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**Regular Meeting of the Board of Directors**

**Thursday, November 15th, 2018 - 9:30 am PST**

**Offices of Van Ness Feldman PC**

**719 2nd Avenue, Suite 1150**

**Seattle, WA 98104**

**Conference call number: 1-563-999-2090 Access code: 755212#**

**MINUTES**

Board Members Present:

Gregg Chason, Funai Corp. Inc.

Brandon Seegmiller, HP

Ken Lowe, VIZIO

Madeline Smith, LG

Eric Gilbert, Acer America

Mark Dabek, RE-PC

Chris Kaasmann, Samsung

Kristyn Rankin, Apple

Chipper Hervieux, Dept. of Ecology

Radi Simeonova, Department of Commerce – WA State

Also Present Were:

John Friedrick, Executive Director, WMMFA

Scott Barker, 3R Technology

Board Members Absent:

Mary Jacques, Lenovo

Beth Johnson, Dell

Dan Phillips, 4th Dimension Computers and Technology

1. **Call to order – *Brandon Seegmiller***

The meeting was called to order by Brandon Seegmiller at 9:33 am.

1. **Approve minutes of the: September 20, 2018 regular meeting of the Board (Board vote) – *Brandon Seegmiller***

Brandon asked all those board members in attendance if they had a chance to review the minutes. He then asked for any corrections or additions to the minutes from those that were present at the September meeting. There were no comments or suggestions for edit or changes. On a motion by Kristyn Rankin seconded by Gregg Chason the minutes of the September 20th regular meeting of the board were approved unanimously as the final minutes.

1. **Report on year to date 2018 operational and financial results - discussion – *John Friedrick***
2. Pounds by CEP totals
3. Financial reports
4. Cost and volume trends
5. Unpaid past due manufacturer’s invoices to date

The director provided a summarized review of the financial statements that were provided to all. The director gave the percentage declines by CEP within the program and noted that CRT TV had seen the greatest decline in collected pounds 2017 to 2018of approximately 19%. Director Friedrick explained the increases by functional area in costs and stated the current cost per pound for the total program stood at $.31 per lb. YTD. There was a brief discussion of 2017 costs vs. 2018 and the balance of the reserve account to date. Director Friedrick said that he thought 2018 would close at or near budget with reserves at approximately the correct level for the 1st quarter of 2019.

1. **2019 Q1 proposed budget with annual projections (Board vote) Volume and Budget Projections– *John Friedrick***

The director presented an annual budget and explained that he was only requesting approval for the 1st quarter’s budget at this time. Projected volume and cost per pound were presented along with line item budgets for legal, accounting, office, and payroll expenses. After presentation of some of the details for Q1 2019 and estimates for annual 2019 on a motion by Gregg Chason seconded by Eric Gilbert the Q1 2019 budget was approved as presented.

1. **Discussion of legal counsel for 2019 (Board vote) *John Friedrick and Board Members***

The Executive Director gave a brief history of the WMMFA’s experience with and performance of Van Ness Feldman since the plan began 10 years ago. Director Friedrick explained that in addition to the excellent performance of Van Ness Feldman the body of cumulative knowledge, legal policy research, and experience with environmental matters pertaining to the WMMFA it would be difficult to replace VNF without incurring additional expense. After a brief discussion about the Authority’s legal history, on a motion by Mark Dabek, seconded by Gregg Chason, Van Ness Feldman was approved as legal counsel for the WMMFA for 2019.

1. **Discussion of accounting firm(s) and type of audit/review for 2018 financial statements (Board vote)**

***John Friedrick to present options for Board discussion and vote***

Director Friedrick presented a summary, and history, of the Audit and review options. After a brief discussion of the cost, and, pros and cons of each option on a motion by Gregg Chason, seconded by Kristyn Rankin, the board voted unanimously on the option of *a State Accountability Audit* in conjunction with a *Statement Compilation* conducted by Moss Adams LLP for 2018 results and statements.

1. **WMMFA Management KPI performance to date 2018– *John Friedrick***

A KPI (Key Performance Indicators) schedule with benchmark performance markers with a self-evaluation of the Executive Director was provided to the board. The director explained how the KPI’s were formulated over time. The KPI analysis, as explained by Friedrick, was provided as a tool to help the board evaluate the performance of their executive director and the organization in general.

8. **WMMFA elected from within Board positions – nominees (Board vote on nominees at January 2019**

**meeting) discussion *TBD based on nominees available***

The Executive Director advised the board of the current nominees for officer positions of the WMMFA to

be voted on at the first meeting in January 2019. The director advised that if any of the board members

wanted to be considered as an additional nominee for any of these positions they could let Gregg Chason

(chairperson) or John Friedrick (Executive Director) know prior to the January 17th 2019 regular meeting

of the board. (continued on next page)

Position                               Nominee

Chairperson                       Gregg Chason – Funai Corp, Inc.

                       Vice Chairperson              Beth Johnson – Dell

                        Secretary           Brandon Seegmiller – HP

                        Treasurer                            Mary Jacques - Lenovo

             Member at Large              Kristin Rankin – Apple

Matters to discuss at future meetings:

Legislative Review

Government Satisfaction Surveys - update

Impact on the WMMFA of ECS Refining bankruptcy

Adjourn meeting