

# *Kitsap Public Facilities District*

## Minutes of the Virtual Board of Directors Webinar

Monday, December 13, 2021

**Attending:** Daron Jagodzinske, Chair, Patrick Hatchel, Vice-Chair, Walt Draper; Treasurer, Erin Leedham, Director, and John Morrissey, Director

**Staff:** Russ Shiple, Executive Director, Brian Lawler, Attorney, Shannon Thompson, Construction Consultant, Susan Veach, Accountant

**Absent:** Tom Bullock, Director and Phil Havers, Director

1. **Call to Order:** Chair Jagodzinske called the meeting to order at 5:30 PM.
2. **Meeting Minutes:** Chair Jagodzinske presented the Minutes of the October 25<sup>th</sup>, 2021, Virtual Regular Meeting of the Board of Directors. Director Leedham moved to approve the Meeting Minutes as submitted. The motion was seconded by Director Draper. The motion passed unanimously.
3. **Public Comment:** (Limited to 3 minutes, otherwise not on Agenda) **None presented**
4. **Project Progress Report:** Kitsap County – **Port Gamble Forest Heritage Park Project** – Eric Baker, Kitsap County  
Mr. Baker presented on elements of the project to date: Mountain Biking Ride Park, Sound to Olympic Trail and Northern Segment Trail Design, Stottlemeyer Trailhead, and the Port Gamble Forest Heritage Park Master Plan.  
**-Mountain Bike Ride Park:** Two Phases. Phase 1-Trail Construction is underway. Phase 2-Parking and Access Road. Anticipated completion is Fall 2022.  
**-Sound to Olympic Trail:** Connecting Bainbridge Island to the Hood Canal Bridge and Kingston to Port Gamble. Anticipated completion is 4th Qtr., 2022.  
**-Stottlemeyer Trailhead:** Paved parking, including 25 cars and 5 equestrian slots off Stottlemeyer Rd, connecting to the Sound to Olympic Trail.  
**-Master Plan:** Consideration of recreation, trails, conservation, and economic development. Public outreach was conducted. Three draft alternative plans were created, focusing on education: Alternative A – smallest footprint that includes event space and viewing platform. Alternative B – larger footprint that includes camping areas. Alternative C – Largest footprint that includes expanded camping, event space, classroom/educational gathering area, disc golf area, and research facility. Board of County Commissioners will meet in March 2022 to determine which alternate plan will be implemented.
5. **New Business:**
  - A. **Consent Agenda Consideration** – Chair Jagodzinske, Mr. Lawler, & Executive Director  
A Consent Agenda would allow the Board to save time by reviewing previous meeting minutes, KPF D blanket vouchers, project vouchers, ED and regional facilities reports. If a single board member wishes to have a discussion on any item of the Consent Agenda, it would be withdrawn and discussed during the Board meeting. The consensus of the board was to move forward with adopting the Consent Agenda for each board meeting moving forward.
  - B. **Review KPF D Office Technology Needs Quote** – Executive Director  
Overview – There are currently several concerns regarding the security of the KPF D electronic data, including a lack of a cloud server for backing up files, and a firewall to prevent outside access to data. In addition, there is no way to remote into KPF D email or work on files that are located on the office desktop.

The Executive Director reached out to Help Desk Calvary and requested two quotes: 1. IT hardware and software needs within the office, including a laptop that would allow for remote access, as well as the establishment of a cloud-based server and firewall installation. 2. IT 24/7, 365 days hardware and software monthly support cost. The hardware and software needs quote are \$8,726.73. The monthly monitoring service quote is \$259.00. Director Morrissey moved to allow for the expenditures of \$8,726.73 for IT hardware and software needs, as well as \$259.00 per month for IT support. It was seconded by Director Draper and passed unanimously.

C. **KPFD Credit Card Consideration** – Executive Director

This discussion will be tabled until the next Board of Directors Meeting.

D. **Discuss on Approval for Invoice Payment Process** – Chair Jagodzinske & Mr. Thompson of Barker Creek Consultant

An Invoice Review Flowchart was presented and discussed to provide clarity on how project-related invoices come in, sent to Barker Creek Consulting for review of completeness and entirety, returned for additional information, or sent back to KPFD for Board approval. Based upon the review of project invoices recently received, each invoice does not meet the criteria for completeness and entirety. Therefore, no project invoices were presented for board approval at this meeting.

E. **2022 Budget Approval** – Executive Director & Treasurer Draper

The proposed budget was presented to the board. Treasurer Draper noted some minor increases commiserate with payroll and is reasonable. IT services is another increase from previous years. At some point the Executive Director would like to have a further discussion on the advertising and marketing budget line item, ensuring that what is earmarked is money well spent. Board of Director stipends was increased as well, based on 2021 payouts. Treasurer Draper moved to approve the 2022 Budget as presented. It was seconded by Director Leedham and passed unanimously.

F. **Discuss of Public Disclosure Requirements for Special Meetings** – Mr. Lawler of JPC PLLC

A special meeting is defined as a quorum of the Board of Directors who desires to get together to discuss a variety of topics. There is a 24-hour notice requirement by mail, fax, or email to each board member and member of the news media on file with the KPFD that requests to get noticed at any public meetings. The best practice is to also publish the notice on the KPFD website 24 hours prior to the meeting. Physical signage of the meeting must be placed on the door where the special meeting is being held. Of note, during a special meeting, you cannot act on any items that are not listed on the agenda.

G. **Review Resolution 01-2021- 2022 Meeting Schedule** – Chair Jagodzinske

Director Leedham moved to accept Resolution 01-2021 for the 2022 Board of Directors Meeting Schedule. Treasurer Draper seconded the motion. Discussion – May 30 is Memorial Day. The Executive Director recommends meeting schedule be amended to move the May meeting to the 23<sup>rd</sup>. The motion passed unanimously.

H. **Review Resolution 03-2021- Executive Director Appointment as the KPFD Investment Officer** – Chair Jagodzinske & Executive Director

The Executive Director will have the authority to communicate with the Kitsap County Treasurers Office to invest funds that allows the KPFD to pay its overhead costs and project invoices. Treasurer Draper made a motion to approve Resolution 03-2021, appointing the Executive Director as the KPFD Investment Officer. Vice-Chair Hatchel seconded the motion and passed unanimously.

- I. **Review Resolution 04-2021- Executive Director Voucher Approval Level** – Chair Jagodzinske & Executive Director

The Executive Director will have the authority to approve a voucher up to, but not to exceed \$1,000. Director Leedham moved to approve Resolution 04-2021. It was seconded by Director Morrissey and passed unanimously.

- J. **KPFD Resolution & Policy Review Committee**– Chair Jagodzinske

The purpose of the committee is to look back historically on all the policies and resolutions put in place and have an accurate understanding and listing of those, as well as where does the KPFD have gaps. Are other resolutions needed to ensure we are operating in a clear and transparent manner for the board and public? Chair Jagodzinske suggested that the KPFD Chair, Directors Morrissey and Havers serve on the committee. Director Morrissey moved to form the Resolution & Policy Review Committee. It was seconded by Treasurer Draper and the motion passed unanimously.

6. **Financial Reports:** Executive Director & Ms. Veach of Accountability Plus, Inc.

A. **November 2021** – Budget performance was presented, and adjustments to the 2022 Budget have been addressed for line items that were over budget in 2021.

B. **96968 Blanket Voucher XXX136** –The Executive Director submitted a Blanket Voucher in the amount of \$42,557.32 for KPFD October and November invoices.

Treasurer Draper moved to approve the Blanket Voucher in the amount of \$42,557.32. It was seconded by Vice-Chair Hatchel and passed unanimously.

**Note:** The Executive Director uses the Digital Signatures of the Board of Directors on the Blanket Voucher approval forms submitted.

7. **Ongoing Business:** - Chair Jagodzinske

A. The Chair asked that the Board review the Executive Director and Regional Facilities Reports on their own.

B. Treasurer Draper noted that he was contacted by the WA State Auditor’s Office and will be having a virtual meeting with them later in the week to discuss the upcoming 3-year audit.

**The Meeting was adjourned at 7:24 PM.**

**Next Meeting of the Board: Zoom webinar on January 24, 2021, at 5:30 PM**

**Topics: General Business, Project Progress Report, New Business, End of the Year Financials & Ongoing Business.**

**NOTE:**

**1) Future meetings may be in-person when a public site becomes available.**

**2) There may be other location or format changes at meeting dates in 2022.**

**Please check the website for updates.**