

SCIDpda Board Meeting Minutes

January 16, 2018
803 S Lane St
Seattle, WA 98104

Board Present: Jared Jonson, Michael Itti, Jerilyn Young, Aileen Balahadia, David Della, Nelson Yong, Kevin Huynh, Phillip Sit, Lanzi Li (phone), Wayne Lau, Casey Huang

Staff Present: Maiko Winkler-Chin, Vern Wood, Mike Omura, Emi Mizuki, Jody Fuentes, Janet Smith, Jamie Lee, Joseph Guanlao

Guests: Riku Kogo, Mindy Au

1. Call to Order

The meeting was called to order by Jared Jonson, Board Chair, at 5:30 p.m.

Board Action and Approval

2. Consent Agenda

Jared declared the meeting packet displayed the PDA's successes in 2017, and called back to the organization's strategic plan, which the board had worked on.

Maiko explained she made changes to Mike Omura's Real Estate Development section of the staff report: any development project that had news was given an asterisk to indicate the updates on that project.

Resolution 18-01-16_01: We, the Board of the Seattle Chinatown International District Preservation and Development Authority, via consent agenda:

- Approve the December 2017 Meeting Minutes
- Approve the December 2017 Expenditure Report
- Approve January Concurrence Requests
- Accept January Staff Reports

Moved: Jerilyn Young

Seconded: David Della

3. 2018 Meeting Schedule

Maiko explained that the board annually confirms its meeting dates, and the organization then posts those dates for public information. Jared asked the board if they preferred Wednesday or Thursday as options to consider for re-scheduling board meeting, as it currently falls on the third Tuesday of the month. The board discussed an aversion to Friday, but there was interest in Wednesday and Thursday. Maiko suggested she send the board an online poll, since there were board meetings elsewhere.

(Resolution post-poned.)

4. Election of at-large Executive Committee Member

Maiko explained that it was discussed at the previous board meeting that Scott Yasui, who was the board president in 2017, would serve as the at-large member of the Board Executive Committee if elected.

Resolution 18-01-16-02: We, the Board of the Seattle Chinatown International District Preservation and Development Authority, elect the following board member to be the at-large member of the Board Executive Committee:

Scott Yasui

Moved: Jared Jonson

Seconded: Michael Itti

5. Ratification of Ad Hoc Transition Committee

Resolution 18-01-16-03: We, the Board of the Seattle Chinatown International District Preservation and Development Authority, ratify the establishment of an ad hoc Transition Committee to provide board oversight in matters relating to Senior Services.

Committee members are:

Jerilyn Young

Jared Jonson

Scott Yasui

Lanzi Li

Moved: David Della

Seconded: Casey Huang

6. Staff Briefings

Calendar of Events

Jamie presented the calendar of events scheduled for the year, starting off with the fall fundraiser booked for October 19. She explained that the fundraising committee had previously discussed having some sort of event with a lower price point that could be more accessible than the \$125-ticketed fall fundraiser. In the past the PDA has small events for donors and/or board emeritus: last year the PDA held an open house in the PDA's newly located office to engage the board emeritus during the summer; a cocktail hour was held at Hing Hay Coworks after it first opened; prior to Jamie's time at the PDA there was an intimate event at Momo. Jamie emphasized that 2018 is the 10th year of IDEA Space, and in 2017 IDEA Space held its first fundraising event. Jamie also brought up the Legacy Board, and Maiko explained that Jen Reyes had suggested it as a way to keep past board members engaged with the organization, as often times past board members get disengaged when their terms end. Jamie presented the rest of the PDA's calendar of events: Spring Clean on April 28, and mentioned IDEA Space's summer events, and she explained that Joseph and herself had discussed May as a good time for a smaller donor appreciation or fundraising event. Aileen asked if there was a target amount budgeted to be raised by this event; Maiko stated there was not. Jamie explained the IDEA Space fundraiser in 2017 was an example of a lower price point event. Maiko clarified the questions presented to the board: 1) does the board want a donor appreciation event, and 2) does the board want to see a fundraising event at a lower price point, and 3) are those events the same thing. Aileen recommended that an entry-level fundraiser be tied with the strata of the organization's larger fundraising strategy, taking into account the development of a \$25 donor versus the type of donor that attends the annual fundraiser. Casey remarked the 10-year anniversary of IDEA Space was a notable landmark to acknowledge. Jamie suggested staff reconvene the fundraising committee, which previously included Jen, Jared, Jerilyn, and Nelson, to help think through the smaller event and how that could feed into the larger fundraising strategy. Maiko recommended the fundraising committee think about how the 10-year anniversary is acknowledged at the annual fall fundraiser. David asked if the event would be annual events, and Maiko said she

thought the donor appreciation event should be. Jamie said Joseph will reach out to the fundraising committee to see what they want. Jamie requested the board provide support to Spring Clean by volunteering and suggesting projects.

By-Laws/Charter Revisions

Maiko explained the board requested she check in and see if the charter was limiting the PDA in the organization's ability to do work outside of the CID. She explained that Kenny Pittman at the City's Office of Intergovernmental Relations, after reading the charter, expressed it was clear in the existing charter that the PDA could work anywhere within the city limits, so long as the board passes a resolution to do so, and Maiko understood from that conversation that no additional language or amendments to the charter were necessary. Maiko presented a memo in the packet she had written regarding changes to the board bylaws: the "council" is now a "board"; the board is now a governance body; the chairman is now "president," which matches the terminology used in the PDA charter; the constituency classification is now eliminated; the minimum and maximum number of board members have been changed to match the numbers stated in the charter; it reflects improvements in technology, including the ability to have a virtual meeting so long as there is a room for the community to participate in the meeting; updates to PDA regulations have also been added. Maiko explained she would post a copy of the red-lined bylaws, and hoped to see the board approve the amended bylaws at the February board meeting. She requested that any requested changes to the bylaws be sent to her by February 5; she explained that Michael Itti requested an amendment to include language regarding re-appointment.

David asked if the board meetings are public. Maiko explained the meetings are public, and public comment could be added to the agenda.

HR Policies

Maiko explained the PDA is updating the human resources policies—the employee handbook—and that Jared and Michael have offered to provide the board oversight. Maiko extended the invitation to the other board members. Mindy Au stated she would join this oversight committee once she is elected to the board. The employee manual is from 2007. Arlyne is looking at Capitol Hill Housing's handbook as a reference. The revised HR policies will be presented to the board for approval at a forthcoming board meeting.

Other Business

David suggested doing budget asks to the mayor earlier in the future, as the mayor begins gathering information in February.

7. Board Business

Board Retreat

The board discussed topics for the upcoming board retreat schedule in March. Jared suggested there be a focus on the communications strategy, and would like to see the achievement and work of the organization be more widely communicated to supporters, detractors, and the city; he posed the question, "how do we improve how we take credit for the good work that we do" and suggested it would support the morale of staff and clarify the organization's role in the neighborhood. Lanzi suggested doing a walk-around of the neighborhood to see properties owned and managed by the PDA and hear stories from staff. Jerilyn suggested the board get to know each other more in order to see the skillsets of each board member; Jared re-phrased this suggestion as "board relationship development." David suggested there be a discussion of development pressures in the neighborhood, the strategy the PDA has of working with developers, and creating a framework for the community to feel the organization has the best interests of the community. He also suggested having a conversation about the different players in the neighborhood that are interacting in the realm of development pressures, and what relationships the organization has in the neighborhood. Jerilyn suggested an outcome of the retreat would be ascertaining what the board can do to support staff, and figuring out what staff needs from the board. Aileen suggested an outcome of the retreat is knowledge of and confidence in

the strategic plan, and suggested the board have more action items related to the strategic plan. Jared suggested icebreakers. Casey suggested there be a summary of the PDA's work in the past year or two. Jared explained that he and Maiko would draft an agenda for the retreat and send it to the board.

Transition Committee

Vern explained the assumption agreement has not yet been finalized, as there are a couple of points in the draft being resolved by the attorneys. She explained that once the Transition Committee is comfortable with the final assumption agreement, they will allow Maiko to sign the agreement without bringing it to the full board; as more documents arise, the Transition Committee will decide if the documents need to go to the full board. Maiko explained that the board had delegated the authority to the Transition Committee, and the Transition Committee will decide when Maiko can sign the documents.

Finance Committee

Wayne explained the Finance Committee was soliciting ideas from the board for any additional dashboard reports they would like to see. Maiko explained the current dashboard reports included in the meeting packet are Key Performance Indicators that summarize the status of areas important to the organization's health, and the specific items were chosen as the key indicators of health before the financial reports are done; examples she gave were the number of vacant days in Senior Services; health indicators of areas budgeted for property management; payroll; and Hing Hay Coworks, a new line of work for the PDA.

Wayne suggested adding other performance indicators, such as a quarterly revenue indicator. Mindy suggested adding definitions for the colors on the dashboard. Vern explained the middle of the indicator is zero, and if the indicator falls in the middle it indicates the area is on budget.

Maiko asked the board to think about what else is important to measure, such as the open rate of the newsletter.

Approving Financial and Accounting Policies

Wayne explained the Finance Committee had reviewed Financial and Accounting Policies and it was the committee's recommendation to accept and approve the policies. Wayne explained Teri Wong had a few suggestions, which could be incorporated at a later date. Jody explained the procedures would be reviewed every year, and Teri's suggestions could be included in next year. Michael Itti asked if there was any language in regard to working with minority or veteran owned businesses. Jody answered that language was included for women and minorities.

Resolution 18-01-16_04: We, the Seattle Chinatown International District Preservation and Development Authority Board approve the changes to the Accounting and Financial Management Policies and Procedures.

Moved: David Della

Seconded: Kevin Huynh

8. Executive Session

The board went into Executive Session at 6:45 PM, initially for 10 minutes and then extended for another 10 minutes, to consider site selection or real estate acquisition by lease or purchase when public knowledge regarding such consideration would cause a likelihood of increased price.

9. Adjourn

The meeting was adjourned by Jared Jonson, Board Chair, at 7:05 PM

