



Meeting of the PHPDA Governing Council

Tuesday, August 9, 2022 5:30 - 7:00 PM

Physical Location: Quarters 2 Building, Pacific Tower, 1200 12th Ave S., Seattle, WA 98144

Virtual Location: <https://zoom.us> | Meeting ID: 871 5578 8521

<https://us02web.zoom.us/j/87155788521?pwd=ZGFCLzBhdW1vV2NPNl04WFhPdUs1dz09>

Phone Option: +1 253 215 8782

Password: STRATEGIC (Numeric Password for Phone: 726444356)

MEMBERS PRESENT		NOT PRESENT	ALSO PRESENT	
Sue Taoka	Bob Cook	Nancy Sugg	John Kim	Gene Yoon
Doris Koo	Virgil Wade		Denise Stiffarm	Whitney Regan
AyeNay Abye	Doug Jackson		Marc Provence (arrived 5:57pm)	Michael Finch (until 6:45pm)
Gloria Burton (arrived 5:43pm)	Paul Feldman		Martine Pierre-Louis (arrived 5:54pm)	Ellie Menzies (arrived 5:34pm)

Doris Koo called the meeting to order at 5:32 PM. A quorum was present. There was no public comment. Paul Feldman and Doug Jackson were appointed to the Governing Council per the Mayor's approval. The Council welcomed Marc Provence, Ellie Menzies, and Martine Pierre-Louis

Consent Calendar Minutes

The Governing Council approved the minutes for the July 12, 2022 Governing Council meeting. (Moved/2nded by Doris Koo/Sue Taoka, 5 of 7 in favor) (Paul Feldman & Doug Jackson abstained because they were not present at the meeting)

The Governing Council accepted as information:

- The Program Committee minutes from July 6, 2022
- The Finance & Audit Committee minutes from July 6, 2022

Governance

Governing Council Appointments & Strategic Advisors to Committees

The Council Chair and Executive Director discussed Governing Council appointments and new Strategic Advisors to Program Committee and Finance Committee.

- The Mayor approved Paul Feldman and Doug Jackson's Governing Council appointments and their paperwork has been filed with the City Clerk. Their final step is attending a City of Seattle committee hearing to receive City Council confirmation.
- PHPDA extended a warm welcome to the new Council members and thanked them for their service as Strategic Advisors to Program Committee and Finance Committee.
- The Mayor reappointed Gloria Burton. Her second term began in 2021 and will end in 2023.
- The Council thanked Ellie Menzies for her nine years of service on the Governing Council. She is being nominated to join the Finance Committee as a Strategic Advisor.
- Martine Pierre-Louis from Harborview Medical Center is being nominated to join the Program Committee as a Strategic Advisor.

The Governing Council approved Ellie Menzies as Strategic Advisor to the Finance Committee and Martine Pierre-Louis as Strategic Advisor to the Program Committee. (Moved/2nded by Doug Jackson/AyeNay Abye, 7 of 7 in favor)



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Staff Report

The Executive Director updated the Governing Council on the Staff Report.

- He had a conversation with the Director of Policy to the City of Seattle Mayor for PHPDA to be a part of the Mayor's vision for a healthier Seattle. The Executive Director shared PHPDA's strategic plans and provided an update on the North Lot and Quarters buildings.
- Members of the Mayor's Executive Team are part of the Healthy Seattle Initiative, which includes support for uninsured residents, specifically BIPOC residents and immigrants.
 - The Director of Policy plans to introduce the Executive Director to the members of the Mayor's Executive Team that work on the Healthy Seattle Initiative.
- The Office Coordinator has been working with the Mayor's office to get the Charter amendments approved and filed with the City Clerk.

Financial Stewardship

Q2 2022 Financial Statements

The Council Treasurer reported on the Q2 2022 Financial Statements. The Finance Committee accepted the Q2 financial statements and forwarded them to the Governing Council for approval.

- Notable accounts within the fixed assets:
 - PacMed is reimbursing PHPDA for a portion of the East Parking Garage repairs. Per PacMed's lease, items over \$50,000 will be paid back on an amortized basis over the useful life. PHPDA has capitalized the expense into a separate fixed asset account to be depreciated over the same term of the amortized reimbursement.
 - 40th Anniversary mosaic will be moved to fixed assets and capitalized once it is completed and will likely not be depreciated
- PHPDA received the final North Lot parking income.

The Governing Council voted to accept the Q2 2022 Financial Statements. (Moved/2nded by Bob Cook/Sue Taoka, 8 of 8 in favor)

Property and Real Estate

North Lot Project Update

The Executive Director updated the Council on the North Lot Project.

- SCIDpda continues to work with AiPACE/ICHS to finalize the condominium sale in Building A. They do not want to finalize the North Lot Purchase and Sale Agreement without the completed AiPACE Purchase and Sale Agreement.
- SCIDpda inquired about a closing extension because they are concerned they may not close by the August 31 deadline.
 - The Council discussed the closing extension, its complexity of legal arrangements, and transactions causing unexpected closing delays.



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- PHPDA cannot extend the closing date beyond October 31 due to budget planning. Additionally, SCIDpda's tax credits may be affected and construction could be more difficult the later they extend the closing date.

Amendment to North Lot Purchase & Sale Agreement

The Executive Director and PHPDA Legal Council discussed an amendment to the North Lot Purchase and Sale Agreement.

- It is the first amendment to the North Lot Purchase and Sale Agreement. The amendment only changes the closing date to October 31, 2022 instead of August 31, 2022. PHPDA considers this a one-time extension rather than offering multiple extensions

The Governing Council voted to approve the first amendment to the 2019 North Lot Purchase and Sale Agreement as presented, authorizing the Executive Director to execute the first amendment with SCIDpda. (Moved/2nded by Bob Cook/Paul Feldman, 8 of 8 in favor)

Strategic Planning

Strategic Plan Framework

PHPDA Strategic Plan Work Group members Bob Cook and Marc Provence presented the final 2021 Strategic Plan Framework to the Governing Council.

- Bob Cook, the Strategic Plan Work Group Chair, thanked the Governing Council, Staff, and members of the Work Group for their hard work creating the Strategic Plan Framework. Also, a special thanks to Marc Provence for his guidance throughout the planning process.
- Marc Provence reminded the Council of PHPDA's vision, mission, and values statements. He reviewed the four key roles: Resource (property), Ally (community partner), Convener (advance equity), and Change Agent (use the funds for meaningful and lasting change).
 - Each role includes goals and strategies. The strategies inform PHPDA's work for the next few years.
- A Theory of Change diagram shows how PHPDA plans to achieve impact.
- The framework shows a direct and impactful sense of what PHPDA has taken on and defines our cultural and commitments for the next three years.
- The Council discussed the year the Strategic Plan Framework begins. A 2022 start date rather than 2021 matters because 2022 is more intentional and current.
- Governing Council asked how the framework will be shared with the public. PHPDA is open to ideas of how to better share the framework with the community.
 - Communications Manager has been working on sharing the new PHPDA material
 - PHPDA plans to update the design of the framework before sharing it with the public

The Governing Council voted to approve and adopt the Strategic Plan Framework with the knowledge that the start date will change to 2022. (Moved/2nded by Doris Koo/Bob Cook, 8 of 8 in favor)



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Property and Real Estate

Update on Quarters Buildings

The Executive Director provided an update on the Quarters buildings

- Department of Commerce is ramping up their study to rehabilitate the Quarters. They have named partners and community outreach as begun. SHKS Architects remain the sole source to continue the feasibility study into operation. Makers continues to work with SHKS Architects on community outreach.
- The goal is to have information ready to share with partners in the Washington state legislature prior to the session next year so the legislature can consider investing in rehabilitating the Quarters for future use.

Department of Commerce Access Agreement

The Executive Director discussed a Department of Commerce Access Agreement for Quarters 3-10.

- There are some outstanding issues that need to be resolved and discussed in more detail with Commerce.
- The agreement would allow Commerce access to Quarters 3-10 to continue their feasibility study and work towards rehabilitating the buildings.
- The timeframe of the Access Agreement would be September 1, 2022- June 30, 2023. It would cover the gap between now and the end of the fiscal year (June 2023).

The Governing Council did not take action on the Department of Commerce Access Agreement.

Adjournment

The meeting was adjourned at 7:04 PM

Minutes approved 

9/14/2022
(Date)