



September 12, 2022
2:30 P.M.

T-Mobile Park
PFD Conference Room
110 Edgar Martinez Drive S
Seattle, WA 98134

The PFD will be holding this Regular Meeting of the Board of Directors in-person and in a manner consistent with guidance from the Attorney General's office. Telephonic access is available via a free conference call service upon request. Members of the public desiring to leave a comment but not able to attend the meeting in person should submit them to curtisj@ballpark.org at least 24 hours prior to the meeting start time.

BOARD MEETING NOTICE AND AGENDA

- A. Call to Order / Welcome** (Chair, Stacy Graven)
- B. Public Comment** (any written public comment received prior to the meeting will be summarized and read aloud)
- C. Approval of the Minutes**
 - 1. June 27, 2022 Special Board Meeting Minutes
- D. Board Briefings and Potential Actions:**
 - 1. Mariners Update
 - a. Ballpark Management Plan (Trevor Gooby) – *Materials at Meeting*
 - b. All Star Game Update (Fred Rivera) – *Presentation Only*

2. Reference Ballpark Trips Report Out (Joshua Curtis) – *Materials at Meeting*

3. Review of Vouchers (Chris Marr)- *Materials Included*

c. Proposed Resolution 22-008

E. Reports

1. Chair’s Report (Stacy Graven)

2. Executive Director’s Report (Joshua Curtis)

F. Executive Session: The Board may meet in Executive Session to “review contract performance of publicly bid contracts” RCW 42.30.110 (1)(d); “to review the performance of a public employee” RCW 42.30.110 (1)(g); and/or to discuss with legal counsel real estate lease matters and/or “potential litigation to which the agency . . . is, or is likely to become, a party, where public knowledge regarding the discussion is likely to result in an adverse legal or financial consequence to the agency” RCW 42.30.110 (1)(i). Formal Board action is not anticipated following the Executive Session.

G. Adjournment

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WASHINGTON STATE MAJOR LEAGUE BASEBALL STADIUM PUBLIC FACILITIES
DISTRICT

Monday, June 27, 2022, 1:30 P.M.
Public Facilities District, Conference Room
110 Edgar Martinez Drive South, Seattle, Washington 98134

SPECIAL BOARD MEETING MINUTES

The PFD held its Special Meeting of the Board of Directors in-person and in a manner consistent with guidance from the Attorney General's office. The meeting was conducted as a special meeting because the meeting was held one hour earlier than regular meetings of the Board. Notice of the special meeting was provided as required. Virtual access was provided via a Microsoft Teams conference system (video or phone) upon request. Members of the public desiring to leave a comment but not able to attend the meeting in person were asked to submit comments to curtisj@ballpark.org at least 24 hours prior to the meeting start time.

CALL TO ORDER / WELCOME

Board Chair Stacy Graven, joining by Microsoft Teams, called the meeting to order at 1:31 p.m. pursuant to notice. Under the Board's current rules, Chair Graven did not participate in any of the votes of the Board. Board Members joining the meeting in person: Carol Nelson, R. Omar Riojas, Mike Fong, and Chris Marr. Andrea Sato was absent but excused. Staff and consultants present: Joshua Curtis (Executive Director), Tom Backer (Legal Counsel), Sandeep Kaushik (Consultant), and Pat Dunn (Legislative). Consultants joining by Teams: Bryan Slater (CAA ICON), Katie Lutton (B&D). Also joining were Trevor Gooby (Mariners SVP, Ballpark Operations), Fred Rivera (Mariners EVP, Legal Counsel) and Carmela Ennis (King County).

Chair Graven stated that item #3 – a resolution regarding the PFD benefit package – would not be presented today.

Executive Director Joshua Curtis announced that Liv Bacon had recently given notice that she was resigning from the PFD Office Manager position, effective July 6. Joshua reported that he would be sharing a transition plan with Board Members in the next few weeks. Board member Nelson asked whether this departure would affect the archiving project and Joshua replied that it would likely be delayed a bit, but that the archivist consultant was well on the way to completing the work

PUBLIC COMMENT

No written public comment was received.

APPROVAL OF MINUTES

1. Chair Graven asked for a motion to approve the May 9, 2022, Board Meeting Minutes. Member Marr moved to approve the minutes, seconded by Member Nelson. Motion carried 4-0. (Chair Graven not voting).

BOARD BRIEFINGS AND POTENTIAL ACTIONS

1. Long-Term Capital Needs Assessment Overview (Bryan Slater, Katie Lutton) –
Materials Included

Mr. Slater and Ms. Lutton presented the PPT included in the packet. Member Nelson asked why the roof was left out of the assessment. Mr. Gooby responded that Thornton Tomasetti, a well respected engineering consultant, already worked closely with the Club to monitor the roof and so an additional evaluation wasn't necessary. While the evaluation was not included in the report, roof projects and estimated costs were included in the matrix. Chair Graven recommended noting this in the PPT. Member Riojas asked if there was a specific rating system to compare the ballpark to reference ballparks. Mr. Slater responded that there wasn't a specific rating system as it would be unrealistic to accurately compare each system in the ballpark. Rather, there was a general evaluation. Exhibit C in the assessment provides a brief comparison of the technology aspects of the reference ballparks.

2. 2023 Initial Cap-Ex Workplan Presentation

A. 2023 Cap-Ex Workplan Presentation (Trevor Gooby) – *Materials Included*

Mr. Gooby summarized the 2023 Initial Cap-Ex Workplan (attached) using a summary slide (attached). Member Marr asked if the Club was confident about escalation assumptions. Mr. Gooby stated that they were. Cost assumptions had taken place over February-April, after much of the inflation-related increases had already taken place. They had also increased from the industry standard of 3% to 5% in the initial years of the plan. Member Nelson, noting the \$75 million projection for 2023, asked Mr. Rivera how Club factored these types of costs that would not be covered by the PFD Cap-Ex fund into the Club's business planning. Mr. Rivera responded that the Club felt confident that over the course of the lease, these costs would be reimbursed. Chair Graven observed it appeared the garage would not be receiving investment in the "heat graph". Ms. Lutton responded that the graph represented comparative levels of investment and that the garage would be receiving consistent levels without any intensive spikes. Member Nelson noted that a legend may help in clarifying. Member Marr asked Mr. Gooby to clarify bidding process for projects. Mr. Gooby stated the Club runs all bidding internally.

B. PFD Draft Letter of Preliminary Approval: Discussion, Board Comment, and Motion (Joshua Curtis) – *Materials Included*

Mr. Curtis presented the attached draft letter of approval for board consideration. He noted that this year the letter looked a little different given the LTCNA process and highlighted several parts. He commended the Club for the ambitious work plan. He also noted that, similar to last year, he would be requesting the board delegate the ability to provide early approval to a few projects that the Club will need to start earlier than final approval in the fall. Chair Graven requested a motion for the board to approve the draft letter and to delegate to Mr. Curtis the power to approve early projects. Member Nelson moved to approve; Member Marr seconded. Motion approved, 4-0.

3. Amended PFD Benefits Package (Stacy Graven) – *Materials Included*
[Deferred]

4. Amended PFD Holiday Calendar (Joshua Curtis) – *Materials Included*

a. Proposed Resolution 22-006.

See materials. Mr. Curtis stated that the PFD wished to update its holiday calendar to reflect the addition of Juneteenth National Independence Day, which is now a federal holiday and observed by peer organizations such as the Public Stadium Authority (Lumen Field). Member Riojas moved to approve Resolution 22-006, Member Fong seconded. Resolution passed 4-0.

5. Review of Vouchers (Chris Marr)- *Materials Included*

b. Proposed Resolution 22-007

Refer to materials. Member Marr introduced Proposed Resolution 22-007 to approve the regular voucher payments. Board member Marr noted that he met with Joshua to discuss all the items included in the vouchers and felt the process helped answer more detailed questions on voucher or expense-related inquiries. Following discussion, Member Marr moved to approve Resolution 22-007, seconded by Member Nelson. Resolution approved 4-0.

REPORTS

Chair's Report

Chair Graven informed the board that Brian Surratt's nomination to the PFD Board of Directors was approved last week and that she would circulate his resume and introduce him at the next meeting. She stated that, with a full board cohort, the PFD could hold its visioning session in November. In addition, she informed board members that there would be a chance for a more detailed look at the Long Term Capital Needs Assessment and the findings from the reference ballpark trips.

Executive Director's Report

Joshua Curtis summarized the Executive Director's report included in the Board packet.

EXECUTIVE SESSION

There was no executive session.

ADJOURNMENT

There being no further business before the Board, Chair Graven declared the meeting adjourned at 2:42 pm.

Joshua Curtis,
Recording Clerk

Stacy Graven, Chair
Board of Directors, Public Facilities District

2
3 RESOLUTION NO. ____

4 A RESOLUTION to approve payments made by the District.

5 WHEREAS, pursuant to Chapter 36.100 RCW, as amended, the Washington State
6 Major League Baseball Stadium Public Facilities District (“District”) has been created and
7 possesses all the powers of a public facilities district; and

8 WHEREAS, Resolution No. 478 [Proposed No. 20-002] appointed the District
9 Executive Director, Joshua Curtis, as Auditing Officer; and

10 WHEREAS, the Board Chair or the Chair’s designee has been designated to review
11 and approve payments, subject to final review and approval by the Board; and

12 WHEREAS, Board member Chris Marr has been designated by the Board Chair to
13 review and approve payments; and

14 WHEREAS, the Auditing Officer and Board member Marr have reviewed and
15 approved ballpark vouchers #20220610160708, 20220627094404, 20220629145744,
16 0220711160512, and 20220715160436, as produced by King County (the District’s
17 treasurer), June and July payroll expense reports as produced by Gusto (the District’s
18 payroll administrator); as summarized as follows:

19 June 2022

<u>Classification</u>	<u>Amount</u>
20 1. CapEx Fund	
21 2. Neighborhood Improvement Fund	
22 3. Operating Fund	
23 • Salaries/Benefits	
24 ○ Salaries	\$19,513.00
25 ○ Benefits	\$694.16
26 ○ Payroll Taxes	\$1,547.62
27 • Professional Services	
28 ○ IT Support/Website/Domains	\$1,117.00
29 ○ Accounting/Auditing	\$1,855.95
30 ○ Consulting Services	\$4,175.00
31 ○ Reimbursements	
32 ○ Payroll Services	\$56.23
33 ○ Bank Fees	\$65.16
34 ○ Legal Fees	\$8,839.50
35 • General & Administrative	
36 ○ Equipment	\$825.99
37 ○ Supplies	\$17.40

40	○ Dues & Subscriptions	\$377.78
41	○ Meeting & Board Expenditures	\$30.50
42	○ Professional Development	
43	○ Insurance	
44	○ Telephone/Wireless	\$224.45
45	○ Cleaning & Maintenance	
46	○ Travel	\$4,520.61
47	○ <u>General and Administrative - Other</u>	<u>\$427.20</u>
48	TOTAL FOR THE PERIOD	\$44,343.78

50 July 2022

52	<u>Classification</u>	<u>Amount</u>
53	4. CapEx Fund	
54	5. Neighborhood Improvement Fund	
55	6. Operating Fund	
56	• Salaries/Benefits	
57	○ Salaries	\$19,902.60
58	○ Benefits	\$450.80
59	○ Payroll Taxes	\$1,531.30
60	• Professional Services	
61	○ IT Support/Website/Domains	\$835.85
62	○ Accounting/Auditing	\$198.45
63	○ Consulting Services	\$11,447.22
64	○ Reimbursements	
65	○ Payroll Services	\$56.23
66	○ Bank Fees	\$34.92
67	○ Legal Fees	\$11,494.50
68	• General & Administrative	
69	○ Equipment	\$755.19
70	○ Supplies	\$361.10
71	○ Dues & Subscriptions	\$82.07
72	○ Meeting & Board Expenditures	
73	○ Professional Development	
74	○ Insurance	
75	○ Telephone/Wireless	\$210.86
76	○ Cleaning & Maintenance	
77	○ Travel	\$6,363.52
78	○ <u>General and Administrative - Other</u>	<u>\$46.72</u>
79	TOTAL FOR THE PERIOD	\$53,827.56

82 NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF
83 THE WASHINGTON STATE MAJOR LEAGUE BASEBALL STADIUM PUBLIC
84 FACILITIES DISTRICT AS FOLLOWS:
85

86 Voucher #20220610160708, 20220627094404, 20220629145744, 0220711160512,
87 and 20220715160436, as produced by King County (the District's treasurer), June and July
88 payroll expense reports as produced by Gusto (the District's payroll administrator), as
89 reviewed by the Auditing Officer and Board designee (on file with the District) are hereby
90 approved.

91 PASSED by a vote of ____ to ____ this 12th day of September 2022.

92 BOARD OF DIRECTORS
93 WASHINGTON STATE MAJOR LEAGUE BASEBALL STADIUM
94 PUBLIC FACILITIES DISTRICT

95 _____
96 Stacy Graven, Chair

96 ATTEST:
97

98 _____
Joshua Curtis, Clerk

DRAFT



Executive Director Report August 2022

Office Administration

- Bookkeeping – As I shared in my July Executive Director report, I’ve brought on Darcy Johnson of Bulls-Eye Bookkeeping to support the PFD. Darcy has been spending much of her time getting up to speed on our various funding sources and King County’s processes. While ultimately her duties will be posting of financials, payroll, invoicing and board meeting preparation (in addition to some stand-alone projects, such as support during the upcoming annual audit), Darcy is reviewing and updating our 2022 Quickbooks monthly postings (P&L, Balance Sheets). Given this, Chris Marr and I will present the Q1/Q2 Budget-to-Actuals report alongside the proposed 2023 budget at the October board meeting.
- Office Improvements – Planning for this year’s office improvements continues, with recent focus on coordination with the Mariners on the ceiling upgrades. We are currently waiting on LED light and ceiling tile options and expect to have Boots under contract in October and work completed by the end of the year. The project will include the entire office with the exception of the conference room, which will be included in a larger conference room upgrade early next year.

Policy Tracking/Engagement

- Industrial and Maritime Work – The PFD and PSA continue to track the status of the Industrial and Maritime Final Environmental Impact Statement. Based on our most recent conversations with the City, we anticipate that the FEIS will now be published in late-September/early-October. The position of the City has evolved, and continues to evolve, and so I will provide an update once there is greater clarity. If you are interested in learning more about the status of this effort, I’m happy to provide further detail over a call.
- West Seattle Ballard Link Extension DEIS – After a lull over the summer, the Chamber of Seattle has reconvened the groups of representatives along the WSBLE line. The CID conversation has evolved and now reflects what seems to be a unified rejection of the 5th Ave alternatives. There is a “no build” option that is gaining in momentum, but it is still early in this conversation. I’ll continue to track and believe there may be opportunities to weigh in before the next ST Board decision to modify/confirm the preferred alternative in February, 2023.
- Metropolitan Improvement District (MID) Expansion – The Downtown Seattle Association is currently preparing for its 2023 renewal of the MID. As part of this effort, they are considering expanding the MID boundaries to include Lumen Field and the

ballpark. Fred Rivera is engaged in this conversation, and I have participated in one phone call. Public buildings are exempt from MID assessments, though several public entities in the current area (City of Seattle, Pike Place Market, the Convention Center, and others) contribute voluntarily in exchange for cleaning and safety services. Discussions are ongoing and I'll update the group as we learn more.

Neighborhood Improvement Fund

- TNC Lot – I met with the Mariners and their consultants (Cityfi, Mithun) on 9/6 to discuss the status of the design, planning, and implementation for this project. The team aims to complete permitting in October, at which point we will discuss potential funding from the NIF.
- Railroad Way – I continue to meet with the stakeholders (including the PSA) to discuss the Railroad Way project and long-term operations/maintenance. While I have been assisting in thinking through possible activation/management solutions, I have also been tracking potential NIF projects, including the possibility of supporting the inclusion of public art in the new plaza. Currently the entire project is slated to be completed in late Q2 2023. Possible project funding would occur as early as early-Q1 2023.
- Board Participation – As part of the lease, the PFD and the Mariners will both appoint two representatives to review potential NIF projects. In 2021, Omar Riojas, Paul Mar and Tom helped me to develop a NIF overview (attached to this report). With Paul Mar's departure, we are looking for an additional board member to engage on this project. If you're interested, please reach out to me.

Relationship Management/Outreach

- In addition to my stakeholder engagement related to the Stadium District, Sound Transit WSBLE, and Railroad Way discussions, I have met in the past month with Jon Scholes (DSA), Erin Goodman (SODO BIA), and several staff/consultants from Alliance for Pioneer Square and First and Goal.



Neighborhood Improvement Fund Overview

Summary

The Neighborhood Improvement Fund (NIF) was established in 2019 through the new lease with The Baseball Club of Seattle, LLLP (the Seattle Mariners). The Lease provides that the PFD “shall establish a fund to support work consistent with the PFD’s statutory authority and mission statement.” The PFD’s statutory authority includes the power to promote, advertise, improve, develop, operate and maintain the facilities of the district. The facilities of the district include the ballpark, associated parking facilities, and ancillary services and facilities. The PFD’s mission statement is:

To maintain and enhance our iconic baseball park in order to promote the success of Major League Baseball in the State of Washington, enhance fan enjoyment, and contribute to an economically successful, safe, desirable, innovative and walkable stadium neighborhood.

The Lease provides that the PFD and the Seattle Mariners will form a four-member advisory committee, with each party appointing two representatives. The purpose of the advisory committee is to discuss potential projects and expenditures to be funded. The advisory committee is also tasked with seeking input and feedback from other stakeholders, including neighboring communities, as appropriate.

The PFD has discretion in defining projects to be funded from the NIF, subject to limitations on its authority and the requirement that there be a connection between its exercise of discretion and the stadium purposes for which the PFD was established. While the PFD retains sole discretion for approving projects to be funded from the NIF, the Seattle Mariners’ consent is required for any project that could interfere with the Mariners’ rights under the Lease. Review of any proposed project should take into consideration whether or not it enhances the fan or attendee experience of the ballpark.

Funding

Under the Lease, the PFD has discretion to contribute to the fund in years where operating revenue exceeds operating costs, after any contributions to an operating reserve and a \$250K contribution to the Capital Expenditure fund.

Goals

In addition to the eligibility criteria described above, the PFD Board has identified the following set of broad goals that are consistent with the organization's mission and provide additional guidance for identification and/or approval of projects:

- Improve the public safety and general pedestrian experience of the fan, employee, and general public to, from, and around the ballpark by improving lighting and wayfinding, installing public art, and enhancing the general aesthetic or functionality of sidewalk and/or crosswalk conditions.
- Work with the Mariners, the City, and others to enhance the immediate Ballpark neighborhood through urban design, supporting neighborhood planning, and helping catalyze an improved mix of building types.
- Increase the sustainability of the ballpark and neighborhood by supporting study of capital improvement projects and deep-green initiatives, such as fuel switching and provision of sustainable fuel sources to other buildings in the neighborhood.
- Improve the fan experience and increase neighborhood pedestrian activity through capital improvement projects that support daily and seasonal recreational/music programming in public and private spaces in the neighborhood.
- Provide support to neighborhood or other groups that identify or develop projects consistent with these goals.

Equity and Inclusion

When possible, any project supported by the NIF will reflect, include, and empower black, Indigenous, people of color (BIPOC) communities in the neighborhood, city, and region. For instance, when considering public art installation, the party responsible for the project will proactively seek artists from BIPOC communities.