

## SCIDpda Board Meeting Minutes

August 10, 2016

Legacy House

803 S Lane St

Seattle, WA 98104

**Members Present:** Scott Yasui, Jared Jonson, Karen Yoshitomi, Phillip Sit, Casey Huang, David Chang, Michael Itti, Mark Gau, Jennifer Reyes, Aileen Balahadia

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

**Guests Present:** Wendy Watanabe, Strategic Plan Consultant

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### 1. Call to Order

The meeting was called to order by Scott Yasui, Board Chair, at 5:42 p.m.

### 2. Board Action & Approval

- a. **Resolution 16-08-10-01:** We, the Seattle Chinatown International District Preservation and Development Authority Board, approve the July 2016 Minutes.

Prior to approval of Resolution 16-08-10-01, Maiko Winkler-Chin requested the following change(s) to the July 2016 Minutes:

- Chris Giles, broker for GMD, be added to the list of guests present

Board then approved the amended minutes.

Moved: Jared Jonson

Seconded: Jennifer Reyes

Board approved with one abstention

- b. **Resolution 16-08-10-02:** 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 to Southwest Plumbing  
Side sewer repair to New Central Apartments  
\$32,880 including tax  
We solicited 3 bids for this project
- Contract to Guardian Security  
Electronic control repairs to doors, security system, and lighting; system damaged by power surge at IDVS 2 (Domingo Viernes Apartments)  
\$19,000 + tax  
We solicited 3 bids and received 2
- Contract to Automated Controls  
HVAC control system repair damage by power outage at IDVS 2  
\$10,000+tax  
We solicited 3 bids and received 2

- Lease to Ethnic Business Coalition  
Bush Asia Center Plaza Level #2 and #3 (space previously occupied by BIA)  
2 year term, plus option for 2 additional years subject to renegotiation  
Year 1 - \$1050 + NNN  
Year 2 - +\$50 or CPI, whichever is higher
- Subgrant received from Capitol Hill Housing from Sustainable Communities Funders Collaborative (Seattle Foundation, Bullitt Foundation, Loom Foundation, Social Venture Partners)  
Grant period through June  
Grant funds staff time working on Ecodistrict framework  
\$15,000

Moved: Mark Gau  
Seconded: Casey Huang  
Board approved unanimously

- c. **Staff Reports:** David Chang asked about the status of Hing Hay Coworks and for SCIDpda staff to give a summary of the Hing Hay Coworks Dashboard document provided in the meeting packet. Maiko Winkler-Chin explained that financially, Hing Hay Coworks is not doing as well as was budgeted but that it is doing better than it was originally. Jamie Lee passed out a public safety presentation document, which she had presented to the Seattle City Council earlier in the day. Karen Yoshitomi asked about what concerns exist around the Asian Plaza project mentioned within the Real Estate Development Report, and Maiko Winkler-Chin explained that the concern is for potentially displacing residents and local businesses. Mark Gau expressed interest in joining the Hing Hay Coworks Advisory Committee. The SCIDpda Board then accepted staff reports.

- d. **Resolution 16-08-10-03: *Regarding Transfer of Membership Interest***

At a meeting of the Council of Seattle Chinatown-International District Preservation and Development Authority, a Washington public authority (“SCIDPDA”) on August 15, 2016, at which a quorum was present and acted throughout, the Board adopted the following resolutions:

#### BACKGROUND

WHEREAS, on July 29, 2015 and on January 15, 2016, the Council adopted resolutions (collectively, the “Bush Unwind Resolutions”) authorizing SCIDPDA to take all actions as may be necessary to the unwind the new markets tax credits and historic rehabilitation tax credits financing (collectively, the “Bush Hotel Financing”) related to the rehabilitation of a building located on certain real property located at 409 Maynard Avenue S., Seattle, Washington known as the Bush Hotel (the “Bush Hotel Unwind”) owned by SCIDPDA Bush Hotel QALICB, LLC (“Project Borrower”);

WHEREAS, SCIDPDA owns 100 shares (“Manager Shares”) in SCIDPDA Bush Hotel Manager, Inc., a Washington corporation (“Manager”), and is the sole shareholder of Manager;

WHEREAS, Manager is a member of Project Borrower holding a 57.5% membership interest in Project Borrower;

WHEREAS, SCIDPDA concluded the Bush Hotel Unwind on January 28, 2016 (“Unwind Date”), and, as part of the unwind, SCIDPDA conveyed, as a donation, all of its Manager Shares to Chinatown International District Preservation and Development Association (“CIDPDA”) pursuant to the terms of a Donation Agreement dated January 27, 2016 by and among SCIDPDA, CIDPDA, and Manager (“Donation Agreement”); and

WHEREAS, the Board desires to ratify the conveyance of the Manager Shares to CIDPDA and its execution of the Donation Agreement

#### RESOLUTIONS

NOW, THEREFORE BE IT

RESOLVED, that the Council hereby affirms, accepts, approves, and ratifies all acts taken by any officer of SCIDPDA on behalf of SCIDPDA, in connection with the Bush Hotel Unwind, including, without limitation, the conveyance of the Manager Shares by SCIDPDA to CIDPDA and the execution and delivery of the Donation Agreement; and be it further

RESOLVED, that any actions to date of any officer of SCIDPDA in the name and on behalf of SCIDPDA in respect to the Bush Hotel Unwind, the conveyance of the Manager Shares to CIDPDA, the execution and delivery of the Donation Agreement, and the fulfillment of the intent of these resolutions, including without limitation the execution and delivery of any agreements, instruments and documents and the payment of any fees, expenses and taxes, in name and on behalf of SCIDPDA or otherwise, are hereby approved, ratified and confirmed in all respects; and be it further

RESOLVED, that the Executive Director or Deputy Director, each without the other, be and hereby is, authorized, empowered, and directed, in the name and on behalf of SCIDPDA, as they, or any of them, may deem necessary or advisable in order to carry into effect the intent of the foregoing resolutions or to comply with the requirements of the instruments approved or authorized by the foregoing resolutions is hereby approved, ratified, and confirmed.

Prior to approval of Resolution 16-08-10-03, Vern Wood explained the documents and resolution presented.

Moved: Karen Yoshitomi  
Seconded: Mark Gau  
Board approved unanimously

### 3. Board Discussion

- a. **Strategic Plan:** Wendy Watanabe presented strategic plan documents to the Board. She then instructed the Board to break into small groups for discussion. After the discussion period, the Board members presented their discussion points. Jared Jonson recommend that the Board spend an additional half day at minimum to go through further strategic plan work. He stated that the first question for the Board to be mindful of is to determine if the work presented on strategic plan documents is possible and staff-supported. He expressed a desire to be cautious of allowing the organization to become a catch-all organization for neighborhood issues. Phillip Sit echoed Jared Jonson's statements. Aileen Balahadia stated that it is good to see specific properties listed, but also expressed concern about how SCIDpda Board and staff will be able to determine which projects are possible and which are beyond organizational capacity. She also stated that she approved of the focus on Jackson Street and looking at storefronts along that corridor as a welcome gateway for the neighborhood. Aileen Balahadia asked if the organization should have metrics for public safety, and she also asked for further clarification around the organization's business technical assistance (TA) provider network. Jamie Lee clarified that SCIDpda will support a network of TA assistance rather than serve as the actual TA assistance provider. Wendy Watanabe then suggested that that section (3C) be clarified to express that SCIDpda will support business assistance but not provide business assistance. Wendy Watanabe suggested the Board determine priorities of projects. Mark Gau suggested knowing the current displacement rate. Karen Yoshitomi stated that the Board needs to come to a consensus on what makes a business positive or negative. Mark Gau added that in that regard, metrics measuring consumer perception as well as safety and walkability of the neighborhood are important. Karen Yoshitomi stated that tracking funding that becomes available to prevent displacement or push for such funding might be helpful. Vern Wood stated that staff has reviewed the presented document and agrees with projects and scope listed. Aileen Balahadia expressed concern that Hing Hay Coworks is not explicitly mentioned in strategic plan work when it should be.

After the strategic plan discussion, Wendy Watanabe closed with instructing the Board to revisit an additional retreat to further think through the plan, and then to get into specifics about the Board's role. Maiko Winkler-Chin stated that she would send out a poll to determine the best meeting time for an additional retreat.

#### b. Board Business

**Real Estate Debrief:** Scott Yasui and Maiko Winkler-Chin gave an update on the status of the Acme Poultry Site for sale, explaining that the owner had made an offer to another party. Scott stated that the outcome serves as

a lesson on how the Board can better prepare itself to handle future land-purchasing opportunities. He also stated that the process has opened the Board's eyes to further cooperative projects between non- and for-profit entities. Maiko Winkler-Chin requested that the Board keep the same real estate development group intact in the event that other properties become available. Michael Itti asked if it is possible for the organization to conduct market analysis, and Scott Yasui stated that it would be helpful for the organization to focus on potential properties that might prove to be valuable development acquisition opportunities.

**Governance:** Jared Jonson explained that Karen Yoshitomi is terming out of the Board this year and that Michael Itti, Phillip Sit, and Casey Huang are renewing their Board terms through 2019. He explained that the Board currently has vacancies, and that per the SCIDpda Charter, the Board must have a minimum requirement of nine (9) members and a maximum number of 17 members. He stated that the Board has a list of potential Board members and requested that the Board conduct an assessment of the its current skill set, identify lacking skills, and determine the best individuals who might contribute to the overall skillset of the Board.

## 5. **Adjourn**

Scott Yasui adjourned the meeting at 7:38 p.m.