

MINUTES

Edmonds Public Facilities District Board of Directors Meeting June 26, 2025

The Edmonds Public Facilities District Board hybrid meeting convened at 7:31 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
Wayne Grotheer, Vice President
David Brewster

EPFD Board Members Absent

Suzy Maloney
Bill Willcock

ECA Staff Present

Kathy Liu, Executive Director
Lori Meagher, Associate Executive Director

Guests

Michelle Dotsch, City Council Liaison
Scott Ely, Incoming Board Member

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 Brewster read the Land Acknowledgement & Equity Statement.

3. Agenda Review & Approval

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

4. Board President's Comments

Board President Liaw commented she had enjoyed the role of board president and looked forward to passing on leadership of the board.

5. Public Comment - None

6. Consent Agenda

- Meeting Minutes – May 29, 2025
- May Disbursement Report

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

7. 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).

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

Board member comments included comprehensive, informative and well-presented, looking forward to updates not included in this staff report.

8. PFD Board Business

- **Officer Elections**

Board President Liaw moved to nominate Board Member Grotheer as board president. Board Member Brewster seconded the motion. Motion carried unanimously.

Board Member Brewster moved to nominate Maloney as board vice president. Board President Liaw seconded the motion. Motion carried unanimously.

- **Committee Assignments**

Board members discussed committees they were interest in.

Committee	Board Member
Philanthropy	Maloney
Facilities & Operations	Grotheer
Hosting	Ely
Admin & Finance	Liaw or Ely (TBD at July meeting) Grotheer
Steering	Maloney Grotheer
Education & Community Engagement	Brewster
IDEA	Brewster
Marketing & Communications Advisory	Ely

Discussion included the number of committees each board member serves on, importance of having EPFD board members on committees, potential that the strategic planning process will alter committees, and prohibition on a quorum of EPFD Board members attending committee meetings.

It was agreed to reschedule the July EPFD Board meeting to July 31.

9. PFD Board Member Reports

Board Member Brewster reported the Creative District Advisory Committee did not meet in June. Numerous activities are planned in Edmonds during the summer including Porch Fest next month, concerts in the park and Hazel Miller Plaza, events at Cascadia Art Museum including their 10th anniversary gala in August, and “Find Waldo” scavenger hunt in July. He reported it appears unlikely there will be an Association of WA State PFDs conference this year. Registration of the AWSPFD is still under review by the Washington Secretary of State. Due to bleak state revenue forecasts, receipt of any grants or extra financing is unlikely. With regard to Education &

Community Engagement, he referred to Diana Ortega's excellent update in the staff report. The IDEA Committee has paused work on the equity statement until September.

With regard to the Facilities & Operations Committee, Board VP Grotheer reported on engineering and obtaining final quotes for the emergency power replacement; the organization was unsuccessful in obtaining a grant from Puget Sound Energy. With regard to sprinkler head testing, the sprinkler heads in the theater building are fine. Staff is doublechecking that all the sprinkler head types in the back of house have been tested. Staff responded to a question regarding the budget for capital facilities repairs and improvements.

Board President Liaw reported there was nothing out of the ordinary discussed at the Steering Committee. The Admin & Finance Committee continued discussion on statement of financial principles for the organization.

10. Executive Director Update

- **Programming/Outreach**
 - Ticket Sales Update

Ms. Liu reported the majority of ticket sales activity has been for the upcoming 2025-26 season. Subscriptions went on sale two weeks ago and single tickets went on sale to the public on Tuesday; sales are very strong. The 2024-25 season is net positive, but under budget overall. She anticipated making that up with ticket sales for bigger names/higher priced shows in the fall. She has requested a revenue forecast through the end of the year. She reported on ticket sales for summer shows including increased marketing efforts for some shows.

Discussion included a request to show actual ticket sales compared to budget in the Ticket Sales report, performance of summer shows, decision not to have a July show in 2025, and marketing for summer shows.

Ms. Liu reported the CRM conversion that consolidates ticketing, development/philanthropy and email marketing is anticipated to be complete by the end of August.

- **Contributed Revenue Update**

Ms. Liu reviewed the Development Revenue Report, citing progress on individual gifts, performance sponsorships, corporate, foundations, government, special events/other and endowment. Gala ticket sales will begin at the end of July.

- **Business Development Update**

Ms. Liu reported three industry evenings have been scheduled during the upcoming season: Selena Experience (August) – small businesses, Reduced Shakespeare (December) – arts and culture industry, and a spring corporate evening. Ms. Liu responded to a question regarding receptions on industry evenings.

- **Strategic Planning Update**

Ms. Liu thanked everyone for participating in the retreat; she distributed the slides and retreat report yesterday. Next steps include convening small working groups/subcommittees (finance, governance and facilities) at the end of July to make tactical decisions and recommendations that will be forwarded to committees in September, draft plan in October and plan adoption in

November. She recommended one ECA and one EPFD board member, Ms. Meagher and herself on each working group/subcommittee. It was agreed that Board President Liaw would participate on Governance (and keeping Board Member Maloney updated), Board VP Grotheer on Facilities and Board Member Brewster on Finance (keeping Board Member Ely updated). Ms. Liu advised interim debriefs will be scheduled for ECA and EPFD Boards.

Board Member Brewster commended staff on the annual report. Ms. Liu advised the report will be distributed to a select mailing list, posted to the website, and included the Spotlight newsletter.

11. Associate Executive Director Update

- **Finance Update**
 - May Draft Financials

Ms. Meagher reviewed the Income Statement – Key Amounts, highlighting operating revenue including presented events, concessions HPF; contributed revenue & operating grants (development), education and outreach, advertising and marketing. She highlighted operating expenses including presented events and concessions, advertising and marketing, education and outreach, development, payroll and employee benefits, facilities maintenance and utilities, and other expenses. She also highlighted non-operating revenue and expenses and total surplus (loss). She advised an evaluation will be done July/August to determine if a mid-year adjustment to the operating budget will be necessary. Ms. Meagher reviewed the Balance Sheet – Key Balances, highlighting total cash, total receivables, accounts payable, unearned ticket revenue, long term debt, and total liabilities and net position.

Discussion followed regarding the source of endowment revenue, and reduction in employer's PERS contribution.

- Cash Flow
- Debt Service Update

Ms. Meagher reported the Snohomish County PFD is meeting in July so there may be updated materials as a result of the new legislation. Board President Liaw suggested continuing the current Snohomish County PFD allocations. Ms. Liu advised the Snohomish County PFD is recruiting new members; David Schaefer has applied.

- Rental Revenue Update

Ms. Meagher reviewed Rentals Budget Vs. Actual January through March 2025, highlighting total venue days of use in May and YTD, theater rental revenue, ticketing fees, and rental event related wages and benefits.

Discussion followed regarding updating rental rates in September, savings some clients have realized by utilizing packages, and whether all possible revenues were being captured.

Board members supported staff's suggestion to change rental contracts to a calendar year to align with the budget.

- McIlwain Access Program

Ms. Meagher advised the Admin & Finance Committee approved forwarding to the EPFD Board the resolution authorizing the receipt of scholarship funds from the ECA to offset rental base rates

related to the ECA Mclalwain-ECA Access Program for approval and the Hosting Scholarship Program to the ECA Board. Approval of the Mclalwain Access Program is scheduled for the EPFD's July meeting.

- **Human Resources**
 - Staffing Transitions

Ms. Meagher relayed Production Manager Kramer Kale's last day is July 8. They are discussing the transition and the possibility of him working in a contract role during the transition. The position has been posted in multiple places without a great response. A verbal offer was made and accepted for the Special Events Assistant Manager position. Interviews are being conducted today for the Front of House Event Manager position.

- Employee Handbook - Update

Ms. Meagher reported the consultant provided an outline for staff's review which will hopefully be available for review by Admin & Finance and the EPFD Board in July.

- IDEA - Update

This item was covered above.

12. New Business

Ms. Liu reminded ECA offices are closed next week.

13. Adjourn

The meeting was adjourned at 8:48 a.m.

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

ACTION ITEMS:

1. July EPFD Meeting
 - a. Approve Mclalwain Access Fund Policy
 - b. Finalize committee assignments
 - c. Review Updated Employee Handbook
2. Reschedule July EPFD meeting from July 24 to July 31
3. Show actual ticket sales compared to budget on the Ticket Sales report.
4. Change rental contracts to calendar year