



University District Public Development Authority Board of Directors Meeting Minutes

July 14, 2016 10:30-10:58am

McKinstry Station, 850 E. Spokane Falls Blvd., Roundhouse Rooms 1&2

Board Members Present in Person: Catherine Brazil, Bruce Butterworth, Chancellor Lisa Brown, Kent Hull, Taudd Hume, Mike Livingston, Mariah McKay, Karl Otterstrom, Kim Pearman-Gillman, Mark Richard, Kim Zentz

Board Members Present via Telephone: Dr. Christine Johnson, Council President Ben Stuckart, Dr. Beck Taylor, Steve Trabun

Board Members Absent: Barry Baker, Mayor David Condon, Dr. Mary Cullinan, Tom Johnson, Dr. Thayne McCulloh, Todd Mielke

Other Participants: Bob Eggart (WSU-Spokane), Mary Joan Hahn (Gonzaga University), Andrew Worlock (City)

Staff: Mark Robert Mansfield, Alden Lee Jones, Sherri Vernon

Call to Order:

Otterstrom called the meeting to order at 10:30am, welcomed the board and proceeded with administrative items.

Administration

- a) Otterstrom noted that a quorum (consisting of more than two-thirds of the board) was present and asked the Board to review the March 1 board meeting minutes. **MOTION to approve the March minutes as presented** (Pearman-Gillman); seconded (Livingston) and passed unanimously.
- b) Otterstrom asked the Board to review the 2016 UDPDA budget. **MOTION to approve the budget** (Livingston); seconded (Zentz) and passed unanimously.
- c) Otterstrom asked the Board to review the financials as of May 31, 2016. **MOTION to approve the financials as presented** (Richard); seconded (Livingston) and passed unanimously
- d) Karl Otterstrom requested the Board to sign the Confidentiality Policy (on file) and return it to staff.

Governance

Otterstrom and Hume reviewed the red-lined changes to the draft UDPDA Sixth Amended and Restated Bylaws (on file). Otterstrom reminded the group that, per the newly inserted sentence in Section 3.7 of the bylaws, a two-thirds majority of the board must approve any change to the UDPDA bylaws. **MOTION to approve the changes to the Bylaws as presented** (Pearman-Gillman); seconded (Brown). Hull requested that the board consider a two-step review process when implementing future bylaw changes. Otterstrom noted that the Executive Committee will take this under advisement. No further discussion. The motion passed with the needed two-thirds majority vote and one opposed (Hull).

Adjourn: Meeting adjourned at 10:58am.



Mike Livingston, Secretary



Date



University District Public Development Authority

Board of Directors Meeting Minutes

August 2, 2016 - 2:06-2:30pm

McKinstry Station, 850 E. Spokane Falls Blvd., Roundhouse Rooms 1&2

Board Members Present in Person: Barry Baker, Catherine Brazil, Dr. Mary Cullinan, Tom Johnson, Mariah McKay, Karl Otterstrom, Kim Pearman-Gillman, Steve Trabun

Board Members Absent: Bruce Butterworth, Chancellor Lisa Brown, Kent Hull, Taudd Hume, Dr. Christine Johnson, Mike Livingston, Mayor David Condon, Dr. Thayne McCulloh, Todd Mielke, Mark Richard, Council President Ben Stuckart, Dr. Beck Taylor, Kim Zentz

Other Participants: Bob Eggart (WSU-Spokane), Mary Joan Hahn (Gonzaga University), Brian McClatchey (City), Rhoseffa Rhodes (Whitworth University), Andrew Worlock (City)

Staff: Mark Robert Mansfield, Alden Jones, Sherri Vernon

Call to Order:

Otterstrom called the meeting to order at 2:06pm, welcomed the board and, due to lack of quorum, action items were tabled until next month.

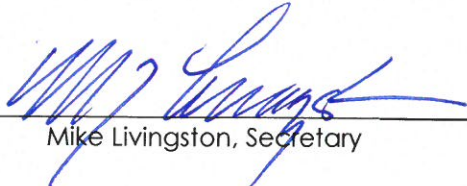
Board review and approval process update

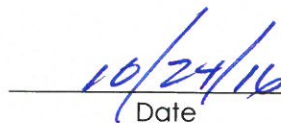
Per last month's Board meeting and the suggestion to consider a two-step process to review bylaws changes; Otterstrom noted that Roberts Rules of Order does not call for this process. The previously approved changes to the bylaws remain in effect.

Business Plan/City Asset Transfer update

The City Asset Transfer business plan document is being drafted and once complete, it will be distributed to the Board for review. Otterstrom suggested that Worlock provide a one page UDRA update at the next meeting and to consider the UDRA playing a larger role and distributing funds.

Adjourn: Meeting adjourned at 2:20pm.


Mike Livingston, Secretary


Date



University District Development Association

Board of Directors Meeting Minutes

August 2, 2016 - 2:20pm-4:07pm

McKinstry Station, 850 E. Spokane Falls Blvd., Spokane, WA - Roundhouse Rooms 1 and 2

Board Members Present in Person: Barry Baker, Catherine Brazil, Dr. Mary Cullinan, Tom Johnson, Mariah McKay, Karl Otterstrom, Kim Pearman-Gillman, Mark Richard, Steve Trabun

Board Members Absent: Bruce Butterworth, Chancellor Lisa Brown, Kent Hull, Taudd Hume, Dr. Christine Johnson, Mike Livingston, Mayor David Condon, Dr. Thayne McCulloh, Todd Mielke, Council President Ben Stuckart, Dr. Beck Taylor, Kim Zentz

Other Participants: Bob Eggart (WSU-Spokane), Mary Joan Hahn (Gonzaga University), Brian McClatchey (City), Rhosetta Rhodes (Whitworth University), Andrew Worlock (City)

Staff: Mark Robert Mansfield, Alden Jones, Sherri Vernon

Call to Order

Otterstrom called the meeting to order at 2:20pm, welcomed the board and, due to lack of quorum, action items were tabled until next month.

Executive Committee Update:

Organizational Evolution

- Executive director services contract - Otterstrom announced that Mansfield will be working remotely from Norway for the next six months. An independent contract is in process to outline terms and scope of work.
- Administrative infrastructure and procedures – Otterstrom noted that Jones is working developing administrative procedures and internal controls for the transition period.
- Office location update – Otterstrom noted that the organization is seeking new office space and welcomed any leads. Baker indicated that there may be space available in the Schade Tower and will follow up with Otterstrom and/or staff.
- Financial planning – Otterstrom commented that funding is secure for the rest of 2016 and that the executive committee will hold an extended planning session later this month to discuss the city asset transfer, state grants and moving forward in 2017.
- Governance and board development – Otterstrom noted that the Nominating Committee will be called to start reviewing any open positions on the Board in preparation for the annual meeting in November.

Executive Director's Report

General updates and visioning update. Additionally, Mansfield provided a brief presentation reflecting on the "amazing opportunity" to serve as the Executive Director of The University District and justifiable optimism for the future. He shared select experiences and convictions that brought him to this position, undergirding his belief in the mission. He provided a moving personal perspective about transcending limits and the importance of working together to build a major life sciences center in The University District.

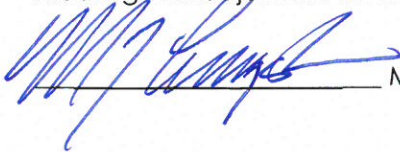
Development Committee Update

- a) **Main Avenue Visioning update** – Mansfield thanked DSP for their support and leading the downtown interests for the Main Avenue visioning exercise and specifically for partnering on a letter to Council President Stuckart advocating for broader coordination of visioning efforts. McClatchey noted that Council President Stuckart's

desire is to move forward and not slow down the process. Mansfield commented that their intention is not to delay the process but rather to thoughtfully consider other aspects/interests. McClatchey also noted that Stuckart would like to have the City Asset Transfer business plan as soon as possible. Pearman-Gillman suggested a meeting with Council President Stuckart, McClatchey and Gavin Cooley. Worlock asked for an update on The University District visioning exercise, specifically more information regarding public input received. Mansfield noted that the public was invited to attend the visioning events and feedback was received. Pearman-Gillman suggested that an additional event or electronic feedback mechanism could be considered. Mansfield recommended that, though it is outside the current project scope and funding, it would be valuable to create a report to document the process and multiple resources assembled.

- b) **Jensen Byrd Update** – Eggart and Pearman-Gillman provided an update: recent public outreach input indicates there is a concern with the Gateway Bridge and connectivity; developers are looking at addressing this which has delayed the predevelopment meeting until the end of September; SPVV Landscape Architects, who have been involved in many University District projects, are working to bring together various interests into a seamless plan.
- c) **Gateway Bridge** – Worlock noted that negotiations are underway to finalize property interests with WSU-Spokane and air rights over the tracks with BNSF, both of which should be completed soon. The intention is to award contract by the end of 2016, begin construction in spring 2017 and complete work in 2018, including the plaza.
- d) **MLK Boulevard Phase II** – Worlock commented that the contract was awarded and construction on Phase II will be in two parts: 1) Erie Street in process and will be completed in spring of 2017 and 2) Erie Street to Trent will start in the spring of 2017.
- e) **WSDOT Trent Avenue Bridge update** – Mansfield noted that WSDOT needs to know that The University District is engaged regarding design and connectivity. Mansfield noted that The University District board can be actualized as one of the most powerful lobbying groups on the east side of the state. Mansfield encouraged the Board to realize its collective potential to influence policy, programs, and the culture to transform The District. He challenged the group to devise an organizational instrument to endorse and support key initiatives and developments aligned with our organizational mission.
- f) **Downtown District boundaries update**–Mansfield noted that the mapping activities reflects the importance of coordinating community development interests, emphasizing relationships and connections rather than divisions. He called attention to the coordinated Main Avenue efforts currently engaging the interests of The University District, The Downtown Spokane Partnership and Spokane Transit Authority.

Meeting was adjourned at 4:07pm.



Mike Livingston, Secretary

10/24/14 Date