

BOARD MEETING AGENDA

Wednesday, October 19, 2022
12:00 – 12:55 pm



Virtual:
<https://us02web.zoom.us/j/88609861641?pwd=VThPbGMzblGaWhkYjVEWUo1VnptQT09>
Meeting ID: 886 0986 1641
Passcode: 306267
[+12532158782](tel:+12532158782)..88609861641#
[+16699006833](tel:+16699006833)..88609861641#

Due to the extraordinary public health circumstances related to the ongoing COVID-19 (coronavirus) outbreak, participation in this meeting will be telephonic. All board members will participate remotely, as will any members of the public who wish to attend.

12:00	Action	1. Call to Order – Mindy Au Agenda Approval Public Comment – <i>public may sign up to address the board for up to 2 minutes on matters on this agenda</i>
12:02	Approval	2. Consent Agenda Resolution <ul style="list-style-type: none"> • Approve September Meeting Minutes • Accept September Expenditure Reports • Accept Q2 Dashboard Reports
12:05	Discussion	3. Staff Updates <ul style="list-style-type: none"> • Fundraiser Update – Joseph Guanlao • North Lot Update – Jared Jonson
12:25	Discussion/ Approval	4. Board Business <ul style="list-style-type: none"> • Resolution – Ratify Executive Director Appointment – Mindy Au • Committee Updates <ul style="list-style-type: none"> • Finance Committee – May Wu • Transition Committee – Cindy Ju • Board Recruitment – Mindy Au • Good of the Order – Mindy Au
12:55	Action	5. Adjourn – Mindy Au

Important meeting dates:

- November board meeting – 11/15 @ 5:30 PM
- December finance committee meeting/budget presentation – 12/2 @ 12 PM
- December board meeting – budget approval – 12/13 @ 5:30 PM

****Executive sessions may be held:**

- | | |
|--|---|
| <input type="checkbox"/> Lease or purchase of real estate if there’s a likelihood that disclosure would increase the price | <input type="checkbox"/> Consideration of the minimum offering price for sale or lease of real estate if there’s a likelihood that disclosure would decrease the price. |
| <input type="checkbox"/> Negotiations on the performance of a publicly bid contract | <input type="checkbox"/> Complaints or charges brought against a public officer or employee |
| <input type="checkbox"/> Qualifications of an application for public employment | <input type="checkbox"/> Performance of a public employee |
| <input type="checkbox"/> Agency enforcement actions (requires legal counsel present) | <input type="checkbox"/> Current or potential litigation (requires legal counsel present) |
| <input type="checkbox"/> Legal risks of current or proposed action (requires presence of legal counsel) | |

Resolution 22-10-19-01

RESOLUTION OF SEATTLE CHINATOWN INTERNATIONAL DISTRICT PRESERVATION AND DEVELOPMENT AUTHORITY

We, the Board of the Seattle Chinatown International District Preservation and Development Authority, via consent agenda:

- Approve September Meeting Minutes
- Accept September Expenditure Reports
- Accept Q2 Dashboard Reports

Board President

Date

Board Secretary

Date

SCIDpda Board Meeting Minutes
September 20, 2022
In Person:
At the Offices of Fox Rothschild LLP
1001 4th Ave, Suite #4400
Seattle, WA 98154

The September 2022 SCIDpda board meeting was hosted in person.

Board Present : Mindy Au, Aileen Balahadia, Casey Huang, Cindy Ju, Wayne Lau, Tiernan Martin, Miye Moriguchi, Phillip Sit, Elliot Sun, Jerilyn Young

Staff Present: Vern Wood

Guests Present: Mike Omura, Sue Taoka, Scott Yasui, Heyward Watson

1. Call to Order

The meeting was called to order by Mindy Au, Board Chair, at 5:38 pm.

Public Comment – public may sign up to address the board for up to 2 minutes on matters on this agenda. No public comments were submitted to the board.

2. Consent Agenda Resolution

Resolution 22-09-20-01: We, the Board of the Seattle Chinatown International District Preservation and Development Authority Board, via consent agenda:

- Approve August Meeting Minutes
- Accept July and August 2022 Expenditure Report
- Accept Q2 2022 Financial Reports
- Approve September Concurrence Requests

Moved: Wayne Lau

Seconded: Casey Huang

Board Approved: Mindy Au, Aileen Balahadia, Casey Huang, Cindy Ju, Wayne Lau, Tiernan Martin, Miye Moriguchi, Phillip Sit, Jerilyn Young

Abstained: 0

Absent: 3

Resolution was approved.

3. Board Business

Executive Session – to discuss the qualifications of an application for public employment

- Executive meeting discussion for 60 minutes began at 5:40 pm.

- **Resolution – Ratification on Selection of Executive Director**

Resolution 22-09-20-02: Whereas, the Executive Director of Seattle Chinatown International District Preservation and Development Authority (SCIDpda) tendered her resignation in January 2022 to be effective March 4, 2022;

Whereas, the SCIDpda Board established a Transition Committee and approved a Transition Committee Charter February 16, 2022. The Transition Committee is chaired by Cindy Ju a member of the SCIDpda Executive Committee;

Whereas, additional members of the Transition Committee include SCIDpda Board members and Chinatown International District community members;

Whereas, the SCIDpda Board authorized the Transition Committee to recruit, interview, select and present the selected party(ies) for ratification by the SCIDpda Board; and therefore

BE IT RESOLVED, the Board of Directors of the SEATTLE CHINATOWN-INTERNATIONAL DISTRICT PRESERVATION AND DEVELOPMENT AUTHORITY (SCIDpda), a Washington public authority (the “Authority”), hereby approves and ratifies the SCIDpda Transition Committee’s selection of SCIDpda’s Executive Director. The Authority further authorizes the Board President, Mindy Au and the Transition Committee Chair, Cindy Ju to negotiate the terms of employment.

Upon the beginning of employment, the Executive Director is hereby granted the authority, including but not limited to executing and delivering documents, and taking all other actions in the ordinary course of the Authority’s activities.

Moved: Cindy Ju

Seconded: Jerilyn Young

Board Approved: Aileen Balahadia, Casey Huang, Cindy Ju, Wayne Lau, Tiernan Martin, Miye Moriguchi, Phillip Sit, Elliot Sun, Jerilyn Young

Abstained: 1

Absent: 2

Resolution was approved.

4. Adjourn

The meeting was adjourned by Mindy Au, Board Chair, at 6:47 pm.

Resolution 22-10-19-02

**RESOLUTION OF SEATTLE CHINATOWN-INTERNATIONAL DISTRICT
PRESERVATION AND DEVELOPMENT AUTHORITY**

Regarding Ratification of Appointment of Executive Director

SEATTLE CHINATOWN-INTERNATIONAL DISTRICT PRESERVATION AND DEVELOPMENT AUTHORITY, a Washington public authority (the "Authority"), hereby ratifies the appointment of Jamie Lee and Jared Jonson as its Executive Director to share the responsibility equally as Co-Executive Directors, and hereby affirms their authority, including but not limited to executing and delivering documents, and taking all other actions in the ordinary course of the Authority's activities.

NOW, THEREFORE BE IT

RESOLVED, that the Board hereby affirms, accepts, approves, and ratifies all acts taken by the Authorized Officer (as defined below) on behalf of the Authority and their appointed and retained representatives, agents, consultants, advisors, and counsel, and be it further

RESOLVED, that the Co-Executive Directors (each, an "Authorized Officer"), each without the other, be and hereby is, authorized, empowered, and directed, in the name and on behalf of the Authority, as they, or any of them, may deem necessary or advisable in order to carry into effect the intent to take all actions authorized on behalf of the Authority, both in its individual capacity and as general partner, managing member, and/or non-member manager of any other entity related to the Authority, and be it further

RESOLVED, that any actions to date of the Authorized Officer in the name and on behalf of the Authority in respect to 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 the Authority or otherwise, are hereby approved, ratified and confirmed in all respects.

ADOPTED this 19th day of October 2022.

By: _____

Name: _____

Title: _____

CERTIFICATE

I, _____, certify that I am the President of the Seattle Chinatown International District Preservation and Development Authority Board of Directors and that the foregoing Resolution was duly adopted at a meeting of the Board of Directors of the Authority held on _____, in accordance with Articles of Incorporation and Bylaws of the Authority upon proper notice and at which time a quorum was present.

DATED the ____ day of _____, 2022.

By: _____

Name: _____

Title: _____