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**Washington Vaccine Association
Board of Directors Meeting
November 6, 2025; 1:00-4:00 p.m. (PT)**

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I. Attendance. This meeting was conducted both in-person and virtually. Participating in all or part of the meeting were the following individuals:

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Directors

John Dunn, MPH, MD, Kaiser Permanente, *Chair*

Beth Harvey, MD, South Sound Pediatrics,

Vice Chair

Ed Marcuse, MD, MPH, FPIDS, University

of Washington, *Secretary*

Steven Caplow, Esq., DWT LLP, *Treasurer*

Helen Chea, MD, Molina

Kara Manley, United Healthcare

Chad Murphy, PharmD, Premera

Michele Roberts, MPH, MCHES, Washington

Department of Health

Nicole Saint Clair, MD, Regence BlueShield

Hema Sivasubramanian, MD, Aetna

WVA

Julia Zell, MA., Esq., Executive Director

Cheri Cagle, Stakeholder Liaison

Kerrie Walker, Deputy Manager

WVA Counsel

Kiran Griffith, Esq., Stoel Rives LLC

Anne Redman, Esq., Perkins Coie

Helms & Company, Inc.

Ashley Ithal, MPH, WVA, Project Director

Patrick Miller, MPH, WVA, Administrative Director

Terri Perkins, Senior Client Support Specialist

Leslie Walker, CPA, Mason & Rich, PA

Others

Rick Hourigan, MD, MHA, FAAFP, Cigna

Janel Jorgenson, Washington Department of Health,

Vaccine Management Section Manager

Katie Kolan, Leonard and Kolan

Lelach Rave, MD, FAAP, WCAAP

Jamilia Sherls, Washington Department of Health,

Director of Office of Immunizations

Sherri Zorn, MD, WCAAP

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II. Summary of Actions Taken and/or Recommended

Actions Taken (votes adopted)

i. To approve the minutes of the July 24, 2025, Board Meeting.

ii. To approve the 2026 WVA officers and committee chairs as presented to the Board at the meeting.

iii. To approve the individuals listed to serve on the WVA's Finance, Operations, and Vaccine Committees for calendar year 2026 as presented to the Board at the meeting.

iv. To ratify adoption and publication of 2024-25 Audited Financial Statements & Independent Auditor's Report.

Executive Session:

i. To approve the minutes of the Special Purpose Board Meeting minutes June 5, 2025.

ii. To approve the minutes of the Special Purpose Board Meeting minutes September 18, 2025.

iii. To approve and publish 2024-25 Annual Report.

iv. To approve the resolutions recommended by legal counsel as presented to the Board.

III. Minutes

Welcome and Introductions

Dr. Dunn called the meeting to order at 1:02 p.m. Ms. Zell provided the notice of recording for the purposes of the meeting minutes. She stated that the recording will be deleted once the meeting minutes are approved. Ronald Coffman was removed from the meeting after failing to self-identify and registering for the meeting as an outside participant.

Actions Taken

Dr. Dunn asked for a motion to approve the minutes. Upon motion duly made and seconded, it was unanimously

VOTED: To approve the minutes of the July 24, 2025 Board Meeting.

78 **To approve the 2026 WVA officers and committee chairs as presented to the Board**
79 **at the meeting. Those in favor of approving the slate did so with the understanding that**
80 **those listed as an officer or committee chair would abstain from voting on their position**
81 **and/or committee appointment.**

82
83 **To approve the individuals listed to serve on the WVA’s Finance, Operations, and**
84 **Vaccine Committees for calendar year 2026 as presented to the Board at the meeting.**

85
86 **To ratify adoption and publication of 2024-2025 Audited Financial Statements &**
87 **Independent Auditor’s Report.**

88
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90 **IV. Financial Updates**

91 Ms. Walker presented the unaudited financial statements through September 30, 2025. She reported that WVA’s cash
92 balance is increasing as dosage-based assessment (DBA) payments are received and noted administrative expenses
93 remain under budget and below previous year levels. Ms. Zell noted the cash balance increase is due to the Department
94 of Health (DOH) permitting deferred payments of up to \$8 million, with the monthly transfer requests now occurring
95 twice a month. Mr. Miller noted, beginning in December, accumulated cash will be applied toward DOH repayments
96 of the deferred \$8 million at a rate of \$2 million per month.

97
98 Ms. Walker noted the assessment grid increase implemented July 1, 2025 is positively impacting cash on hand
99 compared to the previous year at this time. Dr. Marcuse requested clarification on the use of the term “provider waste”
100 on line item #6 on page 11 and suggested revising the terminology for accuracy. Ms. Zell agreed to follow-up on the
101 item.

102
103 Mr. Murphy inquired if DOH payment deferrals would be an annual arrangement. Ms. Roberts clarified that while
104 twice-monthly payments are at DOH’s discretion, broader deferral decisions rest with the state budget office. She
105 noted that while this is the second time WVA and DOH have utilized a deferred payment arrangement, the intention
106 is to not make it an annual occurrence though it is an option if the fiscal situation requires the intervention measure.
107 Ms. Walker added that future projections do not rely on deferrals, assuming progress continues with the Vaccine
108 Assessment Loss (VAL) project.

109
110 **Finance Committee Report:** Mr. Caplow provided an update on the 2024-2025 audit. He reported that no concerns
111 were identified in the audit, and it was deemed a “clean audit”. The Committee recommended the Audited Financials
112 and Independent Auditor’s Report for ratification and adoption. Dr. Dunn asked for a motion to ratify the publication
113 of the 2024-2025 audit. Upon motion duly made and seconded, it was unanimously

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115 **VOTED: To ratify adoption and publication of 2024-2025 Audited Financial Statements &**
116 **Independent Auditor’s Report.**

117 **V. Public Comments**

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119 Dr. Dunn invited members of the public to speak if they had comments. No public comments were made.

120
121 **VI. Executive Session - Confidential.**

122
123 Executive Session began at 1:34 p.m. PT. Ms. Zell requested permission for WVA, Helms & company, Inc. (Helms),
124 DOH attendees, Ms. Kolan, Dr. Rave, and Dr. Zorn to remain for the executive session to report on various topics.
125 The request was approved by the Chair.

126
127 Action Taken:

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129 Dr. Dunn asked for a motion to approve the Special Purpose Meeting minutes from June 5, 2025. Upon motion duly
130 made and seconded, with Ms. Roberts abstaining, it was unanimously

131
132 **VOTED: To approve the June 5, 2025 Special Purpose Meeting Minutes.**
133

134 Dr. Dunn asked for a motion to approve the Special Purpose Meeting minutes from September 18, 2025.
135 Upon motion duly made and seconded, it was unanimously

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137 **VOTED: To approve the September 18, 2025 Special Purpose Meeting Minutes.**

138

139 **A. Vaccine Assessment Loss (VAL) Update**

140 Ms. Zell provided an update on the VAL project and introduced the key performance indicators (KPIs) intended to
141 measure and track the progress ongoing efforts. She and Mr. Miller reviewed the three active workstreams and their
142 objectives.

143

144 **Payer and Provider Workstream:**

145 Mr. Miller outlined payer-related VAL efforts, including Ms. Perkins' work to recover approximately \$1.5M of
146 DBA funds. Ms. Zell noted that since 2021, Helms has helped reduce unrecovered DBAs from 11% to below 6%
147 today. Four percent is the stretch goal she and Mr. Miller have discussed. Mr. Miller noted recent provider DBA-
148 submission compliance audits and reverification processes have included outreach to 290 practices, with 133
149 verified as compliant and ten referred to DOH for follow-up. Ms. Zell further explained how proactive provider
150 engagement has been launched to address billing errors and reduce payer issues/denials. Discussion followed on
151 the cadence of reverification with Ms. Cagle confirming that it would be ideal to have site-level reviews occur
152 annually or biennially, aligned with provider visits from the DOH, to ensure DBA compliance across the provider
153 population.

154

155 **Supply Chain Workstream:**

156

157 Ms. Zell reviewed efforts to reduce vaccine waste and returns through improved ordering practices and
158 management of vaccine inventory. She highlighted the goal to lower waste and returns to 5% by encouraging
159 providers to order less, but more often and to "right size" overall inventory in offices. Dr. Zorn highlighted the
160 need to increase provider awareness that returns represent a financial loss, while Mr. Miller noted that based upon
161 DOH data, approximately 70% of vaccine returns result from product expiration.

162

163 **B. WCAAP Partnership:**

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165 Ms. Zell noted the development of an unprecedented and collaborative relationship with the Washington Chapter of
166 the American Academy of Pediatrics (WCAAP) during a critical period for the universal Childhood Vaccine Program
167 (CVP). She emphasized the fragility of the current system and the need to strengthen stability and provider confidence
168 through joint efforts with WCAAP. Before proceeding, Dr. Marcuse requested a comparative analysis of
169 Washington's universal vaccine system with New Hampshire's, including data on loss, waste, and returns. The Board
170 formally requested that Helms prepare a summary of comparative data and New Hampshire's restitution policy and
171 outcomes for review at the January meeting. Ms. Jorgenson stated that she will share additional restitution policy data
172 collected from other universal vaccine states to support this work.

173

174 Dr. Rave, the Executive Director of WCAAP, introduced WCAAP's partnership with WVA and DOH to strengthen
175 vaccine access and provider engagement. Dr. Rave explained that as an organization representing over 1,100 members,
176 over the past few months WCAAP has convened regular meetings with WVA and DOH to address operational
177 challenges, align messaging, and advance shared goals, including a new WVA-funded quality improvement project
178 focused on respiratory vaccines and awareness of Washington's universal CVP.

179

180 Dr. Harvey reported on the WCAAP's collaborative efforts to prevent vaccine waste through provider education,
181 inventory transfers, and coordination with DOH. She noted significant progress in reducing financial risk through
182 transfers. Ms. Zell noted these efforts has seen \$2.5 million in potential vaccine loss eliminated and the remaining risk
183 reduced to \$1.8 million from \$4.3 million at the start of the respiratory season.

184

185 Dr. Zorn presented the Vaccine Management Improvement Project, a joint WCAAP-WVA-DOH initiative to improve
186 ordering practices, mitigate short expiration cycles, and strengthen provider training. Dr. Zorn emphasized provider
187 education and team-wide engagement to ensure consistent vaccine management. Ms. Zell shared that a pilot would
188 run through the fiscal year totaling \$200,000 in WVA funding, with supplemental support from WCAAP. Dr. Rave
189 stated that she just learned there will be some matching funds to supplement the WVA's investment. Ms. Zell invited

190 the DOH to provide an update on their portion of the collaboration. Ms. Sherls and Ms. Jorgenson discussed efforts
191 to sustain this work through standardized education, data-driven projections, and improved transfer systems. They
192 reported over 500 successful vaccine transfers this season, totaling more than 5,000 doses, and reaffirmed their
193 commitment to preventing a recurrence of last year’s excess inventory challenges through the joint work of the three
194 organizations.

195

196 **C. Annual Report:**

197 Dr. Dunn asked for a motion to approve and publish the 2024-25 Annual Report. Upon motion duly made and
198 seconded, it was unanimously

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200 **VOTED: To approve and publish the 2024-25 Annual Report as presented to the Board at the**
201 **meeting.**

202

203 **D. Legislative Update:**

204 Ms. Roberts reported that the proposed legislation is currently under review by the Governor’s Office, where it has
205 been identified as a top priority. The team continues to gather feedback on the draft language, with final revisions due
206 by mid-December. Ms. Roberts further explained that efforts are underway to secure legislative sponsors and build
207 support among elected officials. Ms. Roberts and Ms. Kolan discussed strategies to advance the bill without triggering
208 fiscal concerns, and Ms. Kolan noted ongoing work to refine vaccine purchasing language for DOH consideration.
209 Ms. Zell emphasized the importance of these purchasing provisions to WVA operations, and Ms. Roberts confirmed
210 the DOH is open to collaboration on operating procedures to ensure confidence in the purchasing process if the
211 language is not explicitly specific in the final draft of the legislation.

212

213 **E. WVA/DOH MOUs**

214 Ms. Roberts, Ms. Sherls, and Ms. Jorgenson recused themselves from this portion of the meeting due to their role with
215 the Department of Health (DOH).

216

217 Ms. Redman presented proposed resolutions to continue payments to the DOH, noting they represent an extension of
218 the current payment agreement and remain contingent upon ongoing data sharing under the WVA-DOH data sharing
219 agreements (DSA). Ms. Zell recommended proceeding with the resolutions in lieu of pursuing a new MOU, citing
220 irreconcilable differences and unnecessary legal costs. She noted that the DOH requested the payments be extended
221 beyond the proposed resolution timeline to align with the DOH biennium through June 2027. Dr. Marcuse expressed
222 concern about the proposed extended term length, suggesting a shorter extension to ensure accountability and
223 continued positive collaboration. Ms. Redman agreed, recommending that payments be extended through calendar
224 year 2026 rather than the full biennium.

225

226 Mr. Murphy sought clarification on Resolution 2 and the proposed 3% inflation adjustment. Ms. Redman confirmed
227 this reflects a standard cost-of-living increase to the existing monthly payment amount for CY 2026. The resolutions,
228 as written, would authorize payments through December 31, 2026, contingent on DOH data sharing and support. The
229 Board discussed the potential value of an audit or audit-style report to verify the appropriate use of funds and reinforce
230 WVA’s fiduciary oversight during this period.

231

232 Dr. Dunn asked for a motion to approve resolutions presented by counsel. Upon motion duly made and seconded, with
233 Ms. Roberts abstaining due to her recusal from the discussion, it was unanimously

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235 **VOTED: To Approve Resolutions Recommended by Legal Counsel as presented to the Board.**

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237 **E. Compensation Committee**

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239 Mr. Miller, Dr. Zorn, Dr. Rave, and Ms. Kolan were excused from this discussion item. Ms. Allen and Ms. Parker
240 joined the executive session to present recommendations for establishing a Compensation Committee and a
241 performance evaluation process for the Executive Director. They explained that the committee would serve as an
242 independent body to oversee executive compensation, ensuring alignment with organizational goals and maintaining
243 fairness, compliance, and competitiveness. OneDigital recommended a three-member structure composed of
244 independent directors, including one with HR or compensation experience and a knowledgeable chairperson. Ms.
245 Parker presented a draft committee charter for review.

246
247 Ms. Parker advised next steps include selecting committee members, appointing a chair, approving the charter and
248 related board resolution, after which OneDigital will develop the performance management tool. Discussion followed
249 regarding the potential formation of a short-term task force to advance the foundational work given current board
250 capacity. Ms. Allen offered to serve as the HR expert for the committee, and Dr. Marcuse suggested that Ms. Roberts,
251 Mr. Murphy, and Dr. Dunn coordinate next steps through the end of the year.
252

253 **VI. Closing**

254 In closing, Dr. Dunn directed board members to review the 2026 Meeting Calendar and provided a reminder to
255 complete the Code of Ethics and Conflict of Interest forms by January 31, 2025. With no further business before the
256 Board, Dr. Dunn closed the meeting at 4:04 p.m.
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