

MINUTES

Edmonds Public Facilities District Board of Directors Special Meeting August 9, 2023

The Edmonds Public Facilities District Board hybrid meeting convened at 8:02 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
Sandra Nestorovic, Operations Manager

Guests

Will Chen, City Council Liaison

1. Call to Order

Board President Liaw called the meeting to order.

2. Land Acknowledgement & Equity Statement

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

3. Executive Session

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

At 8:05 a.m., Board President Liaw recessed the EPFD Board to an approximately 45 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 8:45 a.m.

The meeting was reconvened at 8:45 a.m.

4. PFD Board Business

- **Executive Director Recommendation**

Board President Liaw relayed the leadership transition team's recommendation to extend an offer of employment to the recommended candidate.

BOARD MEMBER MALONEY MOVED TO ENTERTAIN THE RECOMMENDATION OF THE LEADERSHIP TRANSITION TEAM TO EXTEND AN OFFER OF EMPLOYMENT TO THE RECOMMENDED CANDIDATE. BOARD MEMBER BREWSTER SECONDED THE MOTION.

Board President Liaw commented the LTT work has been rewarding. She thanked all the members for dedicating an incredible amount of time, each bringing wisdom and heart to the process. They are committed to continue working to ensure the success of the recommended candidate.

MOTION CARRIED UNANIMOUSLY.

Board President Liaw advised Board Members Brewster and Maloney will negotiate a contract with the recommended candidate. Ms. Meagher will be the AED in the interim between Mr. McIalwain's last day and the new ED's start date.

5. Finance and Operations Update

- **Finance Update**

- Mid-Year Budget vs Actuals Update

Ms. Meagher mid-year budget versus actuals were reviewed with the Admin & Finance Committee yesterday. She reviewed the income statement, balance sheet, and cash flow. Questions and discussion followed regarding contributions and operating grants as an area of concern, delays in hiring development staff, meeting 2023 contributed revenue goals, 2023 GALA revenue goal, grants the contracted grant writer has written, and debt service payments.

- Approval of Budget Adjustment

Ms. Meagher recommended budget adjustments related to payroll and benefits, maintenance and contract services. She offered to provide detailed information and any other adjustments at the August EPFD Board meeting. Questions and discussion followed regarding ED contract negotiations, adjustment to Ms. Meagher's salary while serving as AED, and developing a consulting contract with Mr. McIalwain.

- **Facilities**

- Approval of Agreement for Professional Services by Mithun

Ms. Meagher relayed the EPFD attorney has reviewed and recommended the professional services agreement. She and Operations Manager Sandra Nestorovic responded to board questions regarding the total amount requested and the amounts allocated to Mithun and to owner's expenses, design services and construction contingencies, timing of the assessment, budgeting as a result of the assessment, exploring whether to pursue a partnership with the Boys & Girls Club, systems excluded from the assessment, state requirements related to building energy efficiency, subconsultant contracts the EPFD will be responsible for, markup in the contract for subconsultants, inclusion of the separate consultants contracted by owner in the total budgeted cost, and contingencies included in the total budgeted cost.

BOARD MEMBER GROTHEER MOVED TO APPROVE A \$38,000 CAPITAL BUDGET EXPENSE ADJUSTMENT TO ACCOMMODATE THE MITHUN PROFESSIONAL SERVICES AGREEMENT. BOARD MEMBER MALONEY SECONDED THE MOTION. MOTION CARRIED UNANIMOUSLY.

BOARD MEMBER BREWSTER MOVED TO APPROVE SIGNING OF AN AGREEMENT WITH MITHUN TO COMMENCE WORK ON THE BUILDING ENVELOPE ASSESSMENT. BOARD MEMBER MALONEY SECONDED THE MOTION. MOTION CARRIED UNANIMOUSLY.

6. Adjourn

The meeting was adjourned at 9:38 a.m.

Next EPFD Board Meeting: Thursday, August 24, 2023 - 7:30 AM

ACTION ITEMS:

1. August 24 EPFD Meeting Agenda
 - a. Approval of 2023 budget adjustments