

MINUTES

Edmonds Public Facilities District Board of Directors Adjourned Meeting June 29, 2023

The Edmonds Public Facilities District Board hybrid meeting convened at 7:34 a.m. in the Edmonds Center for the Arts Green Room, 410 4th Avenue North, Edmonds, and via Zoom.

EPFD Board Members Present

Ray Liaw, President
Bill Willcock Vice President
Suzy Maloney
David Brewster
Wayne Grotheer

ECA Staff Present

Joseph McIalwain, Executive Director
Lori Meagher, Associate Executive Director

Guests

Dave Teitzel, City Council Liaison

ECA Board Members Present

David Schaefer, President

1. Call to Order

Board Member David Brewster called the meeting to order.

2. Land Acknowledgement & Equity Statement

Board Member Grotheer read the Land Acknowledgement Statement and the Equity Statement.

3. Board President's Comments

- **Agenda Review**

BOARD MEMBER GROTHEER MOVED TO APPROVE THE AGENDA. BOARD MEMBER MALONEY SECONDED THE MOTION. MOTION CARRIED UNANIMOUSLY.

4. Public Comment - None

5. Consent Agenda

- **EPFD Board Meeting Minutes: May 25, 2023 as amended**
- **EPFD Disbursement Report: May 2023**

BOARD MEMBER GROTHEER MOVED TO APPROVE THE CONSENT AGENDA. BOARD MEMBER WILLCOCK SECONDED THE MOTION. MOTION CARRIED UNANIMOUSLY.

6. PFD Board Business

- **Leadership Transition Update**

Board President Liaw reported after meeting with six candidates and holding two rounds of interviews with a smaller subset of those candidates, the candidates have been narrowed to two who will visit the ECA in person in July. The EPFD will discuss the candidates' qualifications in executive session later in today's meeting. Ms. Meager advised she will send out an itinerary regarding the candidates' activities on July 20-22. The EPFD Board and other stakeholders will be invited to an event on July 21. She described the process developed by the leadership transition team (LTT):

- Candidates visit ECA July 20-22.
 - ❖ Structured schedule will ensure candidates do not encounter each other and each candidate has equal opportunity to visit with staff, boards and other key stakeholders
- July 20 staff/candidate dinners (staff provide feedback to LTT)
- Small group meetings/interviews on July 21 with EPFD Board, steering committee and LTT members (no more than two EPFD board members at each). LTT member in each meeting/interview will solicit feedback from group
- Evening of July 21, each candidate will provide a 5-10 minute presentation/talk on theater stage and then meet with ECA stakeholders including EPFD, ECA and Emeritus Board Members and others who participate in m/Oppenheim's focus group
- LTT discuss and make a formal recommendation to the EPFD Board
- EPFD Board evaluate candidates in executive session and make decision at next meeting
- Once selection is made, begin contract negotiations
- EPFD Board approve compensation and contract at August meeting

Board Member Brewster reported each of the six candidates m/Oppenheim identified had qualities of interest. He recognized the efforts of all involved, especially the capable leadership of Board President Liaw during this process, an important milestone in ECA's history. Discussion followed regarding the process and timeframe for selecting the candidate and approving the employment contract, salary range in the job description, and the wide variety of candidates. Board President Liaw commended the team for their participation.

7. Executive Session

- **To evaluate the qualifications of an applicant for public employment per RCW 42.30.110(1)(g)**

At 7:50 a.m., Board Member Brewster recessed the EPFD Board to an approximately 20 minute executive session to evaluate the qualifications of an applicant for public employment per RCW 42.30.110(1)(g).

The executive session concluded at 8:01 a.m.

The meeting was reconvened at 8:01 a.m.

8. Old Business

- **Prior Action Items Review**

Ms. Meagher reviewed progress on action items from the previous meeting and identified outstanding items (see Action Items below).

Discussion followed regarding whether Board VP Willcock and/or Board Member Maloney regarding will be the EPFD Board representative on the Admin & Finance and Philanthropy Committees, and cost of the building envelope assessment.

- **June Staff Report – Questions/Comments?**

9. Development

- **Monthly Snapshot Update on Development Strategy**

Mr. Mclalwain shared the ECA Contributed Revenue: Progress to Goal as of 6/27/23, which was reviewed by the Admin/Finance Committee yesterday. He highlighted the 2023 budget; YTD June 2023; yearend forecast (YEF); red, yellow, green highlights to indicate confidence in meeting the

goal; and notes describing why a number is yellow, red, or green. He provided reasons and strategies for numbers highlighted in red and yellow.

Discussion followed regarding whether contributed tickets are resold, the development strategy matrix and how each team member plans to generate additional revenue, progress on hiring a major gifts specialist, discussion at the Admin/Finance Committee meeting regarding this report, and support for providing this data to the EPFD Board.

(Board VP Willcock left meeting at 8:29 a.m.)

- **Review Year-End Development Projections**

See above.

10. **Board Member Reports**

- **Association of WA State PFDs**

Mr. McIalwain reported he is meeting with the lobbyist today.

- **Snohomish County PFD**
- **Fourth Avenue Cultural Corridor**

Board Member Maloney reported there have been discussions about creating a cultural corridor for the past 15 years. Key points from the recent meeting included potentially making 4th Avenue a one-way street northbound, impacts on residents whose yards are in the City right-of-way, communicating with residents on 4th Avenue, where the City's and ECA's visions intersect, parking, and areas that are within the boundaries of the City project versus the ECA's responsibility.

Mr. McIalwain commented the outcome of this project and the transformation of portions of the ECA campus to properly interact with the corridor creates an interesting dynamic. The ECA will be responsible for any investment on the ECA property as it relates to 4th Ave Corridor which will require financial planning. Having the 4th Avenue Corridor terminate at the ECA lawn in the existing configuration without addressing the front of the ECA property would be a missed opportunity.

- **Boys & Girls Club**

Board Member Brewster reported the BGC presented their initial plans to city council and received a generally positive response. The ECA/EPFD continues to build a partnership with the BGC regarding programming, teens activities, etc.

11. **Finance & Operations Update**

- **Finance Update**
 - May Financials

Ms. Meagher reviewed the Financial Dashboard including the Income Statement, Balance Sheet – Key Balances, and Cash Flow Projection by Month. She responded to a question regarding the targeted date for paying off City loan.

- Mid-Year Budget Update

Ms. Meagher advised the mid-year budget and potential mid-year budget adjustments will be presented at next month's EPFD Board meeting.

- **Human Resources**
 - Staff Hiring Update

Ms. Meagher reported in-person interviews were held yesterday for the accounting position. She is planning to make an offer to one of the candidates and hopes they can start work mid-July. Interviews are underway for the major gift specialist position; she was hopeful that position will be filled by mid-August. Director of Programming and Communications Liz Dawson is conducting the first round of phone interviews for the marketing and communications assistant position. She anticipated the ECA being fully staffed by the end of the summer.

- IDEA Update

(Board Member Willcock rejoined the meeting at 8:45 a.m.)

Ms. Meagher reported the IDEA committee meeting's focus was on a process document for a community-convening event with other organizations doing IDEA work to discuss how to be a resource for each other to advance organizational goals and outreach to the community. Due to his experience working with the Port of Seattle, Board Member Grotheer has offered his assistance moving forward on IDEA action plan initiatives such as gender neutral restrooms. Discussion followed regarding the City's DEIA commission's discussion regarding accessibility issues and plans to have an ADA walkthrough of the ECA to identify barriers to access.

- L&I Update

Ms. Meagher relayed the case has been settled.

- **Facilities**
 - RFQ 2023-01 Building Envelope & Conditions Assessment Update

Staff is in contract and fee negotiations with Mithun. She anticipated approval of the contract will be on next month's EPFD Board agenda.

12. Executive Report / Steering Committee

- **Retreat Update**

Mr. Mclalwain reported due to the final interview process for the ED, the retreat has been rescheduled for Saturday, September 23. The agenda concept will be the same - level setting, refreshing everyone on the existing strategic plan, identifying what is left to accomplish, what committees are working on, and solidifying the last year of the plan. He anticipated the organization engaging in a strategic plan process in fall 2024. He plans to attend the September 23 retreat and play whatever role the organization wants such as providing context and history. He and Ms. Meagher will be meeting with a taskforce to prepare the retreat agenda. At Mr. Mclalwain's invitation, Board Member Maloney agreed to be the MC and guide at the retreat.

- **Marketing & Business Development**
 - Ticket Sales Update

Mr. Mclalwain reported on ticket sales for the summer series are exceeding budget which will address most of the shortfall from other shows. He and ECA Board Treasurer Rick Canning are analyzing how to reach budgeted ticket sales for 2023. He highlighted potential special engagements and reported on a comparison of YTD 2023/2024 ticket sales to the 2019 season.

Discussion followed regarding analyzing targeted revenues versus individual shows, ticket sales for “mission” shows,” building on the ECA’s reputation for showcasing mission artists, and marketing mission shows.

- **Programming/Outreach**
 - General Update

Mr. McIlwain reported staff is working on special engagements for spring 2024 and fall 2023. He, Ms. Dawson and Talent Buyer Greg Garcia will be attending the Western Arts Alliance Conference so he can introduce them to agents, help them get to know peer performing arts center leaders in the community, and book special engagements for spring 2024.

Board Member Brewster pointed out the season brochure and the summer brochure are in the packet. He complimented their professional appearance.

13. New Business

Board Member Grotheer encouraged EPFD, ECA and Emeritus Board Members to attend the annual volunteer recognition event on Saturday, July 15 to thank volunteers.

Mr. McIlwain thanked everyone who assisted at the Edmonds Arts Festival booth, commenting he heard there were a lot of patrons asking about summer series shows.

14. Adjourn

The meeting was adjourned at 9:02 a.m.

Next EPFD Board Meeting: Thursday, July 27, 2023 - 7:30 AM

ACTION ITEMS:

1. July 27 EPFD Meeting
 - a. Executive session to evaluate ED candidates
 - b. Board approval of selection of new ED
 - c. Approval of contract with Mithun for Building Envelop & Conditions Assessment
 - d. Mid-year budget update and potential mid-year budget adjustments
2. Inform Admin & Finance of EPFD Board’s decision not to put funds into the Board Designated Fund
3. IDEA Committee discuss modifying the land acknowledgement statement to address that land was unceded
4. Follow up with Board VP Willcock and Board Member Maloney regarding who will be the EPFD Board representative on the Admin & Finance and Philanthropy Committees
5. Forward updated ECA Contributed Revenue: Progress to Goal as of 6/27/23 to EPFD Board Members who are not on the Admin & Finance Committee
6. Send email to ECA, EPFD and Emeritus Board Members encouraging them to attend the July 15 volunteer recognition event.