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Executive Board:

Andy Cherullo, ***Chair***
City of Tacoma

Jan Hawn
City of Bellevue

Susy Haugen
City of Everett

Glen Lee
City of Seattle

Executive Board
March 24, 2014 Special Meeting Summary
Noon to 1 p.m.

1. Call to Order

The March 24 special meeting of the Washington Multi-City Business License and Tax Portal Agency (DBA FileLocal) was called to order at 12:00 PM and held at the Seattle Municipal Tower Conference Room 4070 in Seattle Washington.

Roll Call

Present: 4 - Andy Cherullo, Susy Haugen (telephonically), Jan Hawn, and Glen Lee. Absent: 0.

2. Agenda Approval

On a motion made by Jan Hawn, the board unanimously approved the March 24, 2014 FileLocal special meeting agenda.

3. Public Comment

There was no public comment.

4. Actions

Temporary Chair

On a motion made by Jan Hawn, the board unanimously approved the temporary appointment of Andy Cherullo as Chair of FileLocal.

Bylaws

The Board discussed the bylaws and the following changes were recommended:

- Section 4.4 – the reference to appointment to the Board by a legislative body were removed, 4.9 – section D was removed,
- 4.15 – the word ‘Member’ was capitalized, and
- 5.4 – the word ‘bonds’ was removed.

On a motion made by Glen Lee, the board unanimously adopted Resolution FL2014-01 establishing bylaws, as amended.

Election of Officers

On a motion made by Andy Cherullo, the board unanimously adopted Resolution FL2014-02 electing Andy Cherullo as Chair, Glen Lee as Vice Chair, Jan Hawn as Treasurer and Susy Haugen as Secretary of the FileLocal Executive Board for a one-year term commencing on March 24, 2014.

2014 Meeting Schedule

On a motion made by Andy Cherullo, the board unanimously adopted Resolution FL2014-03 establishing the place and times for regular meetings of the board.

Legal Counsel

On a motion made by Glen Lee, the board unanimously adopted Resolution FL2014-04 authorizing the chair to execute a letter of engagement for legal services.

Accounting Services

On a motion made by Jan Hawn, the board unanimously adopted Resolution FL2014-05 authorizing the chair to execute a letter of engagement for accounting services.

5. Discussion Items

Program Manager Report (Jamie Carnell)

Jamie Carnell reported that FileLocal is now officially registered with the Washington's Secretary of the State, and Washington's State Department of Revenue, and is in the process of obtaining a license to conduct business under the name of FileLocal.

All Board members are required to complete open meetings and public records training. The Kenyon Disend law firm, legal counsel for FileLocal, could deliver the training.

Washington Cities Insurance Authority (WCIA) will be FileLocal's insurance agency upon approval of a resolution to the Board in April. The Board will also need to assign a delegate and an alternate.

One of Kenyon Disend's first assignments will be to finalize the Loaned Staff Agreement, with an anticipated completion date in April or May.

Francis & Company will work on FileLocal's banking policies and practices.

April's meeting will include resolutions around emergency meetings, WCIA approval, public records inspections, transfer of portal vendor contract to the agency and a few others.

Jamie reported on project implementation indicating good progress on accounts, licensing and conditional testing. A local security firm is conducting rigorous testing and will report to the Program Manager by mid-April.

The Board did not have any other business to discuss.

The next meeting of FileLocal's Executive Board will be on April 28, 2014.

6. Adjournment

A motion to adjourn the meeting was called by Jan Hawn and unanimously approved. The meeting adjourned at 12:30 pm.

Respectfully Submitted,

Susy Haugen
Secretary, FileLocal