

**Twin Falls Health Initiatives Trust
Board Meeting 11/20/08**

Location: Twin Falls County Service Center, Twin Falls

Present: Curtis Eaton, Jamie Kelley-Kinyon, Robert Valentine, Tom Mikesell, Patty Kleinkopf, Jay Dodds, Terry McCurdy, Rene LeBlanc, Monica Castaneda-Kessel and Janet Holcomb

Absent: none

Staff: Misti Lockie

Guests: Nate Poppino - Times-News, Debbie Kaufman – Twin Falls County Treasurer, Rob Atkins – Wells Fargo

Mr. Eaton called the open meeting to order at 4:45 pm.

Roll call was performed and a quorum was declared.

Mr. Eaton opened the meeting by welcoming the new members of the Board: Terry McCurdy, Jay Dodds and Rene LeBlanc and stated that the Board was very happy to have them all involved.

Mr. Eaton welcomed the guests to the meeting: Debbie Kaufman, the Twin Falls County Treasurer and Rob Atkins, from Wells Fargo. These individuals were in attendance in order to discuss the transfer of funds into a new TFHIT account at the State Pool Fund because the entities they represent will be involved in the transaction.

FINANCE COMMITTEE

Mr. Valentine discussed the transfer of funds into a specific TFHIT account at the state pool, and presented reference materials on the subject to the Board. He covered the transfer procedure.

Mr. Eaton presented letters from each entity (Wells Fargo, Twin Falls County Treasurer, and the BOCC) regarding the transfer.

Ms. Kaufman and Mr. Atkins then discussed the process and their roles. Ms. Kaufman stated that:

- Initially, she would need to receive an official letter of notification requesting the transfer
- She would then set a date for transfer, 5 days out, through an online system
- The money would be transferred the night of the date set

- Once money is received, an e-transfer would place funds into HIT Wells Fargo account

Mr. Atkins stated:

- Paperwork and signatures can be prepared in advance, and once funds are in HIT Wells Fargo account, that money can then be wired to the new HIT State Pool account but it must occur before 10 am

Ms. Kaufman and Mr. Atkins then discussed some examples of how this process has occurred before for other entities. Ms. Kaufman stated that there will be an amount of interest left over in the account the next month, and that she would issue these funds to HIT in the form of a check.

Mr. Mikesell made a motion that the HIT open a new account at the State Pool. Mr. McCurdy seconded the motion. All were in favor, the motion carried.

Mr. Mikesell made a motion that the HIT open a new account at Wells Fargo for the purpose of the transfer. Mr. LeBlanc seconded the motion. All were in favor, the motion carried.

Mr. Mikesell made a motion to allow the Executive Committee authorization to transfer the funds from the Wells Fargo account to the new State Pool account for investment purposes. Mr. Dodds seconded the motion. All were in favor, the motion carried.

Mr. Eaton pointed out that the Executive Committee consists of Mr. Eaton: President, Mr. Valentine: Treasurer, and Ms. Castaneda-Kessel: Secretary. They would be handling the signatory process of this transfer. He also stated that this process would result in the HIT having its own account with the state pool. He asked if any other Board members would like to be involved. There were none.

Mr. Eaton asked Mr. Atkins and Ms. Kaufman what other items they might need to make this transfer occur. Mr. Atkins stated he would need a letter from the Board stating these motions, a copy of the By Laws, and signatory authority from the Executive Committee.

Timeframe for the transfer was discussed. It was suggested that the Executive Committee work it out, and report back to the Board on status at next meeting.

Mr. Valentine then distributed financials for the months of September and October that were prepared by Kate Coiner. He also distributed recent accounts payable. These items have been approved by Finance Committee but need full Board approval. Mr. Valentine moved that accounts payable be approved. Ms. Kleinkopf seconded the motion. All were in favor, the motion carried.

Mr. Mikesell moved that financials be approved for September and October. Mr. LeBlanc seconded the motion. All were in favor, the motion carried.

The next agenda item was to review minutes from previous meeting of October 16, 2008. Ms. Lockie presented the minutes and the Board reviewed them. Mr. Mikesell moved that minutes be accepted as written. Ms. Kelley-Kinyon seconded the motion. All were in favor, the motion carried.

GRANTS REVIEW PROCESS

Mr. Robertson was in attendance to assist the Board in their interpretation of the procedures when there is a possible conflict of interest on certain grants. He explained the process in detail, using Article 19 of the TFHIT By Laws. He noted that all Board members have signed conflict of interest and acknowledgment statements. These should be renewed each January. The key concepts of conflict of interest are represented and outlined in Article 19 of the By Laws.

- Conflict of interest may apply to any interested person who has a direct or indirect financial interest, compensation interest, or potential ownership or investment interest.
- It is up to the Board member to declare any conflict or potential conflict.
- The Board can determine, after declaration, if a real conflict is present and how to deal with it.

Mr. Robertson stated that correct procedure for conflict is as follows:

- If a Board member has a conflict of interest with a grant application, they should acknowledge their conflict abstain from discussion and vote of that grant. It would be best to physically leave the room.

Mr. McCurdy asked for clarification on conflict of interest if he provides business products to some of the grant applicants. Mr. Robertson stated that according to Article 19, unless the grant application asked for money specifically for those products, then there would be no conflict.

The Board members then each declared the numbers of the grants with which they might each have a conflict:

- Mr. Mikesell: 15, 18 and 12
- Ms. Holcomb: none
- Mr. McCurdy: 6 and 19
- Ms. Kelley-Kinyon: 21
- Mr. Valentine: 21
- Mr. Dodds: none
- Ms. Kleinkopf: 6 and 9
- Mr. LeBlanc: 10
- Mr. Eaton: 1 and 12
- Ms. Castaneda-Kessel: not present

The Board discussed the feasibility of how this would occur, and how to deal with the option of voting on a block or group of grants. Abstaining from that vote would be

difficult. The Board continued discussion on how to proceed with the review process and funding based on all information available.

Following in-depth discussion, Ms. Kleinkopf suggested that Board members each review all grants, rank them, and provide this information to Ms. Lockie. She will compile these rankings, and then the Board can come back together as a group for final decisions.

The following procedure was developed:

- Each Board member will read and review each grant application, except those with which they may have a conflict of interest as declared in the meeting 11/20/08.
- Taking into consideration the scores and comments provided by the Review Panel Readers and their own review of the grants, they will provide their own rank of each grant from 1–21, (1 being the best, 21 being the worst), except those with which they may have a conflict of interest as declared in the meeting 11/20/08.
- These rankings will be provided to Ms. Lockie no later than 5 pm on Monday, December 1, 2008.
- Ms. Lockie will compile the ranking information, and determine an average rank for each grant application. The average will be determined on the actual number of Board members who ranked each grant. *(For example: If grant #6 creates a conflict of interest for 2 Board members, then those Board members will not rank it, and the divisor for the average will be 8 instead of 10.)*
- The full Board will meet again on Tuesday, December 2, 2008 at 12 pm at the South Central Public Health District office located at 1020 Washington Street in Twin Falls.
- At that time, the final rankings will be reviewed. Board members will vote and awards will be made based on these final rankings and any final discussion at that time. Board members will abstain from discussion and voting on any grant that may have a conflict of interest.

It was noted that each Board member has been appointed to the TFHIT because of their knowledge and perspectives as a cross-section of the community. Their ranking is very important, and will be averaged with the ranking of the scorers to ensure inclusion of all reviews. Mr. Eaton stated that the Board expresses its great appreciation to the panel readers and the work they have completed.

The Board confirmed that the next meeting would be held on Tuesday December 2, 2008 at the South Central Public Health District office.

Board business was concluded at that time, and the meeting was adjourned at 7:45 pm.