

## **MINUTES**

### **Edmonds Public Facilities District Adjourned Meeting of the Board of Directors March 27, 2025**

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

#### **EPFD Board Members Present**

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

#### **ECA Staff Present**

Kathy Liu, Executive Director

#### **Guests**

Neil Tibbott, City Council Liaison

#### **EPFD Board Members Absent**

David Brewster

#### **ECA Board Members Present**

David Schaefer, Immed. Past President

#### **1. Call to Order**

Board President Liaw called the EPFD Board meeting to order.

- Attendance of those attending in-person for minutes.

#### **2. Land Acknowledgement & Equity Statement**

Board Member Maloney read the Land Acknowledgement & Equity Statement.

#### **3. Agenda Review & Approval**

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

#### **4. Board President's Comments**

Board President Liaw commented she was looking forward to the last quarter of the current season and observed things are going well in the first quarter of the financial year.

#### **5. Public Comment**

Neil Tibbott, Edmonds, thanked the EPFD Board for including the council in distribution of materials, noting he has always wanted to be the liaison for the EPFD Board. He expressed his gratitude for the work done by the EPFD/ECA. He asked if the ECA had a sliding or preferred client rental rate for local organizations or artists, observing some organizations and/or individual artists could utilize a larger venue like the ECA, but the rent may be cost prohibitive. Board President Liaw described the Joe McIlwain Access Fund that provides rental scholarships for organizations that may not be able to afford the rental. The ECA also offers a discounted rate for nonprofits and public and educational organizations.

#### **6. Consent Agenda**

- Meeting Minutes – January 2025
- January & February Disbursement Report
- Surplus Policy

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

**7. Old Business**

- Prior Action Items Review
- March Staff Report – Questions/Comments?

**8. PFD Board Business**

- Association of Washington State PFDs

Board President Liaw reported the Association is in the process of becoming a legal entity, preparing bylaws and articles of incorporation which she forwarded to board members yesterday. No action is required; Board Member Brewster wanted all the PFDs to have an opportunity to review the bylaws and articles and if desired, take action to endorse them. The bylaws and articles are patterned after Lewis County and AWC. The EPFD's only commitment (once it resumes being a dues-paying member) is to pay dues to the organization.

**BOARD VP GROTHEER MOVED TO ENDORSE THE BYLAWS AND ARTICLES OF THE ASSOCIATION OF WASHINGTON STATE PUBLIC FACILITIES DISTRICTS. BOARD MEMBER WILLCOCK SECONDED THE MOTION. MOTION CARRIED UNANIMOUSLY.**

**9. PFD Board Member Reports**

Board VP Grotheer reported the Universal Access Taskforce is in transition with the departure of Nicole Giordano; she will continue on the taskforce as a community member. ECA Board Member Ann McMahon will assume leadership of the taskforce, but there is currently no staff lead. Another ECA member is also needed on the taskforce. The next meeting is scheduled in early April. He reported on Facilities and Operations Committee, relaying work is complete on the electrical panels, the power supply for the emergency lighting needs to be replaced, and the HVAC mixing dampers (that control fresh air versus recirculated air) need to be repaired.

Board President Liaw asked if the Strategic Planning Committee has convened. Board VP Grotheer report it has met once.

Board Member Willcock reported the Rental Committee did not meet. He referred to the report on rentals in the staff report.

Board Member Maloney reported on the Philanthropy Committee; volunteers made calls to encourage giving in February, the Hazel Miller Foundation grant was renewed, and a new donor, the Norcliffe Foundation, donated \$15,000 for education. Staff is in the midst of the Spring Appeal which highlights Kidstock!; the goal is \$2500. The fashion show is coming up on April 2; the goal is to sell 200 tickets. Center Stage is on May 14; the goal is 90 attendees. With regard to the Gala, Ms. Liu reported staff is heading into a busy time of the year, focusing on spring events including Center Stage; groundwork has been laid for the gala along with a tentative format and artist ideas.

Board President Liaw reported Admin & Finance is vetting principles related to what financial success looks like for the ECA. The Steering Committee continues to discuss opportunities for the next phase of permanent, high level partnerships on the ECA campus; there is no clear action plan yet. The Steering Committee is also discussing the future of the Hosting Committee. She suggested the EPFD Board consider recognizing committees that formally report to the Board in the bylaws. Ms. Meagher is beginning to work with the EPFD attorney on updating the operating agreement between the ECA and the EPFD.

Ms. Liu reported the IDEA Committee is working on a revision of the equity statement to make it more welcoming and easily understandable. However, due to what is happening nationally related to DEI, the committee agreed to pause making changes until later this year.

Board President Liaw reported the state legislation to extend the PFD sales tax rebate made it out of Senate committee.

#### **10. Executive Director Update**

- Programming/Outreach
  - Ticket Sales Update

Ms. Liu reviewed the Ticket Sales Report and described marketing for upcoming shows. Three summer shows will be announced next month. Questions and discussion followed regarding the net profit for Tommy Caldwell and family-friendly programming with accessible times.

- **Contributed Revenue Update**

Ms. Liu reported contributed review is currently above budget due to strength in individual giving which includes an estate gift at the end of last year that was split between 2024 and 2025, gifts honoring Mike Meeks, a new foundation grant (the result of work done by the new grant writer), and a renewal of the Hazel Miller Foundation grant.

- **Business Development Update**

Ms. Liu advised she planned to invite Liz Dawson and Amy Stagno to make a presentation at the April meeting. Staff's efforts include increasing the audience pool, identifying key demographics for targeted approaches, and a focus on audience members in the 35-55 age group, families with children, new residents, and small business owners. ECA is hosting a Connect Edmonds event in the ECA lobby with the Chamber of Commerce on April 23. The event is free, but requires registration via the Chamber.

- **Strategic Planning Process**

Ms. Liu reported at the first strategic planning meeting, the consultant described the strategic planning process, took feedback on things to incorporate into the committee, and brainstormed interviewees. Next steps include reaching out to boards and community members to be interviewed. The consultants are also doing background and comparative research with other performing arts organizations. The process is currently in Phase 1 which includes background and comparative research, discovery and interviews. The consultants have offered to interview all board members as well as conduct 25 other interviews which will include staff, community members, volunteers, an Emeritus Board member, donors, City representatives and rental clients. Phase 2 will include a board and senior staff retreat in June led by the consultant to review

accomplishments and draft plan goals. Phase 3 will be refining and publishing the plan. She hoped to have the strategic plan complete in September/October.

- **City Council Report Out**

Ms. Liu advised the report to the City Council is scheduled for their April 1<sup>st</sup> meeting.

**11. Associate Executive Director Update**

- **Administrative**
  - Process Board Member Applications

Ms. Liu reported the upcoming EPFD board vacancy has been advertised and a couple applications have been received. She encouraged board members to invite people to apply. The deadline for applications is March 31. Questions and discussion followed regarding the interview panel and interview dates in April. The EPFD Board's recommendation will occur at the May meeting and City Council appointment will occur in June.

- **Finance Update**
  - Y/E Update & February Draft Financials

Ms. Liu reviewed the Financial Dashboard, highlighting decreased revenue due to canceled presented and rental events that was offset by savings in expenses. She is working on collecting outstanding rental payments.

- Cash Flow
- Debt Service Update

This item was rescheduled for next month's meeting.

- Rental Revenue Update

This item was rescheduled for next month's meeting.

- **Human Resources**
  - Staffing Transitions

Ms. Liu described the background of the new Rental Director, Justin Wilhelm. Staff is doing reference checks on a finalist for the Gifts Officer. Gracelynn Shibayama's last day is March 31; a temporary Events Coordinator may be hired to assist with Center Stage.

- Employee Handbook - Update

The update has been postponed to Quarter 2.

- IDEA - Update

Report provided under PFD Board Member Reports.

- **Facilities**

Report provided under PFD Board Member Reports.

**12. New Business**

**13. Adjourn**

The meeting was adjourned at 8:23 a.m.

**Next EPFD Board Meeting: Thursday, April 24, 2025 - 7:30 AM**

**ACTION ITEMS:**

1. April EPFD Board Meeting
  - A. Invite Liz Dawson to make presentation
  - B. Debt Service Update
  - C. Rental Revenue Update