



workforce
SOUTHWEST WASHINGTON

WSW Joint Executive Board/Finance Committee Meeting Minutes
January 19, 2022
3:00 p.m.
Zoom Conference Call, WSW

Executive Board Members Present: Chair Paige Spratt, Councilor Karen Bowerman, Renny Christopher, Ralph Clark, A.D. Simmons, John Vanderkin, and Ted Sprague.

Executive Board/Finance Committee Members with Excused Absences: Ilona Kerby

Guests Present: Jeremy Fogelquist and Cora Thordarson from Johnson, Stone & Pagano, P.S.

Staff Members Present: CEO Miriam Halliday, Amy Gimlin, Barri Horner, Denise Elliott, and Traci Williams.

WELCOME:

Chair Paige Spratt opened the meeting at 3:05 p.m. and welcomed everyone in attendance.

APPROVALS:

Having reached quorum, Chair Spratt entertained a motion to approve the Consent Agenda, consisting of the Executive Board minutes held on December 15, 2021, and the Policy Memo; which included the 2011 Stevens Amendment Requirements Policy #2011.

Renny Christopher moved to approve the Consent Agenda as presented, second by Karen Bowerman. Motion carried.

AUDIT:

Cora Kenworthy and Jeremy Fogelquist of Johnson, Stone & Pagano, P.S. (JSP) joined the meeting to present the findings from their recent fiscal audit of WSW held last November. Chief Financial Officer Barri Horner provided additional information to the members.

Ms. Kenworthy and Mr. Fogelquist reported that JSP performed the Uniform Guidance Single Audit, which focuses on compliance related to the use of federal funds. A clean audit resulted, with no negative findings with the design and/or performance of WSW's fiscal procedures.

Ms. Kenworthy and Mr. Fogelquist reported that WSW's financial statement audit, as a whole is an unmodified, clean opinion; the internal controls for financial statements and the internal controls and compliance for the federal awards were all clean and unmodified, qualifying the organization as a low-risk auditee. Questions were invited and addressed by Mr. Fogelquist, Ms. Kenworthy and Ms. Horner.

John Vanderkin moved to approve the audit draft in its current form as presented and forward to the full board at the upcoming March Board meeting, second by Karen Bowerman. Motion carried.

Changes to the Audit Report are possible, pending the results of the Employment Security Department's monitoring of WSW WIOA funds. If any changes are made to the audit report, the report will need to be brought before the Executive Board for re-review and approval.

Treasurer Christopher has appointed Bob Gustainis to serve on the Finance Committee.

GOVERNANCE REPORT OUT:

Governance Co-Chairs A.D. Simmons and Ralph Clark shared a brief update on existing board housekeeping. A.D. Simmons shared that Chair Spratt's 2-year term as Board Chair ends June 20, 2022 and recommended to the Executive Board for Chair Spratt be nominated to serve a second 2-year term in the Board Chair position.

Renny Christopher moved to nominate Paige Spratt to a second term as WSW's Board Chair as presented, second by A.D. Simmons. Motion carried.

A.D. Simmons and Ralph Clark also shared that there are two vacant Executive board seats and are recommending Darcy Altizer with Matrix Roofing and Monte Constable with DSHS to be nominated to fill those two open executive board seats. Questions were answered and addressed by CEO Halliday and Governance Co-Chairs Simmons and Clark.

Ralph Clark moved to appoint Darcy Altizer and Monte Constable to the Executive Committee effective immediately, second by John Vanderkin. Motion carried.

Also shared were the current Board of Directors terms ending June 2022. Traci will be sending out a survey on behalf of the Governance committee towards the end of January with responses due mid-February. This will inform any final board recruitment that will be needed leading into the June 2022 Board of Directors meeting. Members will be brought forth to the Executive board meeting in March or April for approval moving into the June 2022 Board meeting.

Governance will also be extending an invite to two or more people to join the committee. Governance will be creating a Sponsorship protocol and plan for all Board of Directors (including the Executive board) that will kick off for all incoming Board of Director members in April. Traci and Miriam are working on revising the WSW Board of Directors Application to be available via the web which will allow WSW to keep track of/have available the responses over the years for board members.

BYLAW REVIEW + REVISION:

Chair Spratt gave a brief outline for the bylaw review and revision to fit and align with how WSW operates. Chair Spratt formed a subcommittee for Bylaw review and asked for volunteers. A.D. Simmons, Renny Christopher, John Vanderkin, Amy Gimlin, Miriam Halliday, and Traci Williams volunteered. As next steps, CEO Halliday will send out a survey of availability to get meetings setup and scheduled. Questions were answered and addressed by Chair Spratt and Ms. Halliday.

NEW BUSINESS / OTHER ITEMS

Councilor Bowerman mentioned that on February 15th Clark County will be having their final public hearing on buildable lands model and then will be submitted to the state after it gets approval. If you know any future employers that are interested in developing in the county it would be great for them to get a look at and attend the public hearing.

ADJOURNMENT:

With nothing further for the good of the order, Chair Spratt entertained a motion to adjourn the meeting at 4:00 p.m.

Renny Christopher moved to adjourn the meeting at 4:00 p.m.