



Meeting of the PHPDA Governing Council
 Tuesday, September 13, 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: 816 0740 4428
<https://us02web.zoom.us/j/81607404428?pwd=UjZ1SWpMZm9UVmJPQzZtSWhhZ2gwdz09>

Phone Option: +1 253 215 8782

Password: AUTUMN (Numeric Password for Phone: 236893)

MEMBERS PRESENT		NOT PRESENT	ALSO PRESENT	
Doris Koo	Bob Cook	Gloria Burton	John Kim	Christina Bernard
Sue Taoka	AyeNay Abye		Gene Yoon	Mallory Fitzgerald
Nancy Sugg	Virgil Wade		Whitney Regan	Michael Finch (until 6:23pm)
Doug Jackson	Paul Feldman		Denise Stiffarm (until 6:15pm)	Ellie Menzies (arrived 5:45pm)

Doris Koo called the meeting to order at 5:32 PM. A quorum was present. There was no public comment. The Council Chair welcomed Ellie Menzies.

Consent Calendar Minutes

The Governing Council approved the minutes for the August 9, 2022 Governing Council meeting. (Moved/2nded by Paul Feldman/Sue Taoka, 8 of 8 in favor)

The Governing Council accepted as information:

- The Program Committee minutes from August 3, 2022
- The Finance Committee minutes from August 3, 2022

Staff Report

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

- PHPDA updated the Staff Report categories to align with the Staff Work Plan and Strategic Framework.
- The Office Coordinator and Communications Manager provided an update on the 40th Anniversary mosaic. The mosaic is on track. The closing reception and mosaic unveiling will be Monday, November 14.

Financial Stewardship

CD Investments (Res. 08-2022)

The Associate Director discussed CD Investments (Res. 08-2022). The Finance Committee reviewed the resolution and forwarded it to the Council.

- Finance Committee discussed changing the CD Investment review to a permanent authorization rather than an annual review in future years and considered adding it to our operations policy review.

The Governing Council voted to approve Resolution 08-2022, authorizing the Executive Director to maintain and establish CD investment accounts for the 12 months from October 2022 through September 2023. (Moved/2nded by Bob Cook/Nancy Sugg, 8 of 8 in favor)



Meeting of the PHPDA Governing Council Tuesday, September 13, 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: 816 0740 4428

<https://us02web.zoom.us/j/81607404428?pwd=UjZ1SWpMZm9UVmJPQzZtSWhhZ2gwdz09>

Phone Option: +1 253 215 8782

Password: AUTUMN (Numeric Password for Phone: 236893)

Professional Services

Renewal of Professional Services Relationship with Pyramid Communications (Res. 09-2022)

The Associate Director discussed renewal of the professional services relationship with Pyramid Communications (Res. 09-2022). The Finance Committee reviewed the resolution and forwarded it to Governing Council.

- Going forward, renewal of Pyramid's contractual services will be reviewed at the end of the calendar year every 3 years.
- PHPDA Staff are happy with the work Pyramid has done so far and trusts Pyramid's team on scope and deliverables (e.g., the 2021 Annual Report and the new website.)
- Pyramid has been pivotal at providing PHPDA with cornerstones needed and instrumental in developing the Strategic Communications plan. Pyramid provides feedback when needed and can anticipate PHPDA's needs.

The Governing Council voted to approve Resolution 09-2022 Renewal of Professional Services Relationship with Pyramid Communications, authorizing the Executive Director to enter into annual contracts with Pyramid Communications, to provide continued communications services for an additional three years through December 31, 2025. (Moved/2nded by Doris Koo/Sue Taoka, 8 of 8 in favor)

Property and Real Estate

North Lot Update

The Executive Director updated the Council on the North Lot. SCIDpda anticipates a September 29 closing.

North Lot Seller's Note & Deed of Trust (Res. 11-2022)

The Executive Director and Legal Counsel Denise Stiffarm discussed the North Lot Seller's Note and Deed of Trust (Res. 11-2022).

- In the 2019 North Lot Purchase and Sale Agreement, SCIDpda could provide up to \$2 million of the sale price as a promissory note with zero percent interest to be paid in full in three years.
- At the July Council meeting, the North Lot closing documents included an amended and restated Reciprocal Easement Agreement, which assigned sole construction costs to the Parcel Y buyer/Lot on the Hill LLLC (SCIDpda partner).
- Two changes were made to the forms approved in July and they are now substantively different:
 - SCIDpda is utilizing the promissory note for roughly \$500,000 and it is tied to the construction loan. They expect it will take longer than three years to pay back the loan.
 - SCIDpda will pay no interest for thirty-six months then will be charged a 5.5% interest rate during the last twelve months. SCIDpda has agreed to the terms.



Meeting of the PHPDA Governing Council Tuesday, September 13, 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: 816 0740 4428

<https://us02web.zoom.us/j/81607404428?pwd=UjZ1SWpMZm9UVmJPQzZtSWhhZ2gwdz09>

Phone Option: +1 253 215 8782

Password: AUTUMN (Numeric Password for Phone: 236893)

- SCIDpda planned to initially hold the promissory note, but anticipated they would have another financial vehicle, which is Lot on the Hill LLLC. Lot on the Hill LLLC will manage the condominium sale on Parcel Y.
- A Deed of Trust was created to secure the promissory note and narrow the encumbrance on the property to where the condominium unit will be housed. Without the Deed of Trust, the promissory note would burden the entire North Lot property.
- Three condominium units will be established on Parcel Y: residential, childcare, and a program/community unit. Once they are established, the Lot on the Hill LLLC will transfer the program unit with all obligations to SCIDpda.
- The promissory note and Deed of Trust will be signed post-closing. Also, pre-authorization for the program unit transfer will occur at a later date.

The Governing Council voted to approve Resolution 11-2022 regarding SCIDpda's Note Term Amendment, authorizing the PHPDA Executive Director to execute on behalf of the PHPDA the revised Promissory Note and Deed of Trust substantially in the forms attached as Exhibit A and B, all as necessary to implement the closing and sale of the North Lot consistent with the North Lot Purchase and Sale Agreement. (Moved/2nded by Doris Koo/Doug Jackson, 8 of 8 in favor)

Update on Quarters Buildings

The Real Estate Consultant Michael Finch provided an update on the Quarters buildings.

- Commerce continues the feasibility study and are meeting with potential providers.
- The study will likely be completed this fall. Commerce will share their learnings and provide information to the legislature prior to next year's session.

Department of Commerce Access Agreement

The Real Estate Consultant and Executive Director discussed a Department of Commerce Access Agreement.

- The agreement allows Commerce use of the Quarters buildings for study purposes and Commerce can utilize the Washington State budget proviso, which provided them funds to lease the Quarters short-term.
- Commerce, SHKS Architects, and sub-contractors are primarily looking at the space for potential programming. They have completed testing within the buildings.
- This agreement includes less protection and formality compared to standard access agreements because Commerce requested limited use. Commerce will not receive keys to the Quarters buildings.

The Governing Council voted to approve the Department of Commerce Access Agreement, authorizing the Executive Director to execute the agreement with the Department of Commerce for the term September 1, 2022- June 30, 2023. (Moved/2nded by Sue Taoka/Virgil Wade, 8 of 8 in favor)



Meeting of the PHPDA Governing Council

Tuesday, September 13, 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: 816 0740 4428
<https://us02web.zoom.us/j/81607404428?pwd=UjZ1SWpMZm9UVmJPQzZtSWhhZ2gwdz09>

Phone Option: +1 253 215 8782

Password: AUTUMN (Numeric Password for Phone: 236893)

Grantmaking

2023 Nimble Grant Guidance

The Grants Manager reviewed 2023 Nimble Grant Guidance.

- PHPDA Staff preliminarily reviewed the Guidance, then discussed it with the Program Committee. Program made no suggestions or changes from the Guidance last year.
- Calendar dates are similar to this year. There are three Nimble Grant Cycles with the same total funding levels for Nimble Grants as prior years.
- Program Committee discussed potentially adding more funds to the Nimble Grant budget next year.
- The Grants Manager shared the 2023 Review Panel dates and asked Council members to select one or two panels to join.
- The Council discussed whether members have the capacity to partake in more than one review panel. PHPDA staff can reach out to past Governing Council members and Strategic Advisors if needed.

The Governing Council voted to approve the 2023 Nimble Grant Application Guidance. (Moved/2nded by Paul Feldman/AyeNay Abye, 8 of 8 in favor)

2022 Nimble Grant Cycle 3 Awards (Res. 10-2022)

The Grants Manager reviewed Resolution 10-2022 on Nimble Grant 2022 Cycle 3 Award recommendations.

- The Review Panel consisted of five (5) participants (PHPDA Staff John Kim and Gene Yoon; Governing Council Members Bob Cook, Doris Koo, and AyeNay Abye).
- PHPDA received twenty-one (21) applications. The Review Panel recommended full and partial funding for the following organizations, funding four (4) programs totaling \$76,500:

Downtown Emergency Service Center	Elizabeth Gregory Home	Empower Youth Network
Hepatitis Education Project		

- All applicants who were not awarded have the option to contact the Staff for feedback.

The Governing Council voted to approve Resolution 10-2022 authorizing the Executive Director to negotiate and execute 2022 Nimble Grant Cycle 3 contracts. (Moved/2nded by Bob Cook/Doug Jackson, 8 of 8 in favor)

Grant Relations

Update on Technical Assistance & Capacity Building

The Associate Director updated the Council on upcoming technical assistance and capacity building activities.



Meeting of the PHPDA Governing Council Tuesday, September 13, 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: 816 0740 4428

<https://us02web.zoom.us/j/81607404428?pwd=UjZ1SWpMZm9UVmJPQzZtSWhhZ2gwdz09>

Phone Option: +1 253 215 8782

Password: AUTUMN (Numeric Password for Phone: 236893)

- PHPDA is launching our technical assistance/capacity building program this year. The Associate Director has been reaching out to current and past grantees regarding potential topics. Also, plans to follow up with attendees after the meetings to see how things went and find out what people are interested in learning more of.
- PHPDA is hosting two technical assistance/capacity building sessions this year:
 - First one is at the end of the month. It is an educational session focused around aviation impacts to health in Beacon Hill and South King County.
 - Second session is in late October and focuses on Theory of Change. There will be an introduction to Theory of Change and why organizations create them. Attendees will bring their own Theory of Change document to work on and break out into small groups with a facilitator.
- The first few meetings will be virtual. PHPDA may host in person meetings next year.
- PHPDA plans to start cohorts next year. Cohorts will be focused around specific topics and open to current, past, and potential grantees. In-person cohort meetings can be more meaningful and purposeful compared to a virtual format.

Advocacy

Seattle University Health Law Clinic Update

The Executive Director provided an update on the Seattle University Health Law Clinic.

- PHPDA Staff met with the Seattle University Health Law Clinic Staff last week. The class started about a week ago with five students and two professors.
- PHPDA Staff worked with the SU professors to generate possible policy topics. SU continues to build relationships with organizations that could provide case studies for the class.
- Students will vote for two topics out of five to focus on throughout the quarter then split into two teams, each team focusing on one topic. The topics include guardianship and language access in health care settings. Once topics are chosen, PHPDA will provide some data and information.
- Gradually, PHPDA would like to stop funding the SU course and focus on sharing grantee data and learned experiences that can be translated into policy.

UW School of Public Health Capstone Project Update

The Executive Director reported on the University of Washington School of Public Health Capstone Project.

- The project will begin this fall and run through spring 2023. Marc Provence will assist as a UW Faculty Supervisor and the Executive Director and Associate Director will be the PHPDA supervisors. They met with the first potential candidate today and one other student has shown interest.
- The selected UW student will gather data and information, analyze it, and provide policy and advocacy recommendations. The project centers on lived experiences PHPDA has with grantee data and translating the qualitative data into policy. Also, the student may advise PHPDA on ways we can improve our data collection.



Meeting of the PHPDA Governing Council
Tuesday, September 13, 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: 816 0740 4428
<https://us02web.zoom.us/j/81607404428?pwd=UjZ1SWpMZm9UVmJPQzZtSWhhZ2gwdz09>

Phone Option: +1 253 215 8782

Password: AUTUMN (Numeric Password for Phone: 236893)

- The UW student will get a chance to engage with Seattle University law students. This will likely occur in December after the UW student has developed the project and the SU law students have concluded their deliverables.

Adjournment

The meeting was adjourned at 7:04 PM

Minutes approved *David W. Kw*

 10/13/2022
(Date)