

MINUTES

Edmonds Public Facilities District Board of Directors Meeting October 27, 2022

The Edmonds Public Facilities District Board hybrid meeting convened at 7:35 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
Robert White (joined 7:52 a.m.)
David Brewster

ECA Staff Present

Joseph Mclalwain, Executive Director
Lori Meagher, Director of Finance and Operations

ECA Board Members Present

David Schaefer, President
Matt Cox, Admin & Fin. Comm. Chair

Other Guests Present

Dave Teitzel, City Council Liaison

1. Call to Order

Board VP Willcock called the meeting to order.

2. Land Acknowledgement

Board Member Brewster read the Land Acknowledgement Statement and Mr. Mclalwain read the Equity Statement.

3. Board Vice President's Comments

Citing a friend who attended Graham Nash and from his own attendance at Robert Cray, Board VP Willcock commented on the outstanding entertainment in Edmonds and commended Mr. Mclalwain, Ms. Meagher and the team for their work behind the scenes. He commented on last night's dance performance and encouraged board members and others to attend the upcoming Black Opry Review. He also expressed his appreciation to staff for the successful budget review shared with the city council.

- **Agenda Review and Approval**

4. Public Comment

There were no public comments.

6. Consent Agenda

- **EPFD Board Meeting Minutes – September 29, 2022**
- **EPFD Disbursement Report – August & September 2022**

BOARD MEMBER LIAW MOVED TO APPROVE THE CONSENT AGENDA. BOARD MEMBER BREWSTER SECONDED THE MOTION. MOTION CARRIED UNANIMOUSLY. (Board Member White was not present for the vote.)

6. 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).

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

7. **PFD Board Business**

- **Leadership Transition Update**

Board President Liaw relayed an RFP for an executive search firm was posted earlier this week, proposals will be reviewed by the end of November, interviews conducted in early December and selection of a firm in mid-December. The RFP requests firms propose a timeline for the search process, knowing Mr. McIalwain's contractual end day is August 31, 2023, so the hire date for a new director will be early August. Work is being done with the Steering Committee on the position's role; a recommendation will ultimately be presented to the PFD Board for a decision. Work is also occurring on a communication strategy regarding leadership transition. Board VP Willcock thanked Board Member Liaw and the team for their work on this important decision.

8. **Finance & Operations**

- **Finance**
 - Draft FY 2023 Budget - Update

Ms. Meagher reported the draft 2023 budget will be shared with Admin & Finance Chair Matt Cox and ECA Board Treasurer Rick Canning on November 2 for feedback/input, with the Admin & Finance Committee at their November meeting, with the EPFD Board at the November 17; a final draft will be presented to the EPFD Board for approval at the December 1 meeting. She responded to a question regarding capital project forecasting.

- **Human Resources**
 - Hiring Update

Ms. Meagher displayed the org chart, relaying plans to hire a programming manager and a box office manager, and possibly a development manager and a grant writer. She is conducting interviews for the HR coordinator position today and tomorrow. The production team may be restructured to hire a seasonal/part-time stage hand instead of a lead tech. Due to the growth of the organization, an ops manager also may be needed.

Questions and discussion followed regarding this org chart versus an alternate structure; the current number of employees; new and replacement positions; the difference between a coordinator, manager and director; financial accountability of managers versus directors; confusion caused by showing managers at the same level as directors on the org chart; contracting instead of hiring an HR coordinator and/or a grant writer; the HR coordinator's responsibilities; and incorporating staffing changes into budget. The board requested staff color code positions on the org chart that are replacement versus new positions, and full-time versus part-time positions and add a legend for the color coding.

- Organization Chart

See above.

- Draft Employee Handbook

Ms. Meagher relayed All Things HR created an updated employee handbook that contained missing policies and procedures based on state law; the draft employee handbook in the packet includes feedback from the employee handbook taskforce in coordination with All Things HR. The taskforce recommended the draft be updated to incorporate the organization's tone and culture. Lisa Helber will review the handbook once those modifications are made before sending it to All Things HR to create a final draft for review by the handbook taskforce and the Admin & Finance Committee before it is forwarded to the EPFD Board for review and approval.

Discussion followed regarding appreciation for the task force's work and a request once the handbook is published, to report to the board how it is received by staff.

- Inclusion & Accessibility

Ms. Meagher reported the committee has been renamed the IDEA (Inclusion, Diversity, Equity, and Accessibility) Committee. Mr. McIalwain and Gracelynn Shibayama, who attended the Leadership for Racial Equity training, met to discuss equity actions the ECA needs to work on, outcomes and success indicators. An Equity and Access Action Plan was presented to the IDEA Committee which lays the groundwork for this work with a goal of 2026 for the action items. The action plan is a living document that will evolve as the work continues. The action plan is included in packet so the EPFD Board is aware of the DEI strategy and actions for the ECA. A benchmarking tool will be created so progress can be reported to the IDEA Committee.

Questions and discussion followed regarding who was involved in developing the action plan, the committee's excitement over the action plan, whether this is a best practice that could be recognized more broadly, gathering diversity commissions from major municipalities to share best practices and holding events to make connections/relationships to push ideas forward, reporting the IDEA Committee's work to Snohomish County PFD, having a consistent Land Acknowledgement Statement, and the action plan including revisiting the Land Acknowledgement Statement.

- **Facilities**

- L&I Accident Prevention Program

Ms. Meagher advised a preliminary accident prevention program was presented to staff with updated safety procedures. It was a wonderful team effort with several team members participating. The safety committee has been reestablished and will be scheduling monthly safety drills. The organization will also be partnering on an active shooter drill.

- RFQ 2022-01 Building Envelop & Condition Assessment - Update

Ms. Meagher reported the draft RFQ was circulated to the Facilities and Operations Committee for feedback and Board President Liaw also provided input. The RFQ will be finalized and presented to the committee and hopefully to the EPFD Board next month.

- **Succession Planning – Update**

Admin & Finance Committee Chair Matt Cox presented a succession planning proposal developed by a taskforce of the Admin & Finance Committee. He reviewed why succession planning is important to the ECA, useful definitions, differences and overlaps between succession planning and an executive search, the focus for this work, the big picture process for the

organization, characteristics of a high potential employee (HIPO), roles in determining high potentials for ECA, process example, individual development, and a proposed org chart.

Questions and discussion followed regarding the appropriate timeframe for updating the EPFD Board, following this process once talent is already on staff, watching for potential good candidates in the community, creating a referral/reward system for staff, and building versus buying (promoting internally versus recruiting).

9. Executive Report / Steering Committee

- **Joint Board/Staff Retreat - Update**

Mr. McIalwain advised board members and staff were notified yesterday of the decision to postpone the joint board/staff retreat for several reasons including key people who were unable to attend and other high priority issues that need to be addressed before yearend. In discussions with the Steering Committee, it was agreed to reschedule the retreat in Q1 2023 to discuss planning for the next 1-2 years, and once the new executive is hired, begin a strategic planning process for the next 3-5 years.

- **Boys & Girls Club - Update**

Mr. McIalwain reported at the last meeting, the large group provided updates on the issues being addressed. The Boys & Girls Club is shifting its focus to fundraising for their facility in Civic Park; that effort includes he and Boys & Girls Club Executive Director Bill Tsoukalas meeting with Senator Marko Lias to discuss a state capital request.

Questions and discussion followed regarding when to have EPFD board members involved in the capital request to the state and a potential city council budget amendment to reestablish the City's support for ECA operations (fund were not included in mayor's proposed 2023 budget).

- **Strategic Planning - Update**

See above.

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

Mr. McIalwain reported on the marketing team's efforts to promote shows and ticket packages, and to work with Development and Education and Outreach. He displayed the ticket sales report, and encouraged board members to advocate and promote shows, particularly those with low ticket sales and to attend shows they are not familiar with. Pre-pandemic audiences were more likely to buy tickets for new shows; patrons are now less likely to take a chance and are responding more to name recognizable artists. He recognized it will be a 3-year rebuilding process.

Mr. McIalwain acknowledged Matt Cox, his wife Nicole and her partner Stacie at Barclay Shelton who sponsored and helped generate interest in last night's BODYTRAFFIC performance. Discussion followed regarding the masters class BODYTRAFFIC held at Barclay Shelton, the BODYTRAFFIC dancers, and building interest with dance audiences. Mr. McIalwain reported on potential artists for spring shows.

- **Programming / Outreach**
 - General Update

Mr. McIalwain recognized Diana Ortega for her work on Education & Outreach and how health and wellness relate to the ECA's programs. A friend who oversees programming for Aegis is interested in bringing Windows to the Arts to several Aegis facilities. One of the Windows to the Arts performances at Sunrise in Edmonds was funded by a CMP grant; that facility is interested in hiring ECA to do more performances which may be a new revenue stream.

Discussion followed regarding the importance of informing the community of this work and the city council's positive reception to the ECA's outreach, community engagement and potential health and wellness programs.

- **GALA Update on Revenue/Expenses**

Mr. McIalwain reported revenue from the GALA is approximately \$336,000; some expenses are still outstanding; he will provide a net result soon. Jeanne Thorsen, former chair of the Philanthropy Committee, has written a white paper about the future of the GALA and the Philanthropy Committee will be discussing if/how the annual fundraising event model might change. Discussion followed regarding having a change to the fundraising event apply to 2024 due to the need to begin planning for a 2023 event.

10. New Business

Mr. McIalwain and board members relayed their good wishes to Board Member White and his family.

11. Adjourn

The meeting was adjourned at 8:54 a.m.

Next EPFD Board Meeting: Thursday, November 17, 2022 - 7:30 AM

ACTION ITEMS:

1. Add to November 17 meeting agenda
 - a. RFQ for Architectural & Engineering Services for Building Envelope Project
 - b. Final version of updated L&I Accident Prevention Program
 - c. Initial review of draft 2023 Budget
2. Provide GALA revenue/expense updates to EPFD & ECA Boards
3. EPFD Board approval of updated Employee Handbook at December or January meeting
4. EPFD Board review and approval of amount to move from restricted debt service into board designated fund prior to fiscal yearend
5. Revise org chart to color code positions that are replacement versus new and positions that are full-time versus part-time, and add legend for color coding
6. When Employee Handbook is published, report to EPFD Board how it is received by staff