

## MINUTES

### Edmonds Public Facilities District Board of Directors Meeting August 28, 2025

The Edmonds Public Facilities District Board hybrid meeting convened at 7:52 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**

Wayne Grotheer, President  
Suzy Maloney, Vice President  
David Brewster  
Scott Ely  
Ray Liaw

#### **ECA Staff Present**

Kathy Liu, Executive Director  
Lori Meagher, Associate Executive Director

#### **Guests**

Tam Osborne, Cascade Youth Symphony

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

Board President Grotheer 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 MEMBER LIAW MOVED TO APPROVE THE AGENDA. BOARD MEMBER BREWSTER SECONDED THE MOTION. MOTION CARRIED UNANIMOUSLY.**

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

Board President Grotheer thanked Board Member Brewster for his persistence, dedication and dogged determination over the years to establish a new, fully legal Association of Washington State Public Facility Districts. He also thanked Board Member Brewster for his comments to the City Council on behalf of the entire arts community regarding the cultural access initiative.

#### **5. Public Comment - None**

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

- Meeting Minutes – July 2025
- July Disbursement Report
- EPFD ECA McIlwain Access Program Resolution 2025.03

**BOARD MEMBER BREWSTER MOVED TO APPROVE THE CONSENT AGENDA. BOARD MEMBER LIAW SECONDED THE MOTION. MOTION CARRIED UNANIMOUSLY.**

#### **7. Old Business**

- **Prior Action Items Review**

There were no outstanding action items.

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

Board President Grotheer thanked everyone involved in implementing the new Spectrum CRM system. He recognized the Education & Community Engagement team for the summer camps and the recent Veterans Outreach program.

## **8. PFD Board Business**

- Association of WA State PFDs

Board President Grotheer advised there were two decisions to be made, 1) determine whether the EPFD wants to join new association, and 2) if so, select an official representative. Board Member Brewster recognized Representative Strom Peterson and his chief of staff for their assistance. The annual meeting of the AWSPFD is scheduled September 24-26 in Wenatchee hosted by the Wenatchee PFD which operates the Toyota Center. He plans to attend; registration materials and hotel information has been distributed to EPFD board members. Officers will be elected at the annual meeting. An informal meeting may be held prior to the annual meeting to resolve the issue of the bank account, issuing invoices for dues, etc.

Discussion followed regarding establishing a bank account for the new organization, electing officers, 501(c)(4) status of the organization, and the organization's bylaws.

**BOARD MEMBER BREWSTER MOVED FOR THE EDMONDS PUBLIC FACILITIES DISTRICT TO JOIN THE ASSOCIATION OF WASHINGTON STATE PUBLIC FACILITIES DISTRICTS. BOARD VP MALONEY SECONDED THE MOTION. MOTION CARRIED UNANIMOUSLY.**

**BOARD MEMBER LIAW MOVED TO APPOINT BOARD MEMBER BREWSTER AS THE EDMONDS PUBLIC FACILITY DISTRICT'S REPRESENTATIVE TO THE ASSOCIATION OF WASHINGTON STATE PUBLIC FACILITIES DISTRICTS. BOARD VP MALONEY SECONDED THE MOTION. MOTION CARRIED UNANIMOUSLY.**

## **9. PFD Board Member Reports**

Board President Grotheer reported the Administration & Finance Committee met yesterday; most of the items discussed will be addressed by Ms. Liu and Ms. Meagher in their reports which include an updated format for the Ticket Sales Report, updates to key financial 2025 forecasts, and status of the state audit. He reported on the Facilities and Operations Committee; staff has multiple proposals for replacing the emergency uninterruptable power supply and is engaging the electrical engineering firm that conducted the recent arc flash study for their input. The last sprinkler head to be tested (in the lobby) will be removed and sent for testing next week. A subgroup of staff and ECA board members is preparing the 2026 facilities budget with the goal of completing a draft in early October. The Steering Committee discussed the strategic plan and the process to change the mission and vision; that change will require approval of both boards.

Board Member Brewster reported discussion at the Education & Community Outreach meeting included building a network of educators, and making connections with homeschools, religious schools, schools for the hard of hearing, etc. in an effort to expand programming and build young audiences. The meeting also included an update on the success of the summer camps and fall

programming. He reported the City Council had a public hearing on the cultural access sales tax proposal; a decision is expected at the first Council meeting in September. The City Council approved a 0.1% sales tax for public safety.

Ms. Liu reported the Hosting Committee is focused on comparative research of fees, and benefits for resident companies and the ECA.

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

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

Ms. Liu reported on ticket sales for special engagements: Jake Shimabukuro, Comedy Show #IMomSoHard, Delfeayo Marsalis & The Uptown Jazz Orchestra, and Melissa Arnot Reid. The Programming team's reforecast for the remainder of the year is slightly under revenue projections. She anticipated a few more special engagements will be announced for 2026. She responded to a question about when the reformatted Ticket Sales Report will be implemented.

- **Contributed Revenue Update**

Ms. Liu reported contributed revenue is on track. The development team's reforecast for the remainder of the year anticipates weakness in individual major gifts and foundations and government; revenue from Center Stage will balance that out, provided the Gala performs as projected.

- **Summer Camp Profit Margin**

Ms. Liu reported the Education Department still needs to reconcile with Finance, but initial estimates are \$1750/week for an overall profit of \$3500 after expenses including internal overhead. Ms. Ortega is analyzing changes for next year.

- **Strategic Planning Update**

Ms. Liu referred to the August 14<sup>th</sup> briefing provided to the EPFD and ECA Boards. She reviewed the timeline: share initiatives with committees in September, draft plan in October and approval of plan in November. Discussion followed regarding establishing a managed process for reviewing the strategic plan and deemphasizing wordsmithing.

- **Gala Update**

Ms. Liu reported on Gala ticket sales. The procurement team is solidifying live and silent auction items.

#### **11. Associate Executive Director Update**

- **Finance Update**
  - July Draft Financials & Cash Flow

Ms. Meagher reviewed the Income Statement, highlighting operating revenue and expenses and total operating loss, non-operating revenue and expenses, and total net loss. She reviewed the Balance Sheet, highlighting assets, total liabilities & net position, and cash flow projections.

- Audit Update

Ms. Meagher reported the audit entrance conference is September 2. This year's is a financial audit only. The focus will be on revenue sources, implementation of GASB 101, and ensuring controls are in place. The audit is anticipated to be complete by September 15.

- **Human Resources**
  - Staffing Transitions

Ms. Meagher reported on hiring a production manager, an education and community engagement coordinator, and box office agent. The accountant has given notice; a temporary accountant is starting on September 8.

- Employee Handbook

Ms. Meagher reported the handbook is in final draft form and is awaiting legal review by All Things HR. She anticipated final adoption by the EPFD Board in late 2025/early 2026.

## **12. Department Head Report Out**

Ms. Liu advised Ms. Ortega was out of the office today.

## **13. New Business**

Board Member Liaw inquired about doing an insurance review. Ms. Meagher reported on insurance renewals and research of insurance options.

Board members and staff discussed adjourning the September 25<sup>th</sup> meeting to October 2<sup>nd</sup> or cancel the September meeting.

## **14. Adjourn**

The meeting was adjourned at 8:41 a.m.

**Next EPFD Board Meeting: Thursday, September 25, 2025 - 7:30 AM Adjourned to October 2, 2025**

### Informal items/future items

Send AWSPFD bylaws to Board Member Ely

Analysis of insurance options prior to the next renewal period

Insurance coverage review (by either EPFD Board or A&F Committee)

Employee Handbook review and approval

Determine whether to adjourn the September 25<sup>th</sup> meeting to October 2<sup>nd</sup> or cancel the September meeting