



Meeting of the PHPDA Governing Council
 Tuesday, December 12, 2023 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: 875 2880 2840
<https://us02web.zoom.us/j/87528802840?pwd=b2x0Y3lFMkNKZndxc0FhN3RzSTRDQT09>

Phone Option: +1 253 215 8782

Password: SEASON (Numeric Password for Phone: 156953)

MEMBERS PRESENT		NOT PRESENT	ALSO PRESENT	
Doris Koo	Bob Cook	Sue Taoka	Virgil Wade	Christina Bernard
Gloria Burton (arrived 5:35pm) (until 6:04pm)	Paul Feldman	AyeNay Abye	Gene Yoon	Whitney Regan
Martine Pierre-Louis	Douglass Jackson		Denise Stiffarm	Michael Finch
			Nicholas Ramirez	

Doris Koo called the meeting to order at 5:33 PM. A quorum was present. Nicholas Ramirez thanked the Council for inviting him to the meeting as a member of the public.

Consent Calendar Minutes

The Governing Council approved the minutes from the November 14, 2023 meeting. (Moved/2nded by Bob Cook/Douglass Jackson, 5 of 5 in favor)

The Governing Council accepted as information:

- The Program Committee minutes from November 1, 2023
- The Finance & Audit Committee minutes from November 1, 2023

Executive Session: Personnel Matters (RCW 42.30.110(g))

The Governing Council entered into Executive Session for twenty (20) minutes at 5:35 PM to discuss personnel matters.

The Governing Council exited Executive Session at 5:55 PM.

Executive Director 2024 Salary

The Governing Council voted to retain the Executive Director through December 31, 2024 and his salary will be effective at a 4% increase starting January 1, 2024. (Moved/2nded by Bob Cook/Douglass Jackson, 6 of 6 in favor)

The Acting Council Chair announced it is Gloria Burton’s final Governing Council meeting. The Council thanked Gloria and she commented on her time on the Governing Council.

Finance & Operations

Salary-Related Operating Policies 01-2011 & 01-2014

The Executive Director and Associate Director reviewed the updated Staff salary-related Operating Policies 01-2011 & 01-2014.

- The Executive Director explained moving away from the salary step process to a pay grade level process.



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- PHPDA must adopt the updated salary-related policies before the Council votes to approve the 2024 operating budget because the 2024 Staff salaries included in the proposed budget reflect the new pay structure.

The Governing Council voted to adopt the updated salary-related PHPDA Operating Policies 01-2011 and 01-2024. (Moved/2nded by Doris Koo/Douglass Jackson, 5 of 5 in favor)

2024 Pacific Tower Operating Budget

The Associate Director reviewed the 2024 Pacific Tower Operating Budget created by JLL.

- The main part of the budget is designated to Commerce and PacMed's spaces and shows their allocated operating expenses. These costs are charged monthly and are reconciled after the end of the year.
- Second part of the budget is capital expenses and those billed as the expenses are incurred.
 - There is some carryover of capital projects from 2023 into 2024.

The Governing Council voted to adopt the 2024 Pacific Tower Operating Budget. (Moved/2nded by Bob Cook/Paul Feldman, 3 of 5 in favor) (Douglass Jackson & Martine Pierre-Louis Abstained)

2024 PHPDA Operating Budget (Res. 08-2023)

The Associate Director and Executive Director discussed Resolution 08-2023 on the 2024 PHPDA Operating Budget. The Finance Committee and Program Committee have previously reviewed the 2024 Operating Budget and forwarded it to the Governing Council for approval.

- Since the last month's review, there were a few minor changes:
 - Following Finance Committee's meeting last week, increased the costs related to the Quarters project because we anticipate a \$75,000 contract with Commerce.
 - The Associate Director changed the version of the budget sent to Council members prior to this meeting to account for the Executive Director's 4% salary increase starting January 1, 2024. Governing Council reviewed and accepted the change prior to voting on the 2024 budget.
- PHPDA is increasing our grant budget by about 25% next year.
- One Council member commented on the inclusion of a possible additional full-time staff member in the 2024 budget.

The Governing Council voted to accept Resolution 08-2023 adopting the 2024 PHPDA Operating Budget. (Moved/2nded by Bob Cook/Martine Pierre-Louis, 4 of 5 in favor, 1 not in favor)

2024 PHPDA Reserve Fund & Savings Plan

The Associate Director discussed the 2024 PHPDA Reserve Fund and Savings Plan.

- Last week the Finance Committee suggested changing the twelve months of grantmaking expenses and 2024 Major Grant cohort lines to only a one-line projection of twelve months of grantmaking expenses based on the average of 2024 and preliminary 2025 projections. The



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Associate Director made the suggested change prior to sending the final reserve fund draft to Governing Council for review.

- PHPDA determined we must go through a public Request for Qualifications (RFQ) process for a signage consultant. PHPDA has been talking with our Property Manager and Legal Counsel and the RFQ will be posted in the next few weeks. Any final hiring of signage consultants will go through the Governing Council for final approval and action at the January Council meeting.

The Governing Council voted to approve the 2024 Reserve Fund and Savings Plan. (Moved/2nded by Douglass Jackson/Martine Pierre-Louis, 5 of 5 in favor)

Professional Services Relationship with Soaring Bird Solutions (HR Consultant) (Res. 09-2023)

The Executive Director discussed the professional services relationship with Soaring Bird Solutions, PHPDA's HR Consultant (Res. 09-2023).

- PHPDA hired HR Consultants, Soaring Bird Solutions, to conduct a compensation and job analysis study in the fall. PHPDA liked the work the consultants did and would like to continue working with them in other areas, such as employee retention and onboarding.

The Governing Council voted to approve Resolution 09-2023 Professional Services Relationship with Soaring Bird Solutions, authorizing the Executive Director to enter into annual contracts with Soaring Bird Solutions. The level of the annual contracts will be consistent with the annual PHPDA operating budget. (Moved/2nded by Paul Feldman/Bob Cook, 5 of 5 in favor)

Ratification of Department of Commerce Quarters Access Agreement

The Executive Director reviewed the final version of the Department of Commerce Quarters Access Agreement signed by the Executive Director and Commerce.

- Department of Commerce signed the Quarters Access Agreement. The start date will be retroactive to July 1, 2023 and end on June 30, 2025. Commerce will pay a \$800,000 access fee (\$400,000 per year) for two years.
- PHPDA is discussing with Commerce how best to disperse the remaining \$100,000 in Washington State operating funds once the Quarters access fee is paid. PHPDA could receive \$75,000 for the Request for Proposals (RFP) process for a Quarters operator or provider and Commerce would keep \$25,000 as an admin fee.
- The Council thanked the Staff, Acting Council Chair, and PHPDA Consultants for the work on the Quarters Access Agreement.

The Governing Council voted to ratify the Executive Director's execution of the Temporary Use License between PHPDA and Department of Commerce for the term of July 1, 2023 to June 30, 2025. (Moved/2nded by Doris Koo/Douglass Jackson, 5 of 5 in favor)

Grantmaking

Appointment of 2024 Grant Review Panels



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The Program Committee Chair and Associate Director reviewed the 2024 Letters of Intent (LOI) and Nimble Grant Cycle 1 Review Panels.

- Each panel consists of current and past PHPDA Staff, Governing Council members, and Strategic Advisors. All current Governing Council members are required to participate in at least one review panel.
 - At least one evaluator on each review panel will review all applications and the other reviews will be staggered between the other evaluators. Anticipate about four evaluators will review each application.
 - The 2024 grant review panel process changed from previous years following the Ad Hoc Grant Work Group's discussions in 2023.
- The Office Coordinator will reach out to Council members soon to fill the remainder of the 2024 Grant Review Panels.

The Governing Council voted to approve and appoint the noted evaluators to the 2024 Letters of Intent (LOI) and Nimble Grant Cycle 1 Review Panels. (Moved/2nded by Douglass Jackson/Bob Cook, 5 of 5 in favor)

2024 New Major, Renewal & Nimble Grant Guidance Documents

The Program Committee Chair and Associate Director updated the Council on the 2024 New Major, Renewal, and Nimble Grant guidance documents. Program Committee reviewed the final guidance documents and forwarded them to the Governing Council.

- The Program Committee annually reviews the grant guidance documents. The Committee had a larger conversation this year about how to streamline the documents for 2024, specifically simplifying the Funding Principles and Funding Priorities. Program Committee decided to merge the two into just Funding Priorities.
- Program Committee discussed the 2024 Focus Areas in the New Major Grant guidance. The focus areas are emerging needs PHPDA is seeing in the community.
 - The 2024 focus areas are Immigrant and Refugees; Women's and Reproductive Health; and Substance Use Disorder and Harm Reduction Services.
- Governing Council plans to do an in-depth review of PHPDA grantmaking at their next retreat.

The Governing Council voted to approve the 2024 New Major, Renewal, and Nimble Grant Guidance documents. (Moved/2nded by Douglass Jackson/Paul Feldman, 5 of 5 in favor)

2024 Governing Council Officers (Res. 10-2023)

The Acting Council Chair discussed Resolution 10-2023 Election of 2024 PHPDA Officers.

- The Acting Council Chair spoke to all Governing Council members and the members agreed to not make significant changes to the officers in 2024.

The Governing Council voted to adopt Resolution 10-2023 appointing Doris Koo as Chair, Douglass Jackson as Vice Chair, Paul Feldman as Secretary, and Bob Cook as Treasurer as Governing



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Council Officers for 2024, to serve a one-year term beginning January 1, 2024- December 31, 2024. (Moved/2nded by Doris Koo/Paul Feldman, 5 of 5 in favor)

2024 Program & Finance Committee Members (Amended Res. 11-2023)

The Council Acting Chair discussed the amended Resolution 11-2023 Program Committee and Finance Committee members.

- PHPDA amended the first Resolution 11-2023 sent to Council members last week to include Nicholas Ramirez as a Strategic Advisor to Finance Committee.
- Doris Koo is moving to Program Committee in 2024 and Paul Feldman is moving to Finance Committee.

The Governing Council adopted the amended Resolution 11-2023 confirming the members of the Program Committee and Finance & Audit Committee, to serve a one-year term beginning January 1, 2024- December 31, 2024. (Moved/2nded by Doris Koo/Bob Cook, 5 of 5 in favor)

2024 Governing Council Retreat

The Acting Council Chair led a discussion on the 2024 Governing Council retreat.

- The Executive Committee and PHPDA Executive Director will lead the retreat planning.
- The Council discussed their availability and considered possible days in March that the Council could meet all-day. Two possible dates are March 19th or 26th.
- Governing Council discussed how best to take minutes at the retreat and who can assist with minutes.

2024 Calendar of Committee & Governing Council Meetings

The Acting Council Chair led a discussion on the 2024 Calendar of Committee & Governing Council Meetings.

- Possibly schedule Council meetings in odd numbered months plus December
 - Plan to keep meetings at 1.5 hours and extend meetings if needed or schedule additional meetings.
 - May have to conduct short meetings in even numbered months if Council must take action on items in time for implementation.
- Committees possibly meet during even numbered months.
 - Program Committee members may explore a different meeting day/time.
 - Finance Committee may discuss meeting over lunch time rather than in the morning.
- The Associate Director will check with PHPDA's independent auditors on the approval of monthly financial statements and whether the Finance Committee must approve them every month.



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Adjournment

The meeting was adjourned at 7:02 PM.

Minutes Approved: 

2/15/2024
(Date)

Gene Yoon

From: Douglass Jackson <jackson803@comcast.net>
Sent: Thursday, February 15, 2024 10:21 AM
To: Gene Yoon
Subject: Re: PHPDA GC Vice Chair Signature Requested

CAUTION: This email originated outside the organization. Please don't click links, open attachments, or reply with confidential details unless you are certain you know the sender and are expecting the content. **NEVER PROVIDE CREDENTIALS** via email!

Good Morning Gene,

I grant you permission to use my digital signature for all three documents.

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From: Gene Yoon <g.yoon@phpda.org>
Date: Wednesday, February 14, 2024 at 9:33 AM
To: Doug Jackson <jackson803@comcast.net>
Subject: PHPDA GC Vice Chair Signature Requested

Hi Doug,

Please see attached and let me know if we have permission to use your digital signature for:

- The December GC meeting minutes approved at our GC meeting yesterday (the person that chaired the meeting where they were approved should sign, not the person that chaired December)
- Resolution 01-2024 (Retaining Pacifica Law Group)
- Resolution 02-2024 (Finance & Program Committees' roster)

Once you sign the two Resolutions, I'll pass them to Paul for his Secretary signature.

Thank you for chairing the GC meeting yesterday and we hope the rest of your week goes well!



phpda.org

Gene Yoon (he/him), Communications & Engagement Specialist

206.309.6202 | g.yoon@phpda.org | [2022 Annual Report](#)

Pacific Hospital Preservation & Development Authority
[1200 12th Ave S](#), Quarters 2, Seattle, WA 98144



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