

MINUTES

Edmonds Public Facilities District Board of Directors Special Meeting November 21, 2024

The Edmonds Public Facilities District Board hybrid meeting convened at 7:30 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
Suzy Maloney
David Brewster
Bill Willcock

ECA Staff Present

Kathy Liu, Executive Director
Lori Meagher, Associate Executive Director

Guests

Chris Eck, City Council Liaison

ECA Board Members Present

David Schaefer, Immed. Past President

1. Call to Order

Board President Liaw called the meeting to order.

- Attendance of those attending in-person for minutes.

2. Land Acknowledgement & Equity Statement

Board VP Grotheer read the Land Acknowledgement & Equity Statement.

3. Agenda Review & Approval

BOARD MEMBER BREWSTER MOVED TO AMEND THE AGENDA TO REMOVE THE SURPLUS POLICY FROM THE AGENDA. BOARD MEMBER MALONEY SECONDED THE MOTION. MOTION CARRIED UNANIMOUSLY.

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

4. Board President's Comments

Board President Liaw commented with the holidays, it is a busy time at the ECA with fantastic shows and a lot of hard work behind the scenes.

5. Public Comment

There was no public comment.

6. Consent Agenda

- **Meeting Minutes – September 26, 2024**
- **Meeting Minutes – October 24, 2024**

- **October 2024 Disbursement Report**

BOARD VP GROTHEER MOVED TO APPROVE THE CONSENT AGENDA. BOARD MEMBER BREWSTER 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).

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

Board Member Brewster referred to the September staff report and the great work the marketing team did on rebranding. Board VP Grotheer recognized Kramer Kales and Nicole Giordano for quickly replacing the assisted listening devices and congratulated Beck Cole on a successful rental for a new corporate client.

8. PFD Board Business

- **Surplus Policy**

This item was rescheduled for the January meeting.

- **EPFD/IATSE 15 Contract**
 - Resolution for Executive Director to Sign

Ms. Liu's memo regarding key points was referenced. Questions and discussion followed regarding current practices versus new practices under this contract, changes to the disciplinary process, the EPFD's contract negotiator, and reference to the collective bargaining agreement 2025-2027 in the title of the resolution.

BOARD MEMBER MALONEY MOVED TO APPROVE RESOLUTION 2024.05, A RESOLUTION OF THE BOARD OF DIRECTORS OF THE EDMONDS PUBLIC FACILITIES DISTRICT AUTHORIZING THE EXECUTIVE DIRECTOR TO SIGN THE INTERNATIONAL ALLIANCE OF THEATRICAL STAGE EMPLOYEES, MOTION PICTURE TECHNICIANS, ARTIST AND ALLIED CRAFTS OF THE UNITED STATES, ITS TERRITORIES AND CANADA, AFL-CIO, CLC LOCAL NO. 15 COLLECTIVE BARGAINING AGREEMENT 2025-2027 WITH EDMONDS PUBLIC FACILITIES DISTRICT. BOARD MEMBER WILLCOCK SECONDED THE MOTION. MOTION CARRIED UNANIMOUSLY.

9. PFD Board Member Reports

Board Member Brewster referred to Diana Ortega-Chance's report on Education and Outreach activities in the staff report and upcoming spring and summer activities which he viewed as a growth opportunity for the organization. He reported the IDEA Committee formed a subcommittee to review and update the equity statement. The Creative District Advisory Committee canceled its meetings until 2025; with the City's current budget situation, it is unclear how much can be done in the short term. On November 22 in the Library Plaza Room, three artists will present concepts for a sculpture to be located in the city park adjacent to the ferry holding lanes; the public is invited to review the artwork and provide feedback.

Board Member Willcock referenced the staff report and the successful Coldwell Banker Danforth conference.

Board Member Maloney reported the Philanthropy Committee discussed restructuring of the development team, season sponsorships, Gala wrap-up, plans for a robust yearend appeal, and availability of some Gala buy-in events.

Board VP Grotheer reported on the Facilities & Operations Committee including approval of the final payment to Mithun which was significantly under budget. The recently completed arc flash study discovered two electrical panels cannot be worked on safely without turning off all the power; the contractor is checking the outside transformer to determine if it was rated too conservatively and perhaps can be adjusted. He offered to provide a presentation at the January EPFD Board meeting on his takeaways from the LEAD conference. Discussion followed regarding capital planning, projects prioritization, and grant opportunities.

Board President Liaw reported the Steering Committee continued its discussion regarding partnerships. The committee plans to involve the EPFD attorney in updating the ILA between the EPFD and the ECA.

10. **Executive Director Update**

- **Development Update**

Ms. Liu reported on reorganization of the department which includes eliminating the development manager role and hiring a new gifts officer to prioritize external solicitation and rebalance the focus of the team between administration and solicitation, promoting Amy Stagno to Director of Development and reorganizing the team under her management. The team has been gathering feedback on the Gala from boards and attendees and, along with the Philanthropy Committee, discussing the format of the 2025 Gala. She anticipated a decision will be made in January 2025. The team is currently working on the yearend campaign.

- **Programming/Revenue Update**

Ms. Liu displayed and reviewed the ECA Presented Programming spreadsheet, advising ticket sales through the end of year are increasing. Marketing recognizes the need to focus on some shows in January and February and are planning a Black Friday promotion to boost sales for January and February shows.

- **Strategic Planning Update**

Ms. Liu reported three responses were submitted, all within the range of the expected budget. Interviews will be conducted in December. ECA Board President Lindsay Geyer and EPFD Board VP Grotheer will represent the ECA and EPFD Boards on the interview panel.

- **Marketing – Results of Past Patron Surveys**

This item was moved to next month's meeting.

- **Capacity Presentation**

Ms. Liu explained department heads were asked about their core, secondary and assumed responsibilities; inefficiencies; and wish-to-do's. The general conclusion was everyone is fully tasked and feeling over capacity. Department heads typically work 40-45/week not including special circumstances. The nature of being a small team is secondary and assumed responsibilities take up a lot of time; inefficiencies are related to too much time in meetings, lack of systems for administrative tasks, and developing processes on the fly without defined ownership; and wish-to-do's relate to strategies and growth areas. Questions related to development of a strategic plan include whether the organization is taking on more than it can handle, whether plans are too ambitious, and lack of focus and prioritization due to the pace of things and the all-hands-on-deck feeling.

Ms. Liu continued, at the department heads' retreat this summer, the team identified culture as their primary concern as it relates to capacity, urgency, etc. There also needs to be space to look at medium term goals (2-3 years) as well as long term planning (5+ years). She summarized as consideration is given to growing the organization, it is important to keep capacity and prioritization in mind, and to resist the urge to add to priorities.

Questions and discussion followed regarding what tasks staff could forego, assuming there will always be emergencies and planning for them, next steps, proprietary feeling over projects, future director retreat/check-in, funds in the budget for team development, and having a board member co-sponsor important issues.

- **Campus Footprint**

Ms. Liu relayed Councilmember Chen's question whether the EPFD would consider as part of its long range planning expanding the ECA campus footprint and activities to Highway 99 in partnership with the City and private development. Questions and discussion followed regarding the ECA's knowledge of operating a facility, the City of Lynnwood's partnership with their PFD, revenue sources such as tax increment financing, and extension of the PFD legislation.

Discussion continued regarding savings on the Mithun study, how to proceed with the results of building envelope study, limited budget for strategic planning, inability to master plan without resources, and the timeline for strategic planning.

11. **Associate Executive Director Update**

- **Finance Update**
 - Audit Update

Ms. Meagher reported the audit is wrapping up; once the exit interview is scheduled, she will send out a notice to board members. The audit included federal A133 audit for the SVOG funds received in 2021.

- 2nd Draft FY2025 Budget

Ms. Meagher reported the 2nd draft FY2025 budget is the same as presented to the EPFD Board and Admin & Finance Committee yesterday. Questions and discussion followed regarding support for a joint Board/Admin & Finance Committee meeting regarding the budget, and providing a 5-year outlook as part of final budget presentation. Ms. Meagher invited board members to advise her of other information to include for the final FY2025 budget presentation.

- **Human Resources Update**

- Position Grades/Ranges

Ms. Meagher recalled discussion as part of the budget about hiring processes and oversight of executive leadership's authority to offer salaries. She displayed and reviewed the 2022 salary grades and ranges for administrative and technical positions and salary grades and ranges updated for 2025, noting wages for most of the tech positions for the next three years were established in the collective bargaining agreement. She proposed the grades and ranges be approved as part of the 2025 budget.

Questions and discussion followed regarding the midpoint differential, expanding the range width within grades, impact of an employee's wage hitting the top of the band, allowing for growth within grades, ensuring salaries remain within the bands, operating structure of other Washington State PFDs, and approving salary grades and ranges as part of the budget.

Ms. Meagher described human resource changes in the box office and the new ticketing CRM.

- **Facilities Update**

Ms. Meagher reported work continues on repairing the boilers.

12. Executive Session

At 8:46 a.m., Board President Liaw recessed the meeting to a 30 minute executive session (g) review performance of public employee. No action expected to be taken and the meeting will be adjourned immediately following the executive session.

The meeting was reconvened at 9:16 a.m.

13. Adjourn

The meeting was adjourned at 9:16 a.m.

ACTION ITEMS:

1. December Meeting
 - a. FY2025 Budget including 5-year outlook
 - b. Agenda item added by Board President Liaw
2. January Meeting
 - a. Approval of Surplus Policy
 - b. Results of past patron surveys
 - c. Mclalwain Access Fund
 - d. Board VP Grotheer presentation regarding LEAD conference
3. Send out doodle poll for December meeting date
4. Provide ECA Presented Programming spreadsheet to Board Member Brewster
5. Send meeting invite for audit exit conference when date is determined
6. Send EPFD Board 2010 Partnership Rate/Partnership Agreement