



**Mission: We work from the heart to unite caring people to tackle our community's toughest challenges.**

## AGENDA

TIME	TOPIC	WHO	DESIRED OUTCOME
4:00pm	<b>Opening Remarks</b> <ul style="list-style-type: none"> <li>• Call to Order/Welcome</li> <li>• Approval of Minutes from October 2014</li> </ul>	Jamey McCormick Board Chair	<b>Approval of Minutes</b>
4:05pm	<b>President's Report</b>	Dona Ponepinto President and CEO	<b>Information</b>
4:15pm	<b>Board Thank You Calls</b>	Sean Armentrout VP, Corporate Relations	<b>Information</b>
4:20pm	<b>Finance</b> <ul style="list-style-type: none"> <li>• 2015 Budget</li> <li>• Funded Agency Review Process</li> <li>• Parking Lot - LOI</li> </ul>	Jennifer Nino  Pete Grignon CFO	<b>Information/ Discussion/ Action</b>
5:10pm	<b>Governance Committee</b> <ul style="list-style-type: none"> <li>• New Board Members Recommendation               <ul style="list-style-type: none"> <li>○ Richard Rocks – Boeing</li> <li>○ Linda Proett - Regence</li> </ul> </li> </ul>	Linda Nguyen Vice-chair  Dona Ponepinto CEO	<b>Action</b>
5:20pm	Altruist Partners	Derek Birnie Altruist Partner	<b>Information/ Discussion</b>
5:30pm	<b>Adjournment / Reception</b>	Jamey McCormick	

United Way of Pierce County  
Board of Directors

Jamey McCormick, Presiding  
Minutes

October 24, 2014  
7:30 – 9am

Boys & Girls Clubs of South Puget Sound  
3875 S. 66th St. E, Tacoma

Elizabeth Bailey	Gerald Denman	Jamey McCormick	Kent Roberts	Debi Young
Silvia Barajas	Amy Eveskcige	Rick Meeder	Brenda Rogers	
Bill Berry	David Graybill	<del>Marilyn Mullenax E</del>	Patty Rose	
Tonya Burnett	Tim Holmes	Linda Nguyen	Carla Santorno	
<del>Sebrana Chambers</del>	Rod Koon	Jennifer Nino	Kristen Sawin	
JoAnne Coy	Matt Levi	Dirk Rabdau	Jeffrey Vernor	

**UWPC Staff:** Dona Ponepinto, Pete Grignon, Sean Armentrout, Jay Thomas, Heidi Hansen  
**Guest:** Helen Myrick, Mark Starnes

#### Call to Order/Welcome

Jamey called the meeting to order at 7:30am

#### Approve Minutes from September 26, 2014 M/S/C

#### Mission Moment -2-1-1

Jamey introduced Mark Starnes, CEO of the Boys and Girls Club of South Puget Sound. Mark gave a report regarding the Boys and Girls Club activities. He thanked UWPC for all our support and the Board for coming to his agency for this meeting.

#### President's Report

- Altruist Partners – Has been working hard interviewing Board and staff. Working with the RD and Impact team on our business plan. A business plan draft should be done at the end of November.
- **Labor relationship** – Dona and Pete met with Patty to talk about UWPCs support of the Labor Community Services work. UWPC has supported Labor since 1941, and had established MOUs and consistently funded them over the years. Originally the Labor Liaison was housed at UW and then several years ago the position moved out of our offices. During the last funding cycle they were told that they needed to apply through the investment cycle to be considered for funding. They did not get funded. Labor should not be mixed in with the funding process. Labor has always been a strong supporter of UWPC. A new MOU is being worked on and we will allocate \$20,000 from the operations budget, we have money. This will be added as a line item for future years.
- **Employees Community fund of Boeing Puget Sound** – This year we will get \$564,354, down about \$150K from last year. We will need to come up with strategies to close that gap. We will need the board to get us there.
- **Budget Process** - Management has been working on the 2015 Budget. For 2014 we budgeted for a \$600K deficit and heading into 2015 will be close to a break even budget due to significant cost savings and not replacing staff.
- **Foundation News** – Dona is meeting with the Bezos Foundation and the Gates Foundation in the coming weeks.
- **State Farm** – Dona and Sean will be meeting with Carolyn Lee who is one of the Sr. Vice Presidents. They do not do campaigns, everything they do is electronic.

- **Can Do – Dream Team** – A clipboard was passed around with name of influential people and asked the Board to let us if they could help us connect with them or if they had any names to add to the list.
- **GIK** - We are going over \$1M for the seventh year in a row! Phyllis is doing a great job.
- **Day of Caring** - We got some of our green walls painted with the UW colors, it looks great and we want to do more.
- **UWPC internal Campaign** – 100% participation, fewer staff but more money, \$30,000. Eight leadership and one Tocqueville donors.
- **LE Celebration** – Will be held on December 3<sup>rd</sup> at the point Defiance Pagoda. Please save the date and an invite will be sent out soon.
- **Organizational Alignment** – Staff have completed their work plans. This will help to see what training and additional staff is needed.

### Finance Update

Collections on pledges in the door are 73.20%, which is within the normal range. Departmental Expenditures are under by \$268,000. Salary and benefit line items are real savings of \$190,000 and estimating other real savings of \$30,000. The endowment is approaching \$3.5M compared to \$2.9M last year.

One of our HVAC compressors broke, it will cost approximately \$55,000 to replace. This may affect our payment to the Boys and Girls Clubs Hope Center in 2015.

#### Updates:

The City's proposal for UWPC to relocate to Hilltop, is not an option at this time. We may still look at selling the parking lot. **This information is confidential and should not be shared.**

Key Person Life Insurance - \$250,000 coverage (\$412 annual) The Finance Committee approved this insurance on Dona. **M/S/C**

### 2015 Advocacy Agenda Update

Patty Rose presented the draft UWPC 2015 Advocacy Agenda, as prepared by the Advocacy Committee. The agenda has the same issues as last year, with a few refinements.

#### 1. Ensure a Strong Start for Kids

Ask: Continued investments in quality early learning programs are necessary particularly in increased access to ECEAP, quality child care/Early Achievers, home visiting, and expansion of WaKIDS.

#### 2. Ensure Early Grade Success

Ask: Implement breakfast after the bell for high poverty K-12 schools in Washington State.

#### 3. Build Strong Families/Basic Needs and Supportive Services

Ask: Continued investment for WIN 2-1-1.

Ask: Sustain and possibly increase the State Housing Trust Fund; Housing and Essential Services (HEN) funding; and Temporary Assistance for Needy Families (TANF).

#### 4. Capital Improvement

Ask: \$350,000 capital budget request via Representative Jake Fey to help pay the costs of the build out of the first urban children's park in Tacoma.

After discussion, a motion was made to approve the "Legislative Agenda". **M/S/C**

## Governance Committee

Linda presented the draft bylaws that the Governance Committee has worked on over the past year – this includes some significant changes. The Executive Committee approved the recommended changes at their meeting last week. Copies of both the draft and current approved bylaws were sent out earlier for review. Linda reviewed the key changes, and then opened the meeting up to questions. After discussion and a few minor edits the Board voted on the bylaws. **M/S/C**

- **Article II** – Our Mission statements have been added.
- **Article IV, Section 3** – minimum of 40% of elected Board member shall constitute a quorum.
- **Article V, Section 1** – Board size shall be no less than 20 and no more than 30 members.
- **Article V, Section 3** – Board member serve a 3-year term with the possibility of extending service to a second 3-year term. No Board member may serve more than 6 consecutive years unless he/she is in a leadership position as a member of the Executive Committee. Board members may be invited to come back on the board after a 1 year absence at the end of their 6 consecutive years on the Board. Also, board members that term out could be asked to come back after a year off the board. For this transition current board members, who have already served 6 consecutive years or more will be grandfathered in and will be able to serve an additional 3-year term. **(Not to be listed in the bylaws, this a temporary situation)**
- **Article, VI, Section 2** – both the Board Chair and Vice-Chair may serve 2- year terms. The Secretary and Treasurer shall serve 1-year terms.
- **Article VII, Section 1** – The Executive Committee shall consist of the Officers, immediate past chair of the Board and additional members as nominated by the Chair, not to exceed 10 members.
- **Article VII, Section 1-7** – Standing committees shall be: Executive, Governance and Finance. Key committees are: Campaign Cabinet, Community Impact Cabinet (formerly Community Solutions Fund), and the Marketing Committee. Other committees are noted on a separate document (Committee Structure) that will become part of the board policies.
- **Article VII, Section 1** – the Executive Committee shall meet no less than 4 times yearly.
- **Article VIII, Section 1** – Surety Bonds. This section will be researched to assure we are in compliance and that this is a required section.
- **Article VIII, Section 3** – Seal. This section shall be removed, we do use or have a corporate seal.

Additional documents reviewed:

- Position Description and Responsibilities for members of the Board of Directors
  - All agreed the changes to this document are much better
- Committee Structure
  - Personnel committee does not need to be in the bylaws as a standing committee.

The Governance and Executive Committees recommended that the Board move to bi-monthly meetings beginning January 2015. The Executive Committee shall continue to meet on a monthly basis. There was discussion on changing to bi-monthly Board meeting and extending them to two hours. It's even more important to attend all meetings. We may have to experiment with the agenda and time. The Board will have to stay informed and come to meeting prepared. Committee work becomes very important.

## Board Goals Update

Jamey briefly reviewed the updated Board Goals and asked the Board to review them and they will discuss again at a later meeting.

## **Grow Revenue**

**Ensure that UWPC meets the 2015 campaign goal to raise an additional \$1M**

- Every Board member is a Leadership donor
- All Board members participate in at least Call to Action activities ( minimum 5 per year)
  - Thank you calls
  - New business outreach
  - Speak at events
  - CEO calls
  - Cultivate new business
  - Identify candidates for Emerging Philanthropist Program/Women's Leadership

## **Grow Individual Engagement and Participation**

**Increase Participation and feedback**

- Board attendance - 75%
- Committee membership – 100%
- Related event participation – 4
- Financial contribution – 100%
- 100% of Board complete an annual assessment
- Participate in opportunities to educate and advocate on behalf children and families

**All board members create individual plans for engagement**

- Action plans and benchmarks created

## **Build and Cultivate Relationships**

- 100% Board representation at events (at least a representative)
- 100% of Board attends UWPC community events (beyond affinity groups)
- Board members facilitation / support affinity groups within their company
- Host an event
  - Leadership
  - Lunch and learn for WLC/EPP
- Provide 3-5 personal contacts

## **Announcements**

November: No Board meeting due to Thanksgiving. Executive meeting will be held on the 19<sup>th</sup>.

December: No Executive meeting, the Board meeting (Budget Session) will be held in the afternoon with a holiday reception immediately following, location to be determined.

Meeting was adjourned at 9:00am. Interested members had a tour of the Boys and Girls Club.

## Board Meeting Evaluation Oct 24, 2014

### 1. Did this meeting deal with substantive issues of strategic importance to our Board?

Yes - 11

No - 0

#### What topics, issues or questions are on your mind coming out of this meeting?

\*Personally, I am eager to expand my involvement with the committees. I feel fewer board meetings makes it imperative to have great involvement in the actual nuts-and-bolts work.

\*After touring the Boys and Girls club, I inquired about the teen program and if they have career counseling. I was told they do, and would welcome a presentation on apprenticeship opportunities in the building and construction trades industry. I have already received a follow up email from them to plan next steps.

\*Good changes for board engagement bi-monthly board meetings.

\*The announcement of a \$150K decrease in donations from Boeing ECF is significant. Beyond the question of "how do we make up the difference" are questions about UWPC's relationship with this major employer and its employees - and what is driving the (annual?) reduction in United Way support.

### 2. Did the advance materials provide the information you needed to make informed decisions?

Yes - 11

No - 0

\*Always better to get the material in advance.

\*I appreciate being sent the changes to the by-laws in advance. I read them with interest.

### 3. Was ample time allowed for discussion and deliberation of each agenda item?

Yes - 8

No - 3

\*I am glad we moved the President's report nearer the beginning of the agenda rather than the last thing on the agenda.

\*I really like when Donna has time to share with us her vision and next steps. At this meeting she was given the time to do that.

\*I'm concerned that the board approved the Advocacy Agenda without substantive "discussion and deliberation" of all of the issues presented here - and without understanding/validating the process that produced it. Advocacy (especially in the legislative arena) is a slippery slope that needs more than a cursory review at the board level.

\*I always feel that we rush through certain segments.

### 4. Overall, did this meeting use your time and talents wisely?

Yes - 11

No - 0

\*I participated in the tour of the Boys and Girls Club. I have a much better understanding of their program (and now feel better about the huge financial investment we make each year).

\*I like the concept of meeting on-site at an agency partner and hearing directly how UWPC support is critical to their mission/program growth.

\*I liked the fact we met at the Boys and Girls Club.

### 5. What would you like to learn more about prior to the next Board meeting?

\*It's budget time!

\*When the schedule comes out for bi-monthly meetings.

\*Budget and revenue projections for 2015, how staff will support our move to bimonthly board meetings.

\*An update from Altruist Partners.

\*I am comfortable with the information we received.

\*Campaign results; best practices for successful campaigns.

\*2015 operating budget. Campaign update. Staff alignment. DRAFT business plan (and assumptions that informed it) from Altruist Partners.

\*How I can be of greater use to the Board and to the UWPC in general.

## **Board Goals (Revised)**

### **GROW REVENUE**

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### **BUILD AND CULTIVATE RELATIONSHIPS**

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## Board Meeting Attendance

Board of Directors	5/30/14	6/26/14	Cancelled	8/22/14	9/26/14	10/24/14	Cancelled	12/11/14	1/30/15	3/27/15	attendance
Elizabeth Bailey	1	1		1		1					
Silvia Barajas	1				1						
Bill Berry					1	1		Y			
Tonya Burnett	1	1			1	1					
Sebrena Chambers	1	1			1						
Jo Anne Coy	1	1		1	1	1		Y			
Gerald Denman	1			1	1	1		Y			
Amy Eveskcige	1			1		1		Y			
David Graybill	1	1		1	1	1		Y			
Tim Holmes						1					
Rod Koon	1	1			1	1		Y			
Matt Levi				1	1	1		Y			
Jamey McCormick	1	1		1	1	1		Y			
Rick Meeder	1			1	1	1		Y			
Marilyn Mullenax	1			1	1	E		Y			
Linda Nguyen	1	1		1	1	1		Y			
Jennifer Nino	1	1		1	1	1		Y			
Dirk Rabdau		1		1	1	1		Y			
Kent Roberts	1			1	1	1					
Brenda Rogers	1			1		1		Y			
Patty Rose	1	1			1	1					
Carla Santorno	1	1				1					
Kristen Sawin	1			1		1		?			
Jeffrey Vernor	1			1		1		E			
Debi Young	1			1		1					
<b>Total meeting Attendance</b>	<b>21</b>	<b>12</b>		<b>17</b>	<b>17</b>	<b>22</b>					



**HOLLANDER INVESTMENTS, INC.**  
PROPERTY DEVELOPMENT  
119 N. COMMERCIAL ST., STE 165  
BELLINGHAM, WA 98225  
360 647-1916

**Letter of Intent (LOI) to Purchase Real Estate**

Site: Vacant land currently improved with surface parking lot located adjacent to the South end of the building containing the United Way office at 1501 Pacific Ave. at the Southeast corner of Pacific Ave. and 15<sup>th</sup> St. in downtown Tacoma, WA.

Date: November 11, 2014

Seller: United Way of Pierce County

Buyer: Hollander Investments, Inc. Mark and Mike Hollander owners

Hollander is the owner developer of the Courtyard by Marriott at the Southwest corner of Pacific Ave. and 15<sup>th</sup> St., and will be proposing a possible development plan for the United Way parking lot. This parking lot currently has approximately 70 parking stalls that serve the adjacent United Way office building.

Hollander will propose to enter into an exclusive negotiating agreement to purchase this parking lot. The purpose in creating this LOI is to demonstrate to Hilton Worldwide the beginning of a relationship between Hollander and the United Way of Pierce County. The LOI is intended to be shared with Hilton Worldwide but not made public. Hollander owns a vacant parcel 2 blocks to the East and owns a franchise to develop and manage a Hilton Garden Inn on that site. Hollander would propose to Hilton Worldwide to move the Hilton Garden Inn development to the United Way site.

A site control document is required to move forward with construction. This signed LOI will show a willingness by both buyer and seller to agree to purchase terms within the next six months.

Hollander proposes to pay market value for the site. The value analysis would include any special needs of the United Way. One of the most significant concerns is parking availability for the United Way office; who has indicated a daytime supply goal of at least 50 and possibly 100 parking stalls. Hollander is proposing to create structured parking on the site and will also be negotiating for additional parking supply control on sites surrounding the United Way and Hollander sites to provide enough balanced night and daytime parking supply to accommodate existing and proposed demand.

This LOI is not binding and does not represent a contract to purchase or sell the property listed above. This LOI demonstrates the desire of the two parties to enter into a Purchase and Sale agreement in the next 180 days.

Agreed:

\_\_\_\_\_  
Buyer: Mark A. Hollander, President

\_\_\_\_\_  
Seller: \_\_\_\_\_ Title \_\_\_\_\_

## Rich Rocks

Richard Rocks was born in Chewelah, Washington and grew up in Spokane. Upon graduation from Gonzaga University he entered the US Army. Initially serving as an armor officer, he spent the majority of his career as a logistics officer. After serving and living in El Paso, Pullman and West Point he and his family spent three years in Germany, living in Karlsruhe and Moenchengladbach. Upon his return to the US he served at Fort Leavenworth, KS; Fort Lewis, Uijongbou, Korea and finally his last assignment was as Chief Logistics Officer, I Corps, Fort Lewis. Upon retirement Rich served in a variety of senior leadership positions in the heavy truck and heavy equipment businesses before joining Boeing in 2000. At Boeing Rich's responsibilities include innovation and management of a broad and varied R&D portfolio.

Rich holds BS and MS degrees in Chemistry, an MA in Management and is a graduate of the US Army Command and General Staff College.

Rich has 3 grown children and 7 grandchildren who are the source of tremendous joy in his life. He is extraordinarily happily married to DR. Theresa Madden and they reside in Olympia.

Rich lived in Pierce County for over 24 years, spending time in Tacoma, Puyallup and Spanaway.

Rich has volunteered with the YWCA Women's shelter in Tacoma, with Boy Scouts and Cub Scouts in Puyallup and was a Civil Service Commissioner for the City of Puyallup.

When not working Rich and Theresa are avid boaters. They just returned from 10 days of sailing off the Dalmatian Coast of Croatia on a 40 foot catamaran.

# Linda S. Proett

25746 174th Pl SE, Covington, WA 98042 • 509-954-6134  
lindaproett@gmail.com

## Experience

Cambia Health Solutions: Regence BlueShield and Asuris Northwest Health | Tacoma, WA

### **Director, Provider Relations 2013 – present**

- Regularly meets with key providers and directs activities such as provider education, communication, and problem resolution in order to build and maintain strong long-term relationships with provider partners.
- Leads multi-state approach to provider relations and provides input to the development of Regence-wide and local network and reimbursement strategies, products, and services, incorporating feedback from providers, data related to operations, and health care delivery trends.
- Ensures Provider Relations teams are well informed and visible in the market in order to support the development of strong partnerships with all types of Regence providers including physicians, physician groups, hospitals, integrated delivery system, etc.
- Directs and oversees provider relations activities including answering provider questions and resolving issues.
- Directs and oversees provider communications and education to assure that provider offices are educated in plan administrative policies and procedures and new or changing products.
- Collaborates with leaders across the organization as needed to implement strategies, resolve issues and improve processes and services.
- Manages the Provider Consulting and Provider Representative teams including hiring, performance management, development and retention. Regularly communicates organizational objectives and team goals. Monitors results and metrics to ensure individual and team deliverables are met.
- Provides support (within and outside the organization) when the Vice President of Network Management is unavailable.
- Manage staff of 27.

Group Health | Seattle, WA

### **Director, Provider Services and Communications 2009 –2013**

- Direct enterprise Provider Services and Provider Communications teams to maintain Group Health and KPS Health Plans provider relationships with 1,200+ primary care providers, 9,000+ specialty providers and 50+ hospitals, supporting over 2,500 provider contracts.
- Participate in the development of strategy and policy. Work with other Group Health leaders to ensure servicing activities are supported and aligned. Represent provider interests and servicing issues on GH teams and projects.
- Lead Provider Services to meet organizational performance objectives, including development and implementation of a performance and quality improvement program for contracted community providers, supporting organizational strategic goals.
- Lead Provider Communications in implementing communications standards and processes to support communications via the web, direct mail and email.
- Drive the development and monitoring of standard work and measurement systems for provider services and communications, including the development of standard relationship management tools and solutions.
- Collaborate cross functionally: to design the reporting capabilities for contracted providers, development of analytic requirements for reporting, and design web functional requirements.
- Manage staff of 30.

### **Interim Director, Credentialing 2011 – 2012**

- Directed enterprise credentialing and privileging functions to ensure National Committee for Quality Assurance (NCQA), Det Norske Veritas (DNV), and AAAHC requirements were met.
- Planned, implemented, and managed activities, standard processes, procedures and measures for credentialing and privileging systems.
- Represented Group Health to external accrediting agencies and regulators concerning credentialing policies and practices.
- Ensure delegation audits occur within regulatory timelines, accreditation guidelines and industry standards.
- Managed staff of 17.

#### **Lean Consultant, Leader on Loan Program 2007 – 2009**

- Selected as one of six GHC organizational leaders for the Leader on Loan Program to be trained as a Lean process improvement consultant.
- Learned and applied foundational Lean principles, including Value Stream Mapping, 5S Project Implementation, Consulting Skills, and Management Standard Work.
- Assessed, planned and facilitated Lean process improvement events, including Pre-Service and Provider Outreach activities.

#### **Manager, Provider Services 1996 - 2007**

- Planned and directed the activities of Provider Services in the Eastern Washington and North Idaho District (Spokane, Whitman, Kootenai and Latah counties) for provider relationships supporting over 2,300 providers at over 600 sites in the Group Health managed care, point-of-service and PPO networks.
- Developed and implemented efficient business systems, processes and procedures, as well as standards and measurements for local Provider Services.
- Applied knowledge of and analyzed healthcare systems to develop opportunities for improving the efficiency and effectiveness of service and care of patients.
- Managed budget planning and execution for department.

#### **Corporate Provider Services Coordinator 1995 - 1996**

- Planned and executed organization-wide projects.
- Analyzed and reported data for Provider Services originated products.
- Coordinated activities and communications to ensure consistent representation.
- Published the Provider Administrative Manual and Provider Directories.

#### **Administrative Assistant 1993 - 1995**

- Provided administrative support to the director of and departments under Insurance and Provider Services: Claims, Referral & Benefits, Provider Services, and Provider Contracting.
- Special projects research, development, and evaluation.
- Managed office operations.

#### **Education**

Whitworth University, Spokane, WA

***B.A. Organizational Management*** 2008

Lean Supply Chain Management Seminar – 2007

Lean Facilitator Training - 2007

Customer Focused Management Training – 2006-2007

Advanced Leadership Intensive – 2006