



Meeting of the PHPDA Governing Council
February 9, 2016 5:30-7:00 p.m.
 Quarters 2 Building, Beacon Hill
 1200 12th Ave South Seattle, WA 98144

MEMBERS PRESENT		NOT PRESENT	ALSO PRESENT
Mike Heinisch	Rhonda Berry	Tony McLean	Jeff Natter
Ellie Menzies (calling in)	Nancy Sugg	Susan Crane	Christina Bernard
Doris Koo	Judy Tobin		Rikka Dayao
Teresa Mosqueda (called in at 5:34, until 6:03)			Denise Stiffarm

Mike Heinisch called the meeting to order at 5:33 p.m. A quorum was present. There was no public comment.

The Governing Council approved the January 12, 2016 Governing Council minutes (Moved/2nded by Tobin/Sugg, 6 of 6 in favor).

The Governing Council accepted as information the Finance & Audit Committee minutes January 12, 2016 and the Program Committee minutes from January 6, 2016.

Executive Director and Staff Report

The Executive Director updated the Council on the signage plans on campus for the Tower tenants, reviewing the Letters of Intent (LOIs), and shared the One Night Count experience that staff and Program Committee member, Mike Leong, participated in.

Property Management

Payment for Hazardous Materials Abatement in Tower (Resolution 03-2016)

The Executive Director updated the Council on payment for the hazardous materials abatement that was discussed at a Governing Council meeting several months ago. Legal counsel, Denise Stiffarm, noted that the PHPDA and Department of Commerce have different interpretations regarding obligations under the Tower lease with regard to the abatement activities. Given the time-sensitive nature of this project and the fact that completion of this project will contribute to the long-term viability of our asset, the Executive Director recommended that the PHPDA assume financial responsibility for the current abatement process. The resolution further states that this decision should be construed as having limited applicability solely to this project. It does not set a precedent for future such activities, each of which would be considered under their own merits within the terms set forth in the Tower lease.

The Governing Council discussed and approved the Payment for Hazardous Materials Abatement in Tower Resolution 03-2016 with Reserve Funds (Moved/2nded by Tobin/Mosqueda, 7 of 7 in favor).

Cable License Agreement (Resolution 01-2016)

The Executive Director updated the Council on the cable license agreement between the PHPDA and the City of Seattle, Department of Information Technology. The agreement indemnifies the PHPDA against potential claims related to the installation of cable at the Pacific Tower. Such an agreement would normally require prior approval in the form of a Resolution from the PHPDA Governing Council. After consultation with PHPDA legal counsel and the Governing Council chair, they determined that the risk to the PHPDA was extremely low and that the time-sensitive nature of the request required immediate action on the Executive Director's part. Ms. Stiffarm advised that the side agreement with the College Foundation to further indemnify the PHPDA added protections, but did not fully indemnify the PHPDA for liability and that Pacific Tower QALICB LLC would not cover the remaining portion. Ms.



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Stiffarm clarified that even though the PHPDA is not fully indemnified as previously discussed before the signing of the agreement, the risk is still low.

The Governing Council discussed and retroactively approved the Cable License Agreement Resolution 01-2016 (Moved/2nd by Tobin/Mosqueda, 7 of 7 in favor).

Financial Stewardship

Draft Year-End 2015 Financial Report

The Governing Council reviewed and approved the Draft Year-End 2015 Financial Report (Moved/2nd by Koo/Sugg, 6 of 6 in favor).

Grantmaking

Report on LOI Review and Proposal Invitations

The Finance & Grants Manager advised the Council of the recent Major Grant LOI panel review where 36 proposals were submitted. The panel consisted of Jeff Natter, Christina Bernard, Ellie Chopp, Mike Heinisch, Mike Leong, Sharyne Shiu Thornton, and Judy Tobin. This year's major grant budget is for \$800,000 with the LOI review panel inviting 10 proposals for application. The review panel found that some LOIs were more appropriate for the Nimble Fund program and have spoken to those certain programs already with feedback. The Executive Director advised that staff will be conducting a Pre-proposal Webinar for the 10 invited programs on February 11. The following organizations were invited to submit a full major grant application:

Chief Seattle Club	Open Arms Perinatal Services
Consejo Counseling & Referral Service	Sea Mar Community Health Centers
Downtown Emergency Service Center	Seattle Children's Hospital Foundation
International Community Health Services - MODE	Therapeutic Health Services
Northwest Health Law Advocates	YWCA Seattle King Snohomish

Governance

Planning for 2016 Governing Council Retreat

The Chair opened the topic of a 2016 Governing Council Retreat for discussion to work on cohesiveness within the team and also collaborate on important goals and issues of the PHPDA. There was discussion on how the day would be portioned off for inclusion of Strategic Advisors and staff and the other for Governing Council members only. Topics and types of speakers at the retreat were discussed and a recommendation for a facilitator. The Executive Director will inquire if the proposed facilitator is interested and available.

Adjournment

The meeting was adjourned at 6:48 p.m.

Minutes approved _____

(Date)