

Kitsap Public Facilities District

Minutes of the Virtual Board of Directors Meeting

Monday, September 21st, 2020

Attending: Daron Jagodzinske, Chair; Patrick Hatchel, Vice-Chair; Walt Draper, Treasurer; Erin Leedham; Phil Havers and John Morrissey.

Staff: Mike Walton, Executive Director; Brian Lawler, Attorney

Absent: Bainbridge Island representative

1. **Call to Order:** The Chair called the meeting to order at 5:34 PM. The Chair asked the question of the Board – “Tell us about a memorable trip during your life?”
2. **Meeting Minutes:** The ED presented the Minutes of the July 27th meeting,
Pat Hatchel moved to approve the Minutes as submitted. Walt Draper seconded the motion and it passed unanimously.
3. **New Business – Special Presentations:**
 - A. **Barker Creek – Shannon Thompson** (see PowerPoint in agenda packet)
Shannon gave a presentation about his company, their experience and the various projects he has worked on. He has extensive experience as an owner’s rep and managing major projects.
 - B. **Rick Cadwell – Cadwell group** (The Cadwell Group withdrew its application)
 - C. **Erin Leedham moved to approve the selection of Barker Creek and Shannon Thompson as the Construction Consultant for the Kitsap PFD. Walt Draper seconded the motion and it was passed unanimously.**
The ED congratulated Shannon and commented that he would have the attorney begin to draw up the new professional services agreement, and he would discuss with Shannon the expectations of the time required over the next few months to next year.
4. **Financial Reports:**
 - A. **Monthly Financials & Tax Rebate Summary** – the ED reported on results from August data. The KPFDD received \$170.9K in tax rebate revenue, up 2.8% from 2019, and the highest ever received in the month of August. The amount of <\$70 K> was transferred to 286 for Debt Service; and there were <\$12.4K> in Expenses. The result was a Net to Cash of \$88.5K. The balance of the 96977 Fund grew to slightly over \$3.3 million,
A question was raised by Erin Leedham about a discrepancy in the allocation of funding to one of the accounts. The ED said he would look into it and report back to the Board.
John Morrissey asked a question about the income projection and possible bonding and Phil Havers also wanted data on the future income projections. The ED agreed to send the current spreadsheet on the past receipts, expenditures and future projection to all the Board Members. He also mentioned that the Financial Advisors would submit a report on their assessment of the economy and their forecast before the next meeting. Board Members also requested that the analysis also be sent to the whole Board in advance of the meeting.
 - B. **Blanket Voucher** – The ED submitted a Blanket Voucher of \$9,009.37 for various expenses from August to be paid.
John Morrissey moved to approve the Blanket Voucher in the amount of \$9,009.37. It was seconded by Erin Leedham and passed unanimously.
 - C. **Project Blanket Voucher** – The ED submitted a Blanket Voucher for \$15,286.25, for the first invoices from the Poulsbo PERC project, These invoices are for activities of their consultant, Pertect, for the first elements of the community response collection process.
Erin Leedham made a motion to approve the Blanket Voucher in the amount of \$15,286.25. It was seconded by John Morrissey and passed unanimously.

5. New Business:

A. **Revision of the KPFD Bylaws** – Brian Lawler

Brian presented the suggested updates to the Bylaws, which were last modified in 2011.

1. There were some minor corrections or adjustments made in a couple of paragraphs;
2. The first significant item – Sect. 4.7 A & B - was to establish an official Executive Committee, but it could not make decisions that would bind the district;
3. The second item was Sect 5.3, trying to make the Agenda fixed and published 24 hours before the meeting. There was some discussion about this and when “24 hours” was. It is the Friday before the meeting, but there is an allowance for last minute changes if required in the RCWs;
4. The third was Sect 5.7 A, B & C - to deal with missing Directors: Sect A - compliance with OPMA; Sect B - dial in attendance as necessary; and Sect C - Electronic or virtual meetings, in compliance with the guidance provided by the WA Attorney General.
5. The last Sections – 7.6 & 7.7– Sect 7.6 deals with utilization of Electronic Signatures, and 7.7 deals with the formalization of the signature protocol and Attestation of the signatures for a standard protocol.

There was some additional discussion and the revised Bylaws will be brought back before the Board for approval at the Oct meeting.

B. **Tabled POB/CNW discussion** – Erin Leedham brought up the unfinished discussion from last month about the POB/CNW project, since we had updated info about the available cash and expected revenues over the next 18-24 months.

The ED also reported that Parks Director Jim Dunwiddie released the commitment for \$550K for turf on Lobe Field #1. When asked about the validity of that release, Brian replied “Since that project never went forward and an ILA was never created, my answer was the prior reservation of funds was tentative, rather than formal and binding and the Board needed to take no formal action.”

Daron also stated that we still didn’t have a rep from Bainbridge Island, and he felt that was important to have “the full Board” present for that discussion. After some additional discussion, the item was tabled again until the October meeting, when a Bainbridge representative should be present.

6. Ongoing Business:

- A. **ED Activity Report** – ED gave a verbal report to the Board on various activities, interaction with the various project leads and actions recommended by the Board.
- B. **Regional Facility Reports** – Not much activity at both current Regional Centers, Chair directed them to read them at their leisure.
- C. **New ILA Project Progress** – Nick Bond reported on status of the Port Orchard project, the ED reported on the others. Full status reports will be made next month.

7. Public Comment: (Limited to 3 minutes, otherwise not on Agenda)

- A. **Stacey Saunders, CStock:** Stacey gave a report on the delays in getting a new home for CStock, their decision to fund-raise to buy or build a new facility, until they met with the POB and CNW team. Their fundraising dollars and the receptivity of the Port to cooperate on open air and indoor performing centers led to a new partnership in constructing some of the public facilities planned for the POB/CNW property to accommodate CStock.
- B. **Jerry McDonald** – spoke in support of the POB/CNW project and the connection with CStock makes it better. He also suggested moving the Public Comment to the beginning of the meeting.
- C. **Jim Rothlin** – spoke in support of the continued discussion about the POB/CNW project and its potential impact on the Kitsap economy.

Meeting adjourned at 7:38 pm.

Next Regular Meeting of the Board, October 26th, 2020 at 5:30 pm

NOTE: It is probably another Zoom webinar.

Topics: General Business; Financial Outlook discussion

NOTE: This is a location change from previous meeting location. There will be location changes at each of the regular meeting dates in 2020. Please check the website for updates.