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**Washington Vaccine Association
Board of Directors Meeting
November 04, 2021; 2:00-4:00 p.m. (PST)**

I. Attendance. Due to COVID-19, this meeting was conducted solely by webinar. Participating in all or part of the meeting were the following individuals:

8 Directors

9 Chad Murphy, PharmD, Chair, Premera
10 Beth Harvey, MD, South Sound Pediatrics, Vice Chair
11 Patricia Auerbach, MD, MBA, FACP, Treasurer,
12 UnitedHealthcare
13 Ed Marcuse, MD, Emeritus Professor of
14 Pediatrics, University of Washington, Secretary
15 Helen Chea, MD, Molina Healthcare
16 John Dunn, MD, MPH, Kaiser Permanente
17 Cathy Falanga, Aetna Life Insurance Company
18 Lydia Bartholomew, MD, Aetna Life Insurance
19 Company
20 Jason A. Farber, Esq., Davis Wright Tremaine LLP
21 Michele Roberts, MPH, MCHES, Washington
22 Department of Health
23 Andrew Oliveira, MD, Regence Blue Shield

24 WVA

25 Julia G. Zell, MA., Esq., Executive Director
26
27 Helms & Company, Inc.
28 Patrick Miller, MPH, WVA, Administrative Director
29 Lisa White, MS, JD, Customer and Financial Support
30 Specialist
31 Leslie Walker, CPA, Mason+Rich, PA
32 Alyssa McKeon, Project Support Leader
33

34 Others

35 Anne Redman, Esq., Perkins Coie, LLP
36 Christopher Wright, Esq., Assistant Attorney General,
37 Washington State Attorney General's Office
38 Rick Hourigan, MD, MHA, Market Medical
39 Executive, PNW (Seattle), Cigna

40
41 **II. Summary of Actions Taken and/or Recommended**
42

43 Actions Taken (votes adopted)

- 44 i. To approve the minutes of the June 17, 2021, Board Meeting.
45 ii. To confirm Dr. Bartholomew as a Board Member whose term expires in 2024 pursuant to RCW 70.290.030
46 (3)(a).
47 iii. To confirm Dr. Oliveira as a Board Member whose term expires in 2024 pursuant to RCW 70.290.030 (3)(a).
48 iv. To reappoint Dr. Marcuse as a WVA Board member pursuant to RCW 70.290.030 (3)(f) whose term expires
49 in 2024.
50 v. To approve the 2021 WVA officer and committee chairs listed as presented to the Board at the meeting.
51 vi. To approve the individuals listed to serve on the WVA's Finance, Operations, and Vaccine Committee as
52 presented to the Board at the meeting.
53 vii. To ratify the action of the Finance Committee in adopting and authorizing publication of the 2020-21
54 Financial Statements and independent auditor's report.
55 viii. To approve the 2020-21 WVA Annual Report with the changes suggested at the meeting.
56 ix. To approve the 2022 WVA quarterly goals.
57 x. To authorize the retention of a Human Resources consultant with total costs not to exceed \$50,000.
58

59 **III. Minutes**
60

61 Welcome and Introductions

62 Mr. Murphy called the meeting to order at 2:03 p.m. Ms. Zell announced that the meeting would be recorded for the
63 benefit of the minute taker, to be deleted once the minutes are approved. Mr. Miller introduced community members
64 who were in attendance. Mr. Murphy previewed the agenda.
65

66 Consent Calendar

67 Mr. Murphy asked for a motion to approve the minutes. Upon motion duly made and seconded, it was unanimously
68

69 **VOTED: To approve the minutes of the June 17, 2021, Board Meeting.**
70

71 The Board welcomed Dr. Bartholomew (Aetna) and Dr. Oliveira (Regence) as new Board Members, for terms to
72 begin in January. Dr. Bartholomew and Dr. Oliveira briefly introduced themselves. A round of thanks was given to

73 Ms. Falanga for her long-time service to the Board and the organization. Ms. Falanga will remain on the Operations
74 Committee.
75

76 Mr. Murphy asked for a motion to approve Dr. Bartholomew and Dr. Oliveira as Board Members. Upon motion duly
77 made and seconded, it was unanimously
78

79 **VOTED: To confirm Dr. Bartholomew as a Board Member whose term expires in 2024**
80 **pursuant to RCW 70.290.030 (3)(a).**

81
82 **VOTED: To confirm Dr. Oliveira as a Board Member whose term expires in 2024 pursuant to**
83 **RCW 70.290.030 (3)(a).**
84

85 Mr. Murphy then moved to discuss the approval of WVA officers and committee members. Ms. Zell stated that the
86 current officers and committee members have agreed to continue in their current roles. Upon motion duly made and
87 seconded, it was unanimously
88

89 **VOTED: To reappoint Dr. Marcuse as a WVA Board member pursuant to RCW 70.290.030**
90 **(3)(f) whose term expires in 2024.**

91
92 **VOTED: To approve the 2021 WVA officer and committee chairs listed as presented to the**
93 **Board at the meeting.**
94

95 **VOTED: To approve the individuals listed to serve on the WVA's Finance, Operations, and**
96 **Vaccine Committee as presented to the Board at the meeting.**
97

98 Financial Update

99 Mr. Miller reviewed the WVA financials for the thirteen months-ended September 2021. For the last three months,
100 the WVA has seen the anticipated planned cash reduction. DOH actual remittances have been on target with DOH
101 projections in recent months, and revised projections are expected in November. vs. actual remittances have been
102 within a few percentages for the last few months. The October 2021 financials will be emailed to the Board mid-
103 month.
104

105 Ms. Zell provided an update on compliance efforts. Last year the WVA collected \$6.4 million in grid denial and grid
106 adherence issues. This year the WVA is on track to collect ~\$2 million, with much of it received from compliance
107 work with a single provider.
108

109 Dr. Auerbach provided a summary of the independent auditor's report. The audit was "clean" and no issues were
110 identified. She reported that the Finance Committee recommended at their last meeting that the Board adopt and
111 publish the 2020-2021 Financial Statements and independent auditor's report.
112

113 Mr. Murphy asked for a motion to approve. Upon motion duly made and seconded, it was unanimously
114

115 **VOTED: To ratify the action of the Finance Committee in adopting and authorizing**
116 **publication of the 2020-21 Financial Statements and independent auditor's report.**
117

118 Executive Director Update

119 Ms. Zell previewed the draft 2020-2021 Annual Report. A new diagram has been added and is intended to educate the
120 public on the funding that the WVA coordinates. Dr. Dunn expressed appreciation for the new diagram. Ms. Zell
121 thanked Ms. Jorgenson for her partnership in crafting the section that highlights the work of the Washington State
122 Department of Health. Dr. Harvey requested an edit to the name of her medical practice. Ms. Roberts requested an
123 edit to the name of her department.
124

125 Mr. Murphy asked for a motion to approve. Upon motion duly made and seconded, it was unanimously
126

127 **VOTED: To approve the 2020-21 WVA Annual Report with the changes suggested at the**
128 **meeting.**

129
130 Ms. Zell reviewed the 2022 WVA Corporate Governance Calendar. All invitations have been sent for these meetings,
131 and she encouraged any committee chairs or members to contact her with conflicts.

132
133 Ms. Zell reminded all Board members to complete and return the conflict of interest and code of ethics forms no later
134 than January 2022. They were previously sent out by Mr. Miller.

135
136 Ms. Zell reviewed the 2021 Q3 / Q4 goals. Governance was a focus of Q3, including ensuring responsibilities are
137 clear, Board policies are up to date, and Board Committee Charters are up to date. The WVA is on track to meet its
138 Q4 goals. Ms. Zell previewed the 2022 quarterly goals. A focus on provider compliance will be a focus of 2022.
139 Governance will also be a continued focus for 2022. Mr. Murphy provided context as to the governance focus. The
140 WVA Executive Committee sees an opportunity to engage with a human resource consultant to collaboratively
141 identify areas of improvement. The goal is to set up an infrastructure that will serve the WVA for years to come. There
142 is also the possibility for a Board Governance consultant in the latter half of 2022 or early 2023 after the human
143 resource consultant's work is completed.

144
145 Mr. Murphy asked for a motion to approve the 2022 WVA quarterly goals. Upon motion duly made and seconded, it
146 was unanimously

147
148 **VOTED: To approve the 2022 WVA quarterly goals.**

149
150 Governance & Human Resource Contractors

151 Ms. Zell thanked the Board for completing the Board Governance Survey. Ms. Zell reviewed the strength, weakness,
152 opportunity, and challenge themes that resulted from the survey. Based on those themes the WVA will be expanding
153 and updating the Board orientation materials, considering a Board mentor strategy, developing a Board member
154 success plan, planning a Board retreat, delineating Board and staff responsibilities, creating an Executive Director job
155 description, and providing a copy of the financial auditor's report to the full Board earlier in the process. Mr. Miller
156 previewed the data that drove the themes and recommendations. Dr. Marcuse expressed his appreciation for the work
157 Ms. Zell is leading. Mr. Murphy noted there is an opportunity to better engage the whole Board and their deep skills
158 and knowledge.

159
160 The Board discussed the retention of a human resource consultant. Ms. Zell noted that an human resource consultant
161 was not in the current budget. Dr. Auerbach suggested that the Finance Committee approve engagement once bids
162 have been received. Mr. Murphy suggested a \$50,000 cap and for the Finance Committee to work through the budget.
163 Ms. Roberts expressed appreciation for the focus.

164
165 Mr. Murphy asked for a motion to authorize retention of a Human Resources consultant with total costs not to exceed
166 \$50,000. Upon motion duly made and seconded, it was unanimously

167
168 **VOTED: To authorize the retention of a Human Resources consultant with total costs not**
169 **to exceed \$50,000.**

170
171 Vaccine Committee Update

172 Dr. Dunn provided an overview of today's Vaccine Committee meeting. The meeting had two main topics: updating
173 the committee charter and discussing vaccine uptake. Mr. Murphy asked about the implications of the COVID-19
174 vaccine no longer being paid for by the Federal Government. Mr. Miller shared that the WVA has started the
175 operational work of preparing for the COVID-19 vaccine entering the assessment grid. Ms. Zell shared that preparing
176 for the COVID-19 vaccine entering the assessment grid is a stretch goal for the WVA.

177
178 Department of Health Update

179 Ms. Roberts delivered the Department of Health (DOH) update. COVID case rates, hospitalizations, and deaths are
180 trending down, although the rates are still the highest they have been throughout the pandemic. Pediatric vaccination
181 for COVID-19 will be available at a variety of locations in the coming weeks. The initial focus will be on mass
182 vaccination before transitioning to primary care as the main mode of vaccination. In eleven months, the state has
183 distributed 10 million doses of the COVID-19 vaccine.

184

185 The DOH has only distributed 40% of what was purchased for the flu vaccination program. The window for vaccine
186 selection and provider choice has just closed. A new vaccine training program for providers and provider staff will be
187 launching soon. Staffing shortage and turnover have led to a need for consistent support and training. Dr. Harvey
188 expressed her appreciation for the DOH's investment in provider training.

189
190 Dr. Chea asked if the flu vaccine distribution was lower than previous years. Ms. Roberts and Dr. Dunn did not know
191 the exact numbers but did confirm it was lower. Ms. Roberts confirmed there was less demand. Dr. Marcuse shared
192 that the distribution is usually at 50% at this time of year. Dr. Harvey wondered if staffing shortages and time
193 constraints were leading to less flu vaccination. Dr. Dunn shared a reflection from the Vaccine Committee meeting
194 that fewer family members are coming in together, leading to fewer flu vaccinations being provided.

195
196 **IV. Executive Session.** The Board moved to Executive Session at 3:23 p.m. Confidential.

197
198 **V. Closing.**

199
200 With no further business before the Committee, Mr. Murphy closed the meeting at 4:47 p.m.