



## University District Development Association (UDDA) Minutes Wednesday, May 1, 2024, 3:30 – 4:51 PM, at GSI Office and Via Zoom

**Board Members Present:** LaVerne Biel, Alisha Benson, Lois Bollenback, Bill Bouten, Mayor Lisa Brown, Emilie Cameron, Daryll DeWald, Teresa Dugger (Zoom), Colleen Fuchs, Stacie Maier, Scott McQuilkin (Zoom), Chuck Murphy, Katy Sheehan, Jonathan Teeters, Dennis Wagner, Amber Waldref, Erin Williams-Hueter (Zoom)

**Board Members Absent:** Alicia Barbieri, Catherine Brazil, Kevin Brockbank, Thayne McCulloh, Shari McMahan, Lindsey Myhre, Greg Repetti, Susan Stacey, Council President (CP) Betsy Wilkerson

**Others Present:** Taudd Hume, Steve MacDonald, Stacia Rasmussen, Rob Sauders, John Sklut, Chris Wright, Juliet Sinisterra, Alden Jones

### Call to Order, Welcome, and Administrative Actions/Updates

Vice-chair Cameron served as chair, called the meeting to order at 3:30 PM, and thanked GSI for hosting. Cameron asked for a **MOTION to approve the April 3, 2024, meeting minutes and the financials as of March 31, 2024. The motion was amended to correct mislabeling the minutes in the packet from March 6 to April 3** (Murphy) seconded (Bollenback), and passed unanimously.

Sinisterra highlighted RCW 24.03A.565 legislation prohibiting proxies on nonprofit corporations. Between March 2022 and February 2024, the UDDA held six meetings that lacked a quorum due to the new proxy law. Cameron asked for a **MOTION to approve the Resolution that ratifies the minutes from those meetings** (Maier) and seconded (Fuchs) and passed unanimously.

### UDDA Amended Bylaws

Sinisterra provided a summary of bylaw amendments:

- **Article 3.2.1 Appointed Directors** - Remove proxies: highest-ranking local representatives (from the six higher ed and ADO organizations) have the option to continue to serve, OR they are authorized to appoint a voting director *in their place*. If they choose the second option, the highest-ranking rep *will no longer be on the UDDA board*. They do, however, retain the permanent authority to appoint/replace an authorized rep and to join meetings as a guest. The highest-ranking rep will be asked to sign a form authorizing the new rep. The form is to be sent out after the meeting and changes will be effective immediately.
- **Article 3.8 Manner of Acting/3.11 Special Meetings** – Effective immediately, voting proxies are not allowed on the Board per RCW 24.03A.565 and reference to them has been removed.
- **Article 3.12.1 Advisory Committees** - Officers may establish advisory or ad hoc committees for the Corporation at any time and for any duration.
- **Article 3.12.2 Executive Committee** – Effective 2025, rename the Executive Committee to the Executive Advisory Committee to implement the strategic plan and oversee administration. Supplants BC and DC. Will be publicly noticed. Consists of officers and invited directors (officers also serve on the UDPDA board).
- **Article 3.12.3 Nominating Committee** – Effective 2025, expand sectors desired for the preponderance of elected members and include language “with a preference for those doing business in or within close proximity of the University District”.



- **Article 4.1 Officers Number and Qualification** - Elimination of Past Chair role and ability for positions to be filled by the same person.

Cameron called for a **MOTION to approve the amended bylaws with two changes: replace the phrase “will serve” with “may serve” in Section 3.3.1; and eliminate the final paragraph in Section 3.11 to clarify that a combination of live and written/mailed votes are not allowed** (Sheehan) and seconded (Bollenback) and passed unanimously with required two-thirds majority of directors present.

### **Nominating Committee (NC)**

Cameron shared that the UDDA Executive Committee selects the annual NC for UDDA board approval. The NC meets in June/July to review board applications and propose the 2025 (UDPDA and UDDA) officers, Executive Committee members, and newly elected UDDA members. Cameron asked for a **MOTION to approve the 2024 NC to include the Mayor, Council President, CEO, Teresa Dugger, Colleen Fuchs, and Dennis Wagner** (Bouten), seconded (Murphy), and passed unanimously.

### **2024 Impact Award Nominations**

Cameron reminded the group that 2024 Impact Award nominations open on May 6 (via the online instructions) and close on August 1. The Executive Committee will review applications in August-September and present their recommendations at the October 2 board meeting. The award will be presented at the December 4 holiday party.

### **Development Committee (DC) Report**

Murphy summarized the April DC meeting at which Josh Jackman, CEO, Spokane Climbing Society, presented details around a potential world-class climbing gym facility sited on the 400-Block. Murphy mentioned additional partners interested in 400-Block programming such as the Rosalie Murrey Memorial Foundation (childcare center), Spokane Sports (office space), and some life sciences start-ups. Mayor Brown encouraged staff to investigate the Dept of Commerce grant cycle for early learning facilities funding. Sinisterra is also looking into Community Minded funds. DeWald mentioned synchronicities with the nearby WSU Gleason Adaptive Technology Center.

### **Business Committee (BC) Report**

Wagner shared that Amanda Beck with the City provided an overview of the BID creation process at the April meeting and that members will work on a deeper dive into BID formation at the May session.

### **Presentation: Innovation Tech Hub**

John Sklut (Senior Advisor to the President and Liaison for External and Government Affairs, Gonzaga University) provided background information and updates on the [American Aerospace Materials Manufacturing Tech Hub](#) initiative that Gonzaga is leading alongside 50 other organizations located in the Spokane-Coeur d'Alene region. The purpose of the project is to establish the Spokane aerospace tech hub under the [Regional Technology and Innovation Hubs Program by the U.S. Economic Administration \(EDA\)](#). The consortium was successful in its Phase 1 application and awaits the outcome of its Phase 2 submittal this summer which could unlock \$75 million in federal funding. The mayor and others mentioned the benefits of the Tech Hub regardless of the outcome. With over 54



aerospace suppliers within a 20-mile radius and a robust infrastructure supported by local higher ed and government institutions, this initiative will only further leverage existing research and innovation and workforce training and development, ensuring a steady supply of skilled workers in the region. Board members encouraged leadership to consider environmental and end-of-the-line societal impacts.

Cameron reminded the group of the June 6 retreat at Empire Health Foundation with Mithun leading a District Conceptual Plan overview for board input. Cameron adjourned the meeting at 4:51 PM.

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

09.17.2024

Emilie Cameron, Vice Chair

Date