

**LYNNWOOD PUBLIC FACILITIES DISTRICT
BOARD MEETING MINUTES
March 2, 2021**

A. CALL TO ORDER

The meeting of the Lynnwood Public Facilities District was called to order at 6:00 p.m. by Board Chair Rosario Reyes. The meeting took place electronically. A conference call number was published in the agenda to enable public participation.

Board Members Present

Rosario Reyes, Chair
Taylor Nordby, Vice-Chair
Loren Simmonds, Secretary
Wally Webster II
Shawn Walker
Corbitt Loch, Interim Treasurer (ex-officio)

Others

Janet Pope, PFD Executive Director
Kim Koronko, PFD Finance Analyst
Matt Hendricks, PFD Attorney
Sara Blayne, LCC General Manager
Tracey Morrison, LCC Finance Director
Councilmember Ian Cotton, City of Lynnwood
David Kleitsch, City of Lynnwood
Karen Porterfield, Consultant

B. APPROVAL OF AGENDA

Board Member Webster moved, seconded by Board Member Walker, to approve the agenda as presented. Motion passed, unanimously.

C. APPROVAL OF MINUTES

Board Member Walker moved, seconded by Board Vice-Chair Nordby, to approve minutes from 2/2/21 and 2/9/21. Motion passed, unanimously.

D. ANNOUNCEMENTS & COMMUNICATIONS

ED Pope reported the ED report is not in the packet; she will send it to board members.

E. APPROVAL OF CONSENT AGENDA

Board VC Nordby suggested including in the Accounts Payable Report a running total of the amount spent YTD on Plaza maintenance.

Board Member Walker moved, seconded by Board Member Webster, to approve the Accounts Payable and Payroll Report in the amount of \$156,747.57. Motion passed, unanimously.

F. BUSINESS ITEMS

1. Cash In/Out Report

FA Koronko reviewed the Cash In/Out Report, explaining the report was produced for the packet on Thursday, February 24th. Next month's report will include the entire month of February as well as most of the month of March. The goal is to provide the most up-to-date information.

2. Convention Center Report

The Lynnwood PFD Board's minutes are intended to be a reasonable summary of the Board's deliberations and actions. The minutes are not a verbatim record of everything said at the meeting. The minutes include all actions taken by the Board

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GM Blayne reviewed the report, highlighting Washington State's move to Phase 2 on February 1st, business is still slow, inquiries primarily for social events; a church is meeting in the center on Sundays due to roof damage to their building, the team is communicating with vaccine providers and local court systems regarding use of the center, two banquets are scheduled in March 2021, the annual LCC audit is underway, a contract was signed with the Snohomish County TPA for grant funds for shuttle transportation between center and local hotels, and she is part of a small panel presenting to event planners regarding COVID health measures.

GM Blayne reviewed the 2021 reforecast, highlighting 2021 budget and 2021 re-forecast for gross income, COGS, adjusted gross income, indirect expenses and net income/(deficit). Many events that moved from spring 2020 to early 2021 are now moving to 2022. With the reduction in revenue, there are savings due to reduced supplies and associated labor and postponing hiring/rehiring. Some repair and maintenance contingency expenses remain in the budget.

Questions and discussion followed regarding categories for savings in indirect expenses, ability to respond if business increases, and 2021 budget projections for indirect expenses versus adjusted gross income.

3. Updating Resolutions

ED Pope reviewed Resolution No. 21-02 which eliminates resolutions no longer relevant to the operation of the Lynnwood PFD. Resolutions proposed to be deleted via Resolution 21-02 include Resolutions 99-03, 99-04 00-02, 01-03, 02-06, 04-05, 02-04, 02-05, 02-07, and 02-11.

Board Member Walker moved, seconded by Board VC Nordby. to adopt Resolution 21-02. Motion passed, unanimously.

4. Master Planning Committee

Board Member Webster suggested adding language that a proforma will be prepared for each proposed development.

Board Member Webster moved, seconded by Board Member Walker, to approve the Master Planning Committee description with the addition of the language regarding operating proformas. Attorney Hendricks said formal action on the description was not required as the resolution establishes the committees.

ED Pope reviewed Resolution 21-01 superseding and amending Resolution 14-01 regarding standing committees of the Board of Directors (dissolving the Budget Committee, Real Estate Committee, Personnel Committee and Art Committee, establishing a Master Planning Committee, and allowing the Board Chair to establish new committees as needed).

Discussion followed regarding a suggestion that this be first reading with final approval at the next meeting, expectation the Master Plan Committee will begin meeting soon, advisory nature of committees, ability to change the committee description in the future if necessary, ability to establish new committees as needed, and discussing at a future meeting whether additional committees are needed.

Board Member Walker moved, seconded by Board Member Webster, to approve Resolution 21-01. Motion passed, unanimously.

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Chair Reyes appointed Board VC Nordby (Chair) and Board Member Walker to the Master Planning Committee and herself as the alternate.

G. EXECUTIVE DIRECTOR REPORT

ED Pope reported on a legal fees settlement with Chuck E. Cheese, repairs related to the recent snow storm, ongoing HVAC repairs in office spaces, hypodermic needles found near Chuck E. Cheese, providing permission to the Lynnwood Police Department to patrol the property, construction easement for work on 196th from August 2021 through September 2022 that includes a \$22,000 payment, efforts to establish the center as a vaccination site, press release about CARES Act funding received from Snohomish County, award of an additional \$40,000 ecology grant for a total of \$200,000, selection of NetSuite as the finance software system, hiring a temporary finance person to assist with data migration, and requesting bids from property management firms.

Discussion followed regarding the cost of maintenance, surveillance cameras on the property, and signage stating the police are monitoring the area. The board requested ED Pope investigate the cost of upgrading the surveillance system.

H. UPDATES ON CITY PLANNING

Director Kleitsch reported construction on 196th has begun; lanes will be realigned to accommodate demolition on the sides of the road. Construction on the Sound Transit garage continues with the foundation to be completed soon. All other projects are on track.

I. COMMENTS FROM COUNCILMEMBER COTTON

Councilmember Cotton relayed the Council confirmed Michelle Meyer as the City's new finance director. The Council is considering councilmanic bonds for the Justice Center.

J. BOARD TRAINING

1. Board and Committee Responsibilities

ED Pope introduced Karen Porterfield and Ms. Porterfield reviewed her background. Ms. Porterfield reviewed the difference between public district, non-profit and for-profit boards with regard to mission, governance, finance, policy CEO review, and reporting requirements; board responsibilities; responsibilities of the Board Chair versus the CEO; evaluating the CEO; questions to ask when evaluating the CEO; and what makes boards great.

Questions and discussion followed regarding the PFD's tax boundaries, assessing board performance annually, financial oversight, and limits due to the Open Public Meeting Act.

K. EXECUTIVE SESSION REAL ESTATE MATTERS

The Board went into Executive Session at 8:10 p.m. for 10 minutes as authorized by RCW 42.30.110(1)(d) to review negotiations on a publicly bid contract. The executive session was extended for 5 minutes at 8:20 p.m. The executive session adjourned at 8:24 p.m. and the regular meeting was reconvened at 8:25 p.m.

L. CONVENTION CENTER INCENTIVE FEE

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Approval of the Convention Center Incentive Fee for 2020 was postponed until the next meeting.

ADJOURN

Meeting adjourned at 8:26 p.m.

Rosario Reyes, Chair Board Member