

ASSOCIATION OF WASHINGTON CITIES

RMSA Board of Directors Meeting Minutes Wednesday, April 24, 2024 Cedarbrook Lodge and Online Meeting with Phone Access 10:00 am

Present:

Directors:

President Julie Struck, Mayor, South Bend

Vice President, Micki Harnois, Councilmember, Rockford, *departed at 12:30 pm*

Rob Putaansuu, Mayor, Port Orchard

Mike Reuter, Mayor, Kalama

Dee Roberts, Mayor, Raymond

Matthew Schuh, Councilmember, Bridgeport, *departed at 12:04 pm*

Stefany Smith, Mayor, Springdale

RMSA Operating Committee Vice Chair, Brenda Martinez, City Clerk/HR Manager, Black Diamond

Staff:

Deanna Dawson, CEO

Gene Emmans, CFO

Carol Wilmes, Director of Member Pooling Programs

Brian Parry, Director of Communications

Ashley Jones, Claims & Pre-Litigation Manager

Andrea Luper, Membership Supervisor

Henry Dietz, Risk Management Coordinator

Anthony Vasquez, Claims Coordinator

Shaylee Dipo, Membership Specialist

Betsy Hildreth, Recording Secretary

Shayla Nelson, Government Relations Assistant

Guests:

Charles H. "Skip" Houser III, RMSA General Counsel

Dave Westcott, GPA

Matt Shockley, PwC

Mike Day, Aon

Absent:

1. *Call to Order, Welcome, and Introductions*

1.1 Welcome, introductions, opening remarks

President Julie Struck called the meeting to order at 10 am. A quorum was established. Introductions followed.

1.2 Call for Public Comment

Pursuant to the Open Public Meetings Act RCW 42.30.240, the AWC RMSA Board of Directors invited public comment on the agenda items presented.

There was no public comment.

2. *CEO Report*

2.1 CEO Meeting Overview

Ms. Dawson gave an overview of the meeting and update members on recent association activities.

3. *Approval of Minutes*

3.1 December 6, 2023 Board Meeting Minutes

The Board reviewed the minutes of the December 6, 2023 meeting.

Motion:

Motion by Matthew Schuh to approve the December 6, 2023 AWC RMSA Board meeting minutes, second by Mike Reuter; motion carried with one abstention.

4. *Governance*

4.1 Nomination and Appointment of Board of Directors Vice President

In accordance with the By-Laws, Article 2, Section 7, the Board of Directors is to elect a new Vice President at the next meeting following vacancy to fulfill the remaining Vice President term. With the former RMSA Board of Directors Vice President Mayor Jose Trevino's departure from the City of Granger at the end of 2023, the Board was asked to nominate and appoint a new Vice President effective immediately.

Motion:

Motion by Dee Roberts to nominate Councilmember Micki Harnois to the position of Vice President, second by Rob Putaansuu. All were in favor. No other nominations were made; therefore, Councilmember Micki Harnois was elected Vice President effective immediately at this meeting.

4.2 Strategic Retreat Summary & Proposed Workplan

In July 2023, the RMSA Operating Committee and Board of Directors engaged in a strategic planning session for the 2024-2026 years.

Outcomes of the Strategic Planning Retreat included affirmation of the RMSA's mission statement and an update to the program's strategic goals. The Board was asked to review the 2024-2026 RMSA Strategic Workplan for adoption.

Motion:

Motion by Matthew Schuh to adopt the 2024-2026 RMSA Strategic Workplan, second by Micki Harnois; motion carried.

4.3 Bylaws Amendment re Board Elections

Staff provided background information on the motivation for the proposed amendment to the RMSA Bylaws regarding the Board of Director election process.

Motion:

Motion by Rob Putaansuu to direct staff to 1) revise the Bylaws as needed, 2) notify the membership and State Risk Manager by no later than May 27 of the proposed changes, and 3) provide a strikethrough version of the Bylaws to the Board at the June 20 meeting for formal approval, second by Dee Roberts; motion carried.

4.4 Resolution 2024-01 Travel Reimbursement Policy

Ms. Wilmes gave a brief overview of the recently adopted AWC Board of Directors Board and Committee Travel Policy, noting any future changes to the overall AWC travel policy will carry-over to RMSA Board and Operating Committee without a new RMSA resolution being adopted.

Motion:

Motion by Dee Roberts to approve AWC RMSA Resolution 2024-01 adopting the AWC Operating Policy 2024-01 Board and Committee Travel and Expense Reimbursement, second by Rob Putaansuu; motion carried.

4.5 Resolution 2024-02 Member Assessment Payment Plan Policy

Ms. Wilmes shared historical background on assessment payment policy and highlighted governance documents guiding member and RMSA obligations. Staff shared a proposed resolution to codify a members assessment payment policy.

Motion:

Motion by Matthew Schuh to approve AWC RMSA Resolution 2024-02 adopting Member Assessment Payment Plan Policy, second by Dee Roberts; motion carried.

4.6 Resolution 2024-03 Revising Target Fund Balance Policy

Ms. Wilmes reviewed the current Target Fund Balance Policy, and presented a proposed amended policy to allow greater latitude in the frequency of a full actuarial Capital Modeling Study.

Motion:

Motion by Mike Reuter to approve AWC RMSA Resolution 2024-03 terminating Resolution 2018-03 and revising the Target Fund Balance Policy, second by Rob Putaansuu; motion carried.

5. Financials

5.1 Quarter 4 2023 Financial Report

Mr. Emmans reviewed the 2023 unaudited fourth quarter report for the period ending December 31, 2023.

5.2 GPA Investment Portfolio Presentation

Dave Westcott of Government Portfolio Advisors (GPA) updated the Board on market conditions, RMSA's current investment portfolio, and 2024 investment strategies.

President Struck called for a recess at 12:04 pm. The meeting reconvened at 12:20 pm.

5.3 Annual Review of Investment Policy

In accordance with AWC RMSA's Investment Policy, the RMSA Board of Directors is to review the investment policy annually.

Staff and GPA had no recommended changes for 2024.

5.4 Year-End 2023 Actuarial Report

Matthew Shockley of PricewaterhouseCoopers (PwC) presented the actuarial review of the Pool's self-funded property and liability program.

6. *Membership*

6.1 Claims Report

Ms. Jones presented the claims report.

6.2 Loss Control Report

Mr. Dietz gave the loss control report.

6.3 Membership Report

Ms. Luper gave an update on the AWC RMSA membership services.

6.4 New Member Application - Upper Columbia Pool District

Ms. Luper reviewed the new member application from the Upper Columbia Pool District to join as an AWC RMSA member, effective May 1, 2024.

Motion:

Motion by Rob Putaansuu to approve the Upper Columbia Pool District as an RMSA member, effective May 1, 2024, second by Dee Roberts; motion carried.

7.1 Amicus Brief Update

Ms. Jones updated the Board on the planned participation in the Amicus Curiae brief in the matter of *Suarez v. State*.

8. *Other Business*

8.1 2024 Governance Meetings Schedule

The 2024 Board, Operating Committee, and Annual Meeting schedule was provided in the agenda packet.

8.2 2024 Board and Operating Committee Fiduciary Training Opportunities

Ms. Wilmes provided an overview of the 2024 fiduciary training opportunities available for the Board to attend.

8.3 Recognition of Advanced CML Achievement

Ms. Dawson recognized all RMSA Board members for having achieved their AWC Advanced Certificate of Municipal Leadership award.

9. *Executive Session*

9.1 Executive session pursuant to RCW 42.30.110(i)

Before entering into Executive Session President Struck asked that any of the individuals identified as participating in this Executive Session ensure that no other individuals were in their offices or on the line and if so, those individuals must now exit and leave the room/area. Anyone needing additional time

for others present to leave, were asked to speak up and advise further. Confirming only invited participants were on the call or in the room, President Struck moved to Executive Session.

President Struck adjourned to Executive Session to discuss current and potential litigation, per RCW 42.30.110(i), for a period of 20 minutes at 1:46 pm. President Struck announced the names of individuals remaining in executive session in addition to Board members: Skip Houser, AWC RMSA general counsel, Brenda Martinez, Operating Committee Chair; Deanna Dawson, AWC CEO; Gene Emmans, AWC CFO; Carol Wilmes, AWC Director of Member Pooling Programs; Ashley Jones, Claims and Pre-Litigation Manger; Betsy Hildreth, AWC Recording Secretary; and Shayla Nelson, Government Relations Assistant.

President Struck adjourned executive session at 2:06 pm and returned to open session. No members of the public were in the virtual or physical waiting room to rejoin the regular session.

No action was taken during executive session.

10. Adjournment

10.1 Adjourn

President Struck adjourned the meeting at 2:07 pm.

The foregoing minutes were approved by the Board of Directors on 6/20/2024.
Date

DocuSigned by:
Julie Struck
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President

ATTEST:

DocuSigned by:
Betsy Hildreth
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Recording Secretary