



Meeting of the PHPDA Governing Council
November 12, 2013 5:30-7:00 p.m.
 Quarters 2 Building, Beacon Hill
 1200 12th Ave South Seattle, WA 98144

MEMBERS PRESENT		ALSO PRESENT	
Marite Butners	Nate Dreon	Jeff Natter	Denise Stiffarm
Mike Heinisch	Theresa Rambosek	Christina Bernard (until 6:00)	Steve Wood (until 5:45)
Judy Tobin	Kevin Fox	Ellie Chopp	Michael Finch (until 5:45)
Marc Provence	Diane Narasaki (from 6:32)		
Dan Lessler (phone from 5:40)			

Theresa Rambosek called the meeting to order at 5:32 p.m. A quorum was present. There was no public comment

The Council voted to amend the agenda to increase the Executive Session for personnel matters (RCW 42.30.1110(g)) to 25 minutes (Moved/2nded by Fox/Provence. 7 of 7 in favor).

The Governing Council approved the October 8, 2013 Governing Council minutes (Moved/2nded by Tobin/Butners. 7 of 7 in favor).

The Governing Council accepted as information the Finance & Audit Committee minutes from October 8, 2013 and the Planning Committee minutes from October 9, 2013

Executive Session: to discuss real estate matters pursuant to RCW 42.30.110(c)

The Governing Council entered Executive Session at 5:34 to discuss real estate matters pursuant to RCW 42.30.110(c). Executive Session ended at 5:45.

The Governing Council voted to thank and recognize the lease negotiating team, including Steve Wood, Michael Finch, Tom Dixon, Denise Stiffarm, Rosemary Aragon, and Jeff Natter, for their work (Moved/2nded by Fox/Butners. 8 of 8 in favor).

Executive Director Update

Executive Director Jeff Natter reported on his work and accomplishments over the previous month. He met with several people from the community, including representatives of the Seattle Foundation and the Museum of History and Industry. He also continued work related to the Nominating Committee and the new lease with the Department of Commerce.

Financial Stewardship

Quarter 3 2013 Financial Statements

The Governing Council reviewed and approved the Quarter 3 2013 financial report (Moved/2nded by Fox/Tobin. 8 of 8 in favor).



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Professional Services - K&L Gates (Res 18-2013)

Counsel Denise Stiffarm left the meeting for this discussion. The Council reviewed a resolution recommended by the Finance Committee that approves continuation of the professional services relationship with K&L Gates. All professional services are reviewed at least once every three years. K&L Gates has been the PHPDA's legal advisor since 1981, assists the PHPDA with many aspects of operations, and has a significant historical knowledge of the organization. The firm has also worked on several important negotiations on behalf of the PHPDA, including the previous Tower lease, the North Lot lease, the Tower lease default and termination, and the new Tower lease with the Department of Commerce. The Council adopted Resolution 18-2013 (Moved/2nd by Heinisch/Butners. 8 of 8 in favor).

Executive Session: Personnel matters RCW 42.30.1110(g)

The Council entered Executive Session at 6:00 to discuss personnel matters pursuant to RCW 42.30.1110(g). Staff left the meeting during this time. Executive Session ended at 6:25. The Council voted to extend Executive Session an additional five minutes (Moved/2nd by Provence/Dreon. 8 of 8 in favor). The Council re-entered Executive Session from 6:26 – 6:31.

Governance

Meeting of the Member (Res 19-2013) and topics to discuss with Pacific Medical Centers (PMC)

The Council adopted Resolution 19-2013, setting the annual Meeting of the Member of PMC for December 10, 2013 (Moved/2nd by Fox/Dreon. 9 of 9 in favor). The Council briefly discussed items they would like to discuss with PMC representatives following the Meeting of the Member.

Update from Nominating Committee and Mayoral Appointee to Governing Council (Res 22-2013)

The Nominating Committee updated the Governing Council on their work over the previous month. They first discussed Rhonda Berry. Both Marite Butners and Kevin Fox stated that they believed she would be a great candidate, particularly noting her background with public organizations and immigrant populations and her current position as Assistant Deputy King County Executive. The Council adopted Resolution 22-2013, recommending that the Mayor appoint Rhonda Berry to fill Theresa Rambosek's seat after she leaves the Council at the end of the year (Moved/2nd by Butners/Fox. 9 of 9 in favor).

The Committee also reported on another candidate, Tony McLean, who is being considered for the Governing Council-appointed seat that will be vacated by Marite Butners. The Committee also noted that they would likely be searching for a medical professional to fill the seat that will be vacated by Dan Lessler at the end of the year.

Appointment of Acasia Olson as Strategic Advisor to Planning Committee

The Executive Director discussed the Planning Committee's recommendation of Acasia Olson. The Council voted to appoint Acasia Olson a strategic advisor to the Planning Committee (Moved/2nd by Tobin/Butners. 9 of 9 in favor).



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Real Estate and Property Management

Amendment to PacMed Lease (Res 17-2013) and Reciprocal Easement Agreement and Insurance Allocation Agreement (Res 20-2013 and Res 21-2013)

Legal Counsel Denise Stiffarm reported that none of these three items have been finalized, so no action can be taken at this time. All three will be brought back to the December meeting.

Adjournment

The meeting was adjourned at 7:01 p.m. (Moved/2nded by Butners/Fox. 9 of 9 in favor).

Minutes approved _____ (Date)