin spoke of earlier in the meeting.

ADJOURNMENT

Ms. Martin adjourned the Board meeting at 10:36 a.m.

HARDIN/SCHANZ moved to adjourn the meeting. Motion carried.



Patsy Martin, Chair

The Enduris Board meeting minutes are intended to be a reasonable summary of the Board's deliberations and action. The minutes are not a verbatim record of everything said at the meeting. The minutes include all actions taken by the Board.