



University District Public Development Authority (UDPDA)

Board of Directors' Meeting Agenda

Wednesday, February 2, 2022 – 4:30 PM – 5:30 PM

Via Zoom <https://us02web.zoom.us/j/85331945037?pwd=czBrODg0NzU0MzJjNGYzOGVuNzg5Zz09>

Meeting ID: 853 3194 5037, Passcode: 920035; Dial +1 253 215 8782 US (Tacoma); One tap mobile +12532158782,,85331945037#,,,,*920035# US (Tacoma)

4:30 Welcome, Call to Order, Administrative Actions – Myhre

- Proposed MOTION – Consent Agenda
 - December 1 and 21, 2021, draft UDPDA board meeting minutes
 - UDPDA financials as of December 31, 2021

4:35 Development Committee Report – Murphy/Sinisterra

- 411 E Sprague and 12 N Grant Update
- 400-Block Sprague Avenue
 - 415 E Sprague ROFO
 - Public Private Property Development Consultant IRFP released
 - Riverside Update – Allotment of Sprague/Riverside Underage Funds
 - **Requested Motion:** Letter to City regarding Repurposing Sprague/Riverside Underage Funds

4:55 2022 Planning and Activities – Myhre/Sinisterra

- 2022 Work Plan and Budget
- UDRA Business Plan Update (Task Force and Cohort Process)

5:25 Public Comment

5:30 Preview March 9 Meeting and Adjourn – Myhre

2022 UDPDA Board Meetings (locations TBD)

- Mar 9, May 4 (retreat), Jun 1, Sep 7 (annual meeting), Oct 5, Nov 2, Dec 7 (holiday social)



University District Public Development Authority (UDPDA) Meeting Minutes - DRAFT

Wednesday, December 1, 2021, from 3:13 PM - 3:36 PM

Bouten Construction, 627 N Napa St, Spokane, WA

Board Members Present: Council President Breean Beggs, Bill Bouten, Commissioner Mary Kuney, Steve MacDonald (Mayor's proxy), Lindsey Myhre, Katy Sheehan, Juliet Sinisterra

Board Members Absent: None

Others Present: Several UDDA Board members and proxies, Amanda Beck (City), Julie Van Wormer

Call to Order and Administrative Actions

Myhre called the meeting to order at 3:13 PM and thanked Bill Bouten for hosting the meeting and holiday social. She then asked the board to review the draft November 3, 2021, UDPDA board meeting minutes and the financials as of October 31, 2021. **MOTION to approve the consent agenda with minutes and financials** (Beggs), seconded (Kuney), and passed unanimously.

In the UDDA meeting, Myhre announced that the 2021 UD Impact Award will be presented to Jim Sheehan at the Community Building Foundation's *One-Block Revolution* book launch and 20th-anniversary celebration on December 3 and she encouraged all board members to attend.

CEO Search Update

In the UDDA meeting, Myhre shared that the Selection Committee and Prothman interviewed two finalists in-person on November 16. Myhre described the outcome of that session, and the board discussed the attributes of the likely candidate. The Committee meets again on December 2 and the board expressed support for their final decision.

Development Committee (DC) Report

Myhre referred to the following updates (1-4) reported by DC Chair Chuck Murphy in the UDDA meeting, as well as (5-6 below):

1. **Sprague Avenue** – Phase 2b is complete with anticipated leftover funds.
2. **Parking Structure Site Feasibility Study** – Desman's evaluation of 411 and 430 E Sprague for parking structure feasibility concludes in mid-December in the form of a final report with axonometric studies and two scenarios for each site.
3. **Transit-Oriented Development Study** - Community-Based Planning + Urban Design's final conceptual study of an integrated land use and high-level development strategy for STA's Pine Street station area and the Sprague-Sherman Corridor will be presented to the DC this month. Gonzaga students will present their University District Mobility and Active Transportation Plan at the December DC meeting as well.
4. **411 and 430 E Sprague Update** - 430 E Sprague remains in litigation until mid-December. 411 E Sprague is in escrow and a Phase II Environmental Site Analysis (ESA) was conducted by Budinger & Associates and a final report is expected by December 13. ADC intends to close on the 411 property by early January and is researching initial demo and clean-up costs. The group praised the DC and ADC for their past and ongoing work.
5. **Riverside Avenue** – The developers of Boxcar have requested improvements to the dirt road between Grant and Sherman leading to the South Landing of the UD Gateway



Bridge before the development opens/leases in Spring 2022. Since this stretch is not in the City's capital construction plan nor could the City address before the end of 2022, the DC is pursuing alternative options such as paying for stormwater design and a first lift of asphalt with the underspent dollars from the completion of Sprague Ave (an estimate from the City is expected in January). There was discussion as to whether this area is a road for vehicular traffic or a walkway. It was noted that although the STA Medical Shuttle is utilizing Sherman for now, they do intend to use Riverside/Grant in the future. Kuney suggested a non-permanent stabilization material that mimics concrete used by the county and will send photographs.

6. **Public/Private Development Partnership Consultant** – Sinisterra shared case studies from the CCDC around their many successes in public/private development. To better understand the opportunities associated with the 400-Block of Sprague Ave, Sinisterra recommends releasing an informal RFP for expert advisory services (up to \$50K) in complex, public/private real estate structures and financial analyses. A subgroup consisting of Bouten, MacDonald, Sinisterra, as well as Dugger and Murphy from the UDDA board and DC, will meet to discuss objectives and review a draft IRFP.

2021-2022 Planning and Activities

Myhre reminded the group that Sinisterra was tasked with a subset of Work Plan Goals through the end of 2021. Sinisterra provided updates on those relevant "Scorecard" tasks in the UDDA meeting. In particular, she shared that although the sales tax methodology for 2020 going forward is clarified, progress on the reconciliation before this date is stymied again by the Department of Revenue's geographic boundary reporting limitations. She continues to meet with City staff and the other local PDA leaders to resolve this longstanding issue. Hiring shared staff and using a (TBD) % rate are possibilities.

Sinisterra noted this task will carry over to the 2022 Scorecard as well as these priorities: outline details of 400-Block Development via support from a public/private development consultant; update the 2017 UDRA Business Plan and Processes leading to a comprehensive UDRA Development Strategy; build a Parking Management Strategy in partnership with DSP; and identify and prioritize capital investments.

Myhre spoke to the 2022 proforma budget and due to current staff transitions and needed strategic planning, the board is being asked to approve a 2022 Q1 Bridge Budget. Myhre noted that Q1 2022 expenses exceed the Jan-Mar 2021 period due to prior, board-approved Boxcar and 206 W Riverside reimbursements and the public/private consultant described above. A final 2022 budget and Work Plan will be presented to the board at the end of Q1. Myhre asked for a **MOTION to approve the 2022 Q1 UDPDA Bridge Budget, including up to \$50K for public/private development advisory services** (MacDonald), seconded (Sheehan), abstained (Bouten), and passed unanimously.

Public Comment

Asking for public comment and hearing none, Myhre reminded the group of the February 2, 2022 meeting date adjourned the meeting at 3:36 PM.

Lindsey Myhre, Board Chair

Date



University District Public Development Authority (UDPDA) Voucher Certification – October 2021 Close

Per the Office of the Washington State Auditor and the BARS Voucher Certification and Approval Process set forth here

https://www.sao.wa.gov/bars_cash/accounting/expenditures/voucher-certification-and-approval/, I, the undersigned, do hereby certify under penalty of perjury that the materials have been furnished, the services rendered or the labor performed as described, or that any advance payment is due and payable pursuant to a contract or is available as an option for full or partial fulfillment of a contractual obligation, and that the claim is a just, due and unpaid obligation against the (city/county/district), and that I am authorized to authenticate and certify to said claim.

The following voucher/warrants/electronic payments were approved for payment and cleared the UDPDA bank account:

Date	Voucher Warrant #	Description	Amount
10/26	1074	Desman – first payment on contract	\$8,500
10/26	Online xfer	UDDA per Services Agreement – Sept 2021	\$12,625
10/29	1073	Meeting of the Minds – public entity executive cohort participation	\$250


Juliet Sinisterra
Interim CEO

11.9.21.
Date



University District Public Development Authority (UDPDA) Meeting Minutes - DRAFT Wednesday, December 21, 2021, from 8:31 AM – 9:24 AM | Via Zoom

Board Members Present: Bill Bouten, Commissioner Mary Kuney, Steve MacDonald, Lindsey Myhre, Katy Sheehan, and Juliet Sinisterra

Board Members Absent: Council President Breean Beggs

Others Present: Troy Dehnel (Avista), Taudd Hume (legal counsel), Alden Jones (UD staff)

Call to Order

Myhre welcomed the group and called the meeting to order at 8:31 AM. She briefly reviewed the agenda and then provided background information on a Real Property Acquisition Agreement (RPAA)—dated August 6, 2021, between the UDPDA and Avista Development Company (ADC)—for properties located at 411 E Sprague Avenue and 12 N Grant Street, and 430 E Sprague Avenue. The RPAA terms:

- Provide a roadmap for the potential purchase of all or some of the properties by ADC and the potential sale of all or some of the properties to the UDPDA;
- State that before the UDPDA purchases the properties, the board must understand and agree to the general condition of the properties;
- Secure the option to purchase properties by the third anniversary of the closing of the purchase of the properties by ADC; and
- State that the UDPDA Purchase & Sale Agreement (P&SA) purchase price shall be equal to the acquisition costs plus all property redevelopment costs, plus an annual percentage rate of 6%.

As it relates to these properties and per a letter to ADC dated September 2, 2021, the following due diligence was requested and completed in December 2021:

- An appraisal of the properties;
- Phase II Environmental Site Assessment (ESA);
- HazMat abatement study;
- Assessment of demolition costs;
- Structural analysis concerning the impact to adjoining structures; and
- Completion of a UDPDA-financed Parking Structure Feasibility Analysis.

To discuss the P&SA purchase price, reductions, and a follow-up letter to ADC, the board adjourned into Executive Session per RCW 42.30.110(1)(b) to discuss matters related to considering “the selection of a site or the acquisition of real estate by lease or purchase when public knowledge regarding such consideration would cause a likelihood of increased price.” Myhre invited Dehnel and Hume to join the Executive Session and indicated the Public Session would resume at 8:55 AM.

The board came out of Executive Session and spoke to the following:

- The board understands the current conditions of the properties as a result of the due diligence process and is satisfied with their condition (for their intended purpose) but requests clarity regarding whether a decommissioning report for the fuel storage tank(s) is available and any impact on the title.
- The board acknowledged ADC's request to revoke the agreement to purchase 430 East Sprague.



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- The board reiterated their understanding that the parties always contemplated that they would execute a Right of First Offer which would allow the UDPDA the opportunity to acquire adjacent parcels.
- The board chair will prepare, and counsel will review for alignment with agreements in place, a letter to ADC documenting the following board action.

With that, Myhre asked for a **MOTION to support the purchase of the properties at 411 E Sprague Avenue and 12 North Grant Street per the RPAA dated August 6, 2021**, (MacDonald), seconded (Bouten), and passed unanimously.

Public Comment

Asking for public comment and hearing none, Myhre reminded the group of the February 2, 2022 meeting date adjourned the meeting at 9:24 AM.

Lindsey Myhre, Board Chair

Date

UD Public Development Authority
Balance Sheet
As of December 31, 2021

	<u>Dec 31, 21</u>
ASSETS	
Current Assets	
Checking/Savings	
10128 · NUM Checking UDPDA	97,718.46
10129 · NUM MM UDPDA	235,371.10
Total Checking/Savings	<u>333,089.56</u>
Total Current Assets	333,089.56
Fixed Assets	
12005 · Fixed Asset	515,930.00
Total Fixed Assets	<u>515,930.00</u>
TOTAL ASSETS	<u>849,019.56</u>
LIABILITIES & EQUITY	
Equity	
32000 · Retained Earnings	62,703.65
32001 · 201 W Main	515,930.00
Net Income	270,385.91
Total Equity	<u>849,019.56</u>
TOTAL LIABILITIES & EQUITY	<u>849,019.56</u>

UD Public Development Authority
Profit & Loss Budget vs. Actual

January through December 2021

	Jan - Dec 21	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Income				
3000000 · REVENUES				
3100000 · TAXES - PROP, SALES, B&O	390,386.96	500,000.00	-109,613.04	78.1%
3300000 · INTERGOV REVENUES				
3370000 · LOCAL GRANTS ENTITLMNT OTHER	50,000.00	50,000.00	0.00	100.0%
Total 3300000 · INTERGOV REVENUES	50,000.00	50,000.00	0.00	100.0%
3600000 · MISC REVENUES				
3620000 · RENTS AND LEASES	51,892.99	67,575.00	-15,682.01	76.8%
3600000 · MISC REVENUES - Other	438.22			
Total 3600000 · MISC REVENUES	52,331.21	67,575.00	-15,243.79	77.4%
Total 3000000 · REVENUES	492,718.17	617,575.00	-124,856.83	79.8%
Total Income	492,718.17	617,575.00	-124,856.83	79.8%
Expense				
5000000 · EXPENDITURES				
5580000 · CMTY PLANNING ECON DEV				
5586000 · Planning				
5586040 · Planning Services	17,000.00	15,000.00	2,000.00	113.3%
5586060 · Planning Capital Outlays	31,273.90			
Total 5586000 · Planning	48,273.90	15,000.00	33,273.90	321.8%
5587000 · Economic Development				
5587040 · Econ Dev Services	157,803.00	157,900.00	-97.00	99.9%
5587060 · Econ Dev Capital Outlays	0.00	10,000.00	-10,000.00	0.0%
Total 5587000 · Economic Development	157,803.00	167,900.00	-10,097.00	94.0%
Total 5580000 · CMTY PLANNING ECON DEV	206,076.90	182,900.00	23,176.90	112.7%
5900000 · DBT EXP, CAP OUTLAYS, OTHR DECR				
5920000 · INTEREST OTHR DBT SVC COST	16,255.36			
Total 5900000 · DBT EXP, CAP OUTLAYS, OTHR DECR	16,255.36			
Total 5000000 · EXPENDITURES	222,332.26	182,900.00	39,432.26	121.6%
Total Expense	222,332.26	182,900.00	39,432.26	121.6%
Net Ordinary Income	270,385.91	434,675.00	-164,289.09	62.2%
Net Income	270,385.91	434,675.00	-164,289.09	62.2%



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**University District Public Development Authority (UDPDA)
Voucher Certification – December 2021 Close**

Per the Office of the Washington State Auditor and the BARS Voucher Certification and Approval Process set forth here


https://www.sao.wa.gov/bars_cash/accounting/expenditures/voucher-certification-and-approval/, I, the undersigned, do hereby certify under penalty of perjury that the materials have been furnished, the services rendered or the labor performed as described, or that any advance payment is due and payable pursuant to a contract or is available as an option for full or partial fulfillment of a contractual obligation, and that the claim is a just, due and unpaid obligation against the (city/county/district), and that I am authorized to authenticate and certify to said claim.

The following voucher/warrants/electronic payments were approved for payment and cleared the UDPDA bank account:

Date	Voucher Warrant #	Description	Amount
12/01/21	1078	Desman, Inc. for parking structure site evaluation contract	\$7,650
12/17/21	Online xfer	UDDA per Services Agreement – 2021 Dec	\$12,625



Juliet Sinisterra, CEO



Date



To: Marlene Feist
Fr: Lindsey Myhre, Board Chair, University District Public Development Authority (UDPDA); and Juliet Sinisterra, CEO, UDDA
Cc: Tom Cody, Jerid Kiefer, Taudd Hume, Katherine Miller, Chuck Murphy, Kyle Twohig, Johnnie Perkins
Date: January 21, 2022
RE: UDPDA Support for Riverside Avenue Improvements

Dear Marlene,

As you know, Juliet has been working with City staff and Project PDX to address Riverside Avenue improvements. We understand that the Sprague Avenue Phase 2 project underage is approximately \$600,000. If that is the case, we support using those leftover funds for the following work:

Phase I (to begin as soon as possible):

- **Roadbed stabilization** along Riverside (*approximately \$30,000*).
- **North sidewalk expedited design and development** to connect the west side of Grant with the South Landing to the east (*approximately \$150,000*). Design and construction to be led by City Staff with UDPDA input.
- **Restriping Grant Avenue with angled parking** between Riverside and Sprague to best support an incoming coffee shop in the Boxcar building (*approximately \$TBD*).

Once these priorities are met (approximate total \$180,000), we see any additional work related to the Sprague/Riverside underage being informed by the outcomes and priorities established by our 2022 UDRA Business Plan update, and the programming and development plan for the 400 Block located south of Riverside Avenue.

Kind regards,



















A handwritten signature in blue ink, appearing to read 'Lindsey Myhre'.

Lindsey Myhre, Board Chair, UDPDA

A handwritten signature in black ink, appearing to read 'Juliet Sinisterra'.

Juliet Sinisterra, CEO

University District - 2022 Work Plan Tracking - DRAFT

PARKING AND SECURITY					START	END	STATUS	Description and UPDATE
1	Work with Public/Private Property Development Consultant to optimize development approach and programmatic needs for 400 Block of Sprague Ave	Q1 2022	Q2 2022		RFP Released on 1/18/22			
2	Develop South Sub-Area Parking Management Strategy and Action Plan	Q2 2022	Q3 2022		Clevertici to present to DC in March			
3	Work with DSP and South Sub-Area property owners around BID Services Agreement concerning Security and Clean/Green	Q2 2022	Q4 2022		Attend ESBA next meeting and discuss needs with property owners			
FINANCIAL STABILITY: Planning					START	END		UPDATE
1	Finalize Business and Development Plan Process with Executive Committee	Q1 2022	Q1 2022		EC to meet in January			
2	Establish sub-committees and research Best Practices around Energy, Public Infrastructure, Mobility, Small Businesses, Life Sciences, and Placemaking (Housing, Culture, Open Spaces)	Q2 2022	Q3 2022		NA			
3	Establish measurable development goals related to Business and Development Plan and bring on needed consultants to support this work	Q3 2022	Q4 2022		NA			
4	Prioritize capital investments for the next five years	Q3 2022	Q4 2022		NA			
5	Completion of TOD and Bike/Ped Study and establish next steps	Q1 2022	Q2 2022		Jason Graf to present at February DC Meeting. GU students to kick-off design of key areas in January.			
6	Support East End-West Main Group around vision planning for that area	Q2 2022	Q4 2022		Meet with East End - West Main Group in February			
FINANCIAL STABILITY: Development					START	END		UPDATE
1	Implement an interim solution, supported by both the UD and adjacent property owners, concerning LOC for Riverside Ave	Q1 2022	Q1 2022		Finalize solution for EC approval January 2022			
2	Determine next steps on UD Main Ave/Browne Ave property	Q1 2022	Q2 2022		Meeting with Dean Pape in late Jan			
3	Begin 10% design for Sherman Ave (previously approved funds) and work with City to move forward on design of South Landing Park and related Pacific Ave Greenway	Q2 2022	Q3 2022		Discuss next steps with Integrative Capital & City Engineering in January			
4	Continue to work with DSP, Spokane Arts, Visit Spokane, and City around funding for a Spokane Culture Corridor Wayfinding Program for UD and DT	2021	Q4 2022		Submitting EDA ARPA grant 1/31/22			
5	Finalize Tax Methodology and Oversight Processes in partnership with S3R3, County, and City	2021	Q1 2022		S3R3 in touch with former County employee who can set up system to track sales tax and then train employee. Waiting to hear about ability to do contract work while receiving pension payout.			
6	Build on community conversations around housing needs, early childhood development, community folk market, environmental learning center, tech high school, aquatic center	Q1 2022	Q3 2022		Meetings being scheduled on an ongoing basis			
7	Support Partnership Planning Efforts (CEDs, sp3nw, Startup Spokane, Lab Space Planning)	Q1 2022	Q4 2022		Ongoing. Updates in Newsletter.			
MARKETING, COMMUNICATIONS & PARTNERSHIPS								
1	Build on existing UD identity with unified branding and storytelling approach to social media, newsletter and digital "Living Laboratory" vision booklet	Q1 2022	Q1 2022		Working with graphic designer around visual identity for newsletter, social media			
2	Hire an intern to support social media and digital weekly updates to Board and Monthly Stakeholder newsletter	Q1 2022	Q4 2022		Job Description released, end of Jan deadline			
3	Continue to sit on GSI Advantage, WSU Advisory Council, DSP Board. Support WSU Medical School Building Public Art Process and WSU Design in Design Review in regard to Catalyst.	Q1 2022	Q4 2022		Ongoing. Updates in Newsletter.			