

SCIDpda Board Meeting Minutes

December 14, 2016

803 S Lane St

Seattle, WA 98104

Members Present: Scott Yasui, Jared Jonson, Phillip Sit, Michael Itti, Mark Gau, Wayne Lau, Karen Yoshitomi, Casey Huang, Aileen Balahadia, Jennifer Reyes, Nelson Yong

Staff Present: Maiko Winkler-Chin, Monica Lauw, Vern Wood, Jamie Lee, Michael Omura, An Huynh, Janet Smith, MaryKate Ryan, Arlyne Sevilla, Emiko Mizuki

1. Call to Order

The meeting was called to order by Wayne Lau, Vice Chair, at 5:10 p.m.

2. Board Action & Approval

- a. **Resolution 16-12-14-01:** We, the Seattle Chinatown International District Preservation and Development Authority Board, approve the October 2016 Minutes.

Moved: Michael Itti
Seconded: Casey Huang
Board approved unanimously

- b. **October 2016 Expenditure Reports:**

Moved: Wayne Lau
Seconded: Michael Itti
Board accepted unanimously

- c. **Resolution 16-12-14-02:** We, the Governing body of the Seattle Chinatown International District Preservation and Development Authority ("SCIDpda"), authorize and approve the following:

The exercise of the Option to renew the Note between The Commerce Bank of Washington and SCIDpda Bush Residential LLC for an additional five (5) year term. This is a modification of the loan which has been in place since December 17, 2008. The note modification extends the loan to December 31, 2021 with a 3.5% fixed interest rate and payments of \$4,064 per month per the attached term sheet.

The exercise of the Option to renew the Note between The Commerce Bank of Washington and SCIDpda for the additional five (5) year term. This is a modification of the loan which has been in place since December 17, 2008. The purpose of this loan was to assist with financing related to the Bush Hotel Commercial NMTC project. The note modification extends the loan to December 31, 2021 with a 3.5% fixed interest rate and payments of \$5,000 per month per the attached term sheet.

Further, we authorize the Executive Director and/or the Deputy Director to sign loan documents with respect to the above on behalf of the agency.

Moved: Wayne Lau
Seconded: Michael Itti
Board approved unanimously

- d. **Resolution 16-12-14-03:** 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 with Miller Hayashi Architects to design SCIDpda office space at the Bush Asia Center Plaza Level. Amount being negotiated currently will be in excess of \$10,000.

Moved: Mark Gau
Seconded: Michael Itti
Board approved unanimously

e. Staff Reports:

Karen Yoshitomi inquired about the status of the Chinatown International District (CID) public safety coordinator position slated to be hired by the City of Seattle. Maiko Winkler-Chin stated that the salary for the position has been budgeted at \$70,000 for 2017 and that it will be a neighborhood-based position acting as a liaison between the City and neighborhood. She also mentioned that the City is hiring two different positions affiliated with this position, but that the City still needs to determine specific roles. Jamie Lee added that the creation of the CID public safety coordinator is the result of a neighborhood-wide effort to request a public safety response from the City.

3. Board Business

a. AiPACE Program

Maiko Winkler-Chin gave an overview of what the AiPACE (Program for All-inclusive Care for the Elderly) project includes and how SCIDpda will be affected. After stating that SCIDpda plans to move forward with the program, she discussed next steps for the project. Maiko Winkler-Chin then explained Resolution 16-12-14-04 and its parts: 1) that SCIDpda allow AiPACE to use the Legacy House address for its application to the State for the PACE program, which is due by January 2017; 2) the Non-Disclosure Agreement (NDA) between SCIDpda, AiPACE, Kin On, and affiliated parties and consultants; and 3) that SCIDpda be allowed to share its senior services program's financial and operation information.

Michael Itti asked if Legacy House will transfer to the AiPACE model along with the other current PACE site at the Pacific Medical building, and Maiko Winkler-Chin responded that it will.

b. Resolution 16-12-14-04: We, the Board of the Seattle Chinatown International District Preservation and Development Authority (SCIDpda), approve:

- That SCIDpda move forward in allowing AiPACE to use the Legacy House address for the AiPACE application to the State for the PACE program;
- That the Executive Director, Maiko Winkler-Chin, enter into a Non-Disclosure Agreement with Kin On, AiPACE, and affiliated parties and consultants;
- And that SCIDpda share its Senior Services Program's current financial and operations information.

Moved: Jennifer Reyes
Seconded: Phillip Sit
Board approved with two abstentions

Prior to approval, Karen Yoshitomi requested the following amendment: that language in the third bullet point of Resolution 16-12-14-04 distinguish the parties involved in AiPACE as identified in the previously mentioned NDA. The Board then approved the resolution.

c. Governance

Jared Jonson explained that the Board needs to elect officers for 2017. He explained that the process entails a nomination, an acceptance, and then a vote from the Board. He then presented the nominated slate as follows:

- Board Chair: Scott Yasui
- Vice Chair: Jared Jonson
- Secretary: Michael Itti
- Treasurer: Wayne Lau

Jared Jonson then stated that the current slate does not reflect far gender balance and that that should be acknowledged. Maiko Winkler-Chin then suggested that the Executive Committee could expand its diversity by having an at-large position. Jared Jonson explained that the Executive Committee meets roughly one week before regular Board meetings and that the schedule can be adjusted as needed. Scott Yasui suggested that Board members have time to reflect on potential involvement roles between the December 2016 and January 2017

Board meetings. Maiko Winkler-Chin then clarified that the Board will need to pass a resolution accepting the new slate during the January 2017 Board meeting.

- d. **Resolution 16-12-04-05:** We, the Board of the Seattle Chinatown International District Preservation and Development Authority (SCIDpda), approve that the following individuals be reappointed to the SCIDpda Board:

- Casey Huang
- Michael Itti
- Phillip Sit

Moved: Jared Jonson

Seconded: Wayne Lau

Board approved unanimously

- e. **Strategic Plan**

Jared Jonson gave an update on the strategic plan, stating that it is in its final stages but needs fine-tuning. He stated that he would send the document to Board members to review once more before sending to SCIDpda staff An Huynh for her to refine. He stated that subcommittees structure needs to be established. Jared Jonson explained that the subcommittees format will comprise of a mix of reporting to the Board and working with staff, who will guide the subcommittees with their on-the-ground experience and information. Aileen Balahadia stated the importance of tracking commitment of the subcommittees. Jared Jonson agreed and stated that the details of these subcommittees have yet to be fleshed out but that they will work with staff to establish what works best for both parties of Board and staff.

- f. **Real Estate Updates**

Mike Omura gave an update on real estate activities to the Board. Regarding the 12th and Jackson property, he stated that SCIDpda has been negotiating with the seller but has not made any progress on a potential project. Scott Yasui recommended and explained that progress will reconvene after the holidays.

Mike Omura stated that a party is potentially interested in the Acme Poultry site, but nothing is clear as of yet. Maiko Winkler-Chin stated that the Louisa project is picking up again and that SCIDpda could have a potential role in the project, though nothing is concrete yet.

- g. **Finance Committee**

Scott Yasui stated that the Finance Committee needs new Board members to join and that it also needs a new signatory to sign checks on a weekly basis. Vern Wood and Maiko Winkler-Chin explained that currently, Scott Yasui, Phillip Sit, and David Chang are signatories but that David Chang will be resigning from his position on the Board in 2017. Mark Gau agreed to join the finance committee and to act as the new signatory. Scott Yasui also agreed to act as a signatory.

Wayne Lau provided an update for the Board on SCIDpda's recent state audit. He stated that SCIDpda needs to establish a policy on employee overtime as well as a policy for receiving donations. He stated that SCIDpda is now on a two-year audit basis, so the next one will be in 2018.

- h. **Other Business**

Jared Jonson stated that at the Seattle Housing Authority (SHA), they are undergoing the naming process for a new two-acre park that will be adjacent to the Yesler Community Center. The park will be run by Seattle department of Parks and Recreation, and SHA would like the CID's input as well as input from other surrounding neighborhoods. The goal is for this park to serve all surrounding neighborhoods. Jared Jonson requested that the Board come up with three to four name suggestions at the January 2017 meeting that SCIDpda can officially submit.

4. **2017 Budget**

Vern Wood gave an overview of the 2016 and 2017 budget. She stated that SCIDpda has done well in adhering to its budget, noting the ability for salary increases, capital, and the potential office move for SCIDpda. She stated that the budget does not reflect the AiPACE project and that staff will plan to operate Legacy House as it has done before. Scott Yasui stated that SCIDpda has always exceeded expectations and conservative budgeting in the fundraising department and

that hopefully staff and Board will be able to continue that pattern. Jennifer Reyes asked if SCIDpda anticipates hiring more staff, and Vern Wood clarified that staff do not currently plan to add additional staff.

6. Adjourn

The meeting was adjourned by Scott Yasui, Board Chair, at 6:37 p.m.