

## SCIDpda Board Meeting Minutes

May 11, 2016  
Hing Hay Coworks  
409B Maynard Ave S  
Seattle, WA 98104

**Members Present:** Scott Yasui, Wayne Lau, Karen Yoshitomi, Jared Jonson, Michael Itti, Phillip Sit, Jen Reyes, Mark Gau, Casey Huang

**Staff Present:** Maiko Winkler-Chin, Vern Wood, Janet Smith, Monica Lauw, Jamie Lee, Michael Omura, Emiko Mizuki, Paul Mar

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### 1. Call to Order

The meeting was called to order by Scott Yasui, Board Chair, at 5:37 p.m.

### 2. Board Action & Approval

- a. **Resolution 16-05-11-01:** We, the Seattle Chinatown International District Preservation and Development Authority Board, approve the April 2016 Minutes.

Moved: Wayne Lau  
Seconded: Jared Jonson  
Board approved unanimously

- b. **Resolution 16-05-11-02:** We, the Seattle Chinatown International District Preservation and Development Authority Board, accept the April 2016 Expenditure Reports.

Moved: Karen Yoshitomi  
Seconded: Wayne Lau  
Board approved unanimously

#### c. Staff Reports

The Board accepted the Staff Report with no further questions or comments.

- d. **Resolution 16-05-11-03:** We, the Seattle Chinatown International District Preservation and Development Authority Board, authorize that the SCIDpda move forward in the following transaction(s) where the consideration exchanged or received by the SCIDpda exceeds \$10,000, or the performance by the SCIDpda extends over a one year period:

Contract between City of Seattle Office of Economic Development and SCIDpda  
\$150,880

Prior to approval of Resolution 16-05-11-03, Maiko Winkler-Chin brought up a policy listed in the SCIDpda charter that the SCIDpda Board must abide by: that all SCIDpda transactions exceeding \$10,000 or beyond one year require Board approval/concurrence. Maiko Winkler-Chin then gave a brief overview of the transaction between SCIDpda and the City of Seattle Office of Economic Development (OED) and the ongoing Only in Seattle (OIS) programming grant and subsequent subcontracts with the Chinatown International District Business Improvement Area (CIDBIA) and InterIm CDA. Discussion ensued around processes and time required for these types of requests going forward.

Moved: Wayne Lau  
Seconded: Jared Jonson  
Board approved unanimously

### **3. Board Discussion**

#### **a. Finance Committee**

Maiko Winkler-Chin stated that the Finance Committee will not finalize its role until June 2016.

#### **b. Ad Hoc Committees**

Maiko Winkler-Chin explained to the Board a request from staff to form two ad hoc committees for governance and real estate development.

With regard to the real estate development ad hoc committee, Maiko Winkler-Chin explained that line of business discussions have been continued into an ad hoc real estate committee. She asked if the Board concurs with that group and its work continuing, and the Board agreed. Scott Yasui asked what the goal of this ad hoc committee is, and Maiko Winkler-Chin explained that the goal is to get a jump start on the strategic plan and to discuss developments that are occurring around the neighborhood. Karen Yoshitomi asked if there was an opportunity to bring in free agents to which Maiko Winkler-Chin responded, "yes."

Concerning a governance committee, Maiko Winkler-Chin explained to the Board that one of the goals of this committee would be to have certain individuals dedicated to the role of onboarding new Board members and staff, similar to a nominating committee. Maiko Winkler-Chin and the Board agreed that this committee needs to be an efficient one, especially considering the amount of committees within the Board that already exist. After Mark Gau asked for more clarification about what a governance committee does, Maiko Winkler-Chin explained that the committee would be responsible for setting the agenda of the meetings in addition to thinking about future role-fillers after staff and Board members leave. Jared Jonson suggested recruiting former Board members to be a part of the committee, and Maiko Winkler-Chin said she would provide a list of recent former Board members for the Board to identify which individuals should be on the committee.

#### **c. Strategic Plan**

Maiko Winkler-Chin briefly went over the strategic planning document provided by Wendy Watanabe and discussed the refined vision statement that had been revised based off of the original vision statement created by the Board. Discussion ensued about which parts of the vision statement should be used for external marketing and which should be used for internal guidance for the Board and staff. Maiko Winkler-Chin suggested that the Board table the vision and branding conversation for a later time.

Maiko Winkler-Chin presented two questions to the Board. The first question was should "purchasing property" be added to the SCIDpda strategic planning goals to which the board said, "yes." The second question was should the phrase "aging in place for seniors" listed on the document be refined to reflect what SCIDpda can actually provide. The Board agreed that wording should be changed to reflect what it is that SCIDpda would realistically provide, and Vern Wood suggested a clarification of language that states that SCIDpda can provide support and resources in the way of comprehensive services of seniors (e.g., supporting and connecting with partnering organizations) rather than providing full-on service to seniors.

#### **d. Website**

Monica Lauw showed the Board a draft of the redesigned SCIDpda website, and the Board provided feedback for further revision.

#### **e. Forterra Equity Fund**

After providing a brief overview of Forterra, Maiko Winkler-Chin explained to the Board that Forterra wants the Chinatown International District (CID) to be one of the communities to which it provides equity investment funds. She explained that SCIDpda is interested because the partnership could provide the opportunity to hold land and therefore capital. Maiko Winkler-Chin requested opinions from the Board and stated that senior

management are interested in entering into a memorandum of understanding but that they are also aware that SCIDpda Board and staff should be aware of the nature of Forterra and how it operates. Jen Reyes noted that partnering would prove beneficial, as their success would guarantee the SCIDpda's as well. Wayne Lau asked for clarification on Forterra's role in SCIDpda's real estate development, and Maiko Winkler-Chin explained that they would act as an equity investment fund, pulling out at a certain point and that there would be clear language stating that SCIDpda owns the project, and Forterra would fund said project. Maiko Winkler-Chin stated that there will be a memorandum of understanding to review and approve next month.

#### **4. Executive Session**

The Board held an executive session from 7:05 to 7:35 p.m. to discuss consideration of site selection/real estate acquisition by lease or purchase.

#### **5. Board Action & Approval**

**Resolution 16-05-11-04:** We, the Board of the Seattle Chinatown International District Preservation and Development Authority (the "PDA"), authorize staff to enter into a Purchase and Sale agreement for the parcels owned by the Pollack family in the Little Saigon area.

The Board also authorizes SCIDpda staff to move forward in all due diligence activities as deemed necessary and appropriate.

Prior to approval of Resolution 16-05-11-04, the SCIDpda Board amended the resolution to include the following:

- All counteroffers shall be subject to approval by the Board. Feasibility expenses exceeding \$50,000 shall also be subject to approval by the Board.

Board then approved the amended resolution.

Moved: Jared Jonson

Seconded: Wayne Lau

Board approved unanimously

#### **6. Adjourn**

Scott Yasui adjourned the meeting at 7:40 p.m.