DUE TO THE EXTRAORDINARY PUBLIC HEALTH CIRCUMSTANCES RELATED TO THE ONGOING COVID-19 (CORONAVIRUS) OUTBREAK, PARTICIPATION IN THIS MEETING WILL BE TELEPHONIC OR VIRTUAL. ALL PDA COUNCILMEMBERS WILL PARTICIPATE REMOTELY.

Date: Thursday, January 20, 2021  
Time: 4:30 p.m. – 5:45 p.m.  
Location: Join Zoom Meeting:  
https://us02web.zoom.us/j/88234771353?pwd=VDcweXoxSUhTckVHaHY2dXBSYIMzUT09  
OR dial +1 253 215 8782 US (Tacoma), Meeting ID: 882 3477 1353, Passcode: 914010

Committee Members: Rico Quirindongo (Chair), Devin McComb, Patrice Barrentine, David Ghoddousi and Mark Brady

<table>
<thead>
<tr>
<th>Time</th>
<th>Section</th>
<th>Chair</th>
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<tbody>
<tr>
<td>4:30pm</td>
<td>I. Administrative</td>
<td>Chair</td>
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<tr>
<td></td>
<td>A. Approval of Agenda</td>
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<td>B. Approval of the November 12, 2020 Executive Committee Meeting Minutes</td>
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<td>4:35pm</td>
<td>II. Announcements and/or Community Comments</td>
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<td>4:40pm</td>
<td>III. Council Chair Report</td>
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<td>4:55pm</td>
<td>IV. Committee Chair’s Report</td>
<td>Patrice Barrentine</td>
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<tr>
<td></td>
<td>A. Market Programs</td>
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<td>B. Finance &amp; Asset Management</td>
<td>Devin McComb</td>
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<td>5:15pm</td>
<td>V. Executive Director’s Report</td>
<td>Mary Bacarella</td>
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<td>5:25pm</td>
<td>VI. Discussion Items</td>
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<td>A. Nomination Committee Update</td>
<td>Colleen Bowman</td>
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<td>5:35pm</td>
<td>VII. Public Comment</td>
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<td>5:40pm</td>
<td>VIII. Concerns of Committee Members</td>
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<tr>
<td>5:45pm</td>
<td>IX. Adjournment</td>
<td>Chair</td>
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Executive Committee Meeting Minutes

Thursday, November 12, 2020
4:30 p.m. to 5:45 p.m.
Location: Join Zoom Meeting:
https://us02web.zoom.us/j/83168754961?pwd=cUVIb3NSbTQzUFZDK0xiSStQS1REdz09
OR dial +1 253 215 8782 US (Tacoma), Meeting ID: 831 6875 4961, Passcode: 229562

DUE TO THE EXTRAORDINARY PUBLIC HEALTH CIRCUMSTANCES RELATED TO THE ONGOING COVID-19 (CORONAVIRUS) OUTBREAK, PARTICIPATION IN THIS MEETING WILL BE TELEPHONIC OR VIRTUAL. ALL PDA COUNCILMEMBERS WILL PARTICIPATE REMOTELY.

Committee Members Present: Rico Quirindongo, Devin McComb, Mark Brady, David Ghoddousi

Other Council Members Present: Gordie McIntyre, Ray Ishii, JJ McKay, Colleen Bowman

Staff Present: Mary Bacarella, Karin Moughamer, Amy Wallsmith

Others Present: Joan Paulson, Betty Halfon, Haley Land

The meeting was called to order at 4:31 p.m. by Rico Quirindongo, Chair.

I. Administration
   A. Approval of the Agenda
      The agenda was approved by acclamation.

      Approval of the October 21, 2020 Executive Committee Meeting Minutes
      The October 21, 2020 Executive Committee Meeting Minutes were approved by acclamation.

      David Ghoddousi entered the meeting at 4:33 pm.

II. Announcements and/or Community Comments
    None.

III. Council Chair Report
    Rico Quirindongo thanked Mary and staff for all their hard work and did not offer a Chair report in order to allow more time for Mary’s report.

IV. Committee Chair’s Report
   A. Market Programs
      Mary Bacarella will present content related to Market Programs during her Executive Director report.

      Devin McComb noted that most people at Executive Committee were at the Finance & Asset Management Committee meeting. There was one resolution on the agenda which was approval of the 2021 PDA Operating and Capital Projects Budget. There was one amendment to the Proposed Resolution moved by Ray Ishii to decrease the amount allocated to the Market Foundation to $180,000.
and that those funds are restricted to and divided among the Market’s Five Families. The primary thinking is that due to a nearly $1M deficient in the budget it did not seem financial prudent to approve the Foundation allocation at the current amount and in addition allocating the funds to the Five Families ensures those social services receives the funds they need during this time. The Committee voted to approve the budget as amended but it was not placed on the Consent Agenda. There was an update on residential activity. There has been significant increases in residential vacancies and this area will be important to review in the future including researching relief for residential tenants in the future.

David Ghoddousi noted there is a 10% vacancy in the residential and there is much more need in the community during the pandemic. He is in support of tightening the belt but wants to help the community. He asked if needs for the Market Foundation are needed more during the pandemic and he wonders why the Council would reduce their allocation during this time. He believes you would want to provide more benefit rather than less. In addition, he did not hear any basis for why the amount of $180,000 was proposed by the Councilmember.

Rico Quirindongo suggested the committee discuss this further after Mary’s Executive Director Report.

Ray Ishii provided information for his amendment. The impetus is to fulfill the PDA fiduciary requirement and the budget as presented is $1M short. There is a possibility of having to borrow funds in order to make up the difference. Given that revenue projections are uncertain, he was concerned the PDA was running this large of a deficit. The amount chosen was not arbitrary. The budget decrease mirrors the cuts made to other areas within the PDA, including staffing. He noted this was his initiative and not suggested by the staff at the PDA.

Devin McComb commented there is a tension for the need for services and the budgetary pressures facing the PDA. It was a productive conversation that will need to continue at the full council.

V. Executive Director’s Report
Mary Bacarella provided the following updates:

- At 5:30 today there is a press conference by Governor Inslee and the thought is that he will place more restrictions next week and will encourage people not to travel during the holidays.
- Over the last three weeks, people are traveling less, but they do anticipate an increase during Thanksgiving.
- Downtown 87 restaurants and 132 retailers have closed and all of this might double by the end of the year if COVID numbers go or up or more restrictions are in place.
- We have received the three week notice for garage modifications. No date is set yet but they anticipate early December.
- Overlook Walk will be presenting 90% design at Council next week.
- Friends of the Waterfront have a new interim director, Thatcher Bailey.
- Design is being worked on for the stairwell at the PC-1S garage. Preliminary designs are expected at the end of next week, but most likely not in time for Council.
- A Tenant Alert was sent today notifying tenants of the City’s Small Business Stabilization Funds which opens up an additional $4 million in support.
- Getting close to hiring a farm manager. She thanked Zack and Carter for their help.
- Continue to work with restaurant tenants on expansion for service around the Market, including in the Atrium.
- 16 commercial business are closed, and 9 are partially closed. This is due to various reasons and staff are working with each tenant on their open hours.
- Hoping to get a few more crafters signed up to sell over the holidays.
Participated today in a Canlis tour associated with Canlis Community College. Proceeds were donated to the Market Foundation.

Continue to work with the waterfront on the parking promotion.

Ted Sive will facilitate the Council retreat on December 17th.

Security worked overtime last week to ensure everything went smoothly during election week.

Staff are playing catch-up on getting residential units ready to rent.

An overview of the Market Programs meeting was provided and she encouraged councilmembers to review the packet.

- Magic in the Market will be spread out over the holidays
- Postcards are going out next week
- Great Figgy Pudding, a Senior Center and Food Bank fundraiser, is moving to Evening Magazine on December 11 and it will be filmed at the Market. Singers will be lip synching with masks on.
- Working with KING5 on 10 days of Christmas, which will be featured on the news.
- Working with DSA to be part of the virtual tree lighting that includes Westlake Center and Macy’s.
- The Gift Guide will be online and in print and the Market Foundation has a Marketplace for online ordering with a donation to the Foundation.

Colleen Bowman requested a copy of the Overlook Walk design as soon as possible to allow for time to review.

Gordie McIntyre asked when the elevator in the Economy Building would open as well as Folio. Mary Bacarella responded she is not sure when the Economy elevator would open and she’s also not sure when Folio will open.

Paul Dunn passed away yesterday and was a resident in the Market for 30 years. He was President of Friends of the Market for at least 17 years, served as Executive Director of the Merchants Association and chaired the Historic Commission. He created the OSHA classes and the Saturday walking tours of the Market. For 26 years his column Post Alley Passage appears in the Pike Place News.

Rico Quirindongo noted that is a huge loss for the community.

David Ghoddousi commented that this is a giant loss for the community. He was a great advocate for the Pike Place Market and he had many conversations with him over the years he will treasure those always. He believes he was a graduate of University of Michigan.

Colleen Bowman asked if Mary could share any virtual plans and she suggested maybe doing something closer to baseball opening day as he was a huge fan of the Mariners.

## VI. Discussion Topics

### A. Nomination Committee Update

Colleen Bowman noted they are holding interviews for four candidates on November 17 and 18th and will have a recommendation at the December full council meeting. She shared a list of all of the action items the committee has completed. She would like to discuss with Rico the next steps for the committee to formalize onboarding and exiting of Councilmembers. They aren’t there yet but she would like to get Rico’s thoughts on continuing with that work. She also noted they have identified was to break a tie and how to handle a candidate declining the nomination.
VII. Public Comment
Joan Paulson expressed her concern for how the Foundation wasn’t treated in the same manner as the Market Constituency. There was no representation from the Foundation and they weren’t able to respond. The amount withheld was arbitrarily decided on and she felt it did not give appropriate opportunity to respond. This process was unfair and one-sided and that is not how the board has responded in the past.

Haley Land commented that he was sorry to hear about Paul Dunn’s passing. Paul knew just about everybody at the Market and two of his children worked in the Market for a number of years. One was busker and the other an agent. This is a loss to the Market community.

VIII. Concerns of Committee Members
Devin McComb responded to Joan Paulson’s comments about the Foundation not being involved in the budget process. The Foundation was there when the budget was discussed and there has been regular engagement during the process. There wasn’t a member of the Foundation present at the Finance & Asset Management Committee but the Foundation liaisons Colleen Bowman and Mark Brady provided insight and their opinions. It’s unfair to characterize the conversation as not going exactly as it should have been. If there needs to be further conversations he’s open to that and the Finance Committee conversation went exactly as it should and each councilmember cast an informed vote. 12 people will get to vote next week. He doesn’t think there was anything unfair about it at all and he doesn’t like the insinuation that they weren’t serving in the best interest of the Foundation and the PDA.

Mark Brady asked if there is any way to remove the Foundation line item from the budget and discuss it separately at full council. He would like to have the Foundation give a report to let the PDA know what they are doing to raise funds. He thinks the Council is being unfair. He is in the dark about how many services they are providing to the Five Families. He doesn’t think they have all the information they need to have an honest vote. He voted no last night and he sees that the Foundation is helping the community and going above and beyond what they need to do.

Rico Quirindongo commented that removing this from the budget is not something they can do. What he believes is that there can be a budget item that is $267,000 but as they go through the year and the rational for meeting that budget item is not met, it can be adjusted down. He asked if the opposite can be done in which less funds are awarded but increased through the year.

Devin McComb noted the concept of setting aside money in the budget as a discretionary pool to go back to through the year, however, in a shortfall year, that is not possible.

Rico Quirindongo responded that was not his question. He provided an example. If there is a line item for $100,000 for landscaping work. If in 2021 only $80,000 is spent, only $80,000 is spent but the budget is the allocation of that amount. The PDA has the ability to spend less throughout the year and harder to spend more. He asked if that is a fair statement.

Devin McComb responded yes.

Rico Quirindongo commented that the Council can set the amount for the Foundation line item and draw down against that through the year. He asked if that is a fair assessment.

Devin McComb responded yes and the Capital Projects budget is a good example of how that works.
Rico Quirindongo added that at any point in time the PDA has the ability to adjust the amount being drawn down for that line item. He expressed his concern that now is not the time to adjust the budget allocation for the Foundation. He understands that in 2021 there are a number of things that might reduce the ability to keep the intent of that line item. He thinks restricting the funds to the Five Families and the Market Commons is desirable. Had he been a voting member of FAM he would have voted against it.

Mary Bacarella reviewed the budget process for the Constituency and Market Foundation. She receives a budget and reviews it and then places it in the budget. This year Nicole from the Foundation came to the Community Meeting and requested their allocation be put towards the Market Commons. This has been the same process for the last three years. In the past they would invoice the PDA every month for their expenses for the approved number. Last year the individual line items for the Foundation were condensed into one line item. That made it harder to know how the Foundation would invoice the PDA.

Rico Quirindongo noted that part of the conversation this year is restricting the Foundation funds to be spent on the Five Families and the Market Commons. He asked if this is something they can do. Mary Bacarella responded yes and Nicole and Lillian asked that these funds be restricted to the Market Commons.

Gordie McIntyre provided some historical context. The Market Foundation was created in 1981 after federal funding ended for the members of the four families (a fifth was added later). The Foundation started when those four businesses would have gone out of business. The PDA then provided the Foundation office space, parking, and later the responsibility of salaries for the executive staff. The Five Families were supported by the money raised by the Foundation. The salaries and office space were supported by the PDA. This information can be found in a Ford Foundation report from 1987 and there is a copy in the Constituency office. If we restrict their budget to the Five Families that has nothing to do with how we fund the Foundation now. We pay for salaries and office space.

Mary Bacarella clarified that in the new Service Agreement from 2018 it is to the PDA’s discretion to provide funds to the Foundation in at least the amount of the Executive Directors salary. She offered to send Gordie a copy of the current Services Agreement. The Council can choose to allocate the funds.

Rico Quirindongo would like to ensure all councilmembers have a copy of the current services agreement and asked Karin Moughamer to send a copy. The amount originally provided to the Foundation was to cover the cost of their single staff member, which was their Executive Director and supported their in-kind donations as well as benefits. That’s where it all started and it’s evolved since then. Councilmembers should refer to the current Services Agreement. Rico asked councilmembers to reach out to him if they have any questions about this topic before the next council meeting.

JJ McKay asked why this conversation is taking place here rather than at the Council meeting as he believes it would benefit the full council. He is unsure what the outcome from the conversation was supposed to be today. He is also concerned that once again we have a myth building about how the adjusted amount was selected and there was a discussion by the council on this amount at the meeting. JJ noted the Foundation is a vital part of the Market but the PDA is responsible for setting the budget. In order to balance the budget $1M will have to be borrowed or pulled from reserves. Staff salaries and hours have been cut but the Foundation budget is the only area that has not been cut.

David Ghoddousi agrees with the Chair of the PDA Council that if money is allocated to the Market Foundation it does not mean that all of that money needs to be spent and those funds could be restricted as a compromise.
Colleen Bowman appreciates Ray Ishii’s thought on this amendment. It’s not based on a performance review or the total need of the Foundation. The comment that the Foundation has not been included in the process is incorrect and she personally made invitations to the Foundation to join the process. There are still opportunities for them to weigh in. She commented that the PDA receives an impact report each year and we know what the Foundation’s need is next year. She will withhold her comments on the specific amendment until the Council meeting and appreciates the conversation today as it’s a complex issue.

Rico Quirindongo commented in response to councilmember JJ McKay’s comment that this portion of the agenda is for councilmembers to express any concerns and the action of FAM were brought up tonight and he had a concern about it so he brought it up. He noted that this conversation will continue at the Council meeting next Thursday. He believes the dollar amount originally included should be restored and restricted to the Five Families and the Market Commons. He encouraged councilmembers to reach out to him with any questions.

Mary Bacarella commented that Governor Inslee’s COVID update included a request to not spend time with people outside the household and that further restrictions are coming in the next few days.

IX. Adjournment
The meeting was adjourned at 5:41 p.m. by Rico Quirindongo, Chair.

Meeting minutes submitted by:
Karin Moughamer, Executive Administrator
The following calendar outlines a proposed schedule for the 2021 Nominations Committee to deliver their recommendations to Full Council. This is a working document of the committee. All dates are dependent on committee member and staff availability and are subject to change.

<table>
<thead>
<tr>
<th>Date</th>
<th>Action</th>
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<tbody>
<tr>
<td>January 12th</td>
<td>Nominations Committee reconvened. Meeting #1- Focus: Formation of committee recommendation to PDA Council regarding an upcoming vacancy of a Council-Appointed seat</td>
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<tr>
<td>January 20th</td>
<td>Nominations Committee Update at Executive Committee</td>
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<tr>
<td>January 28th</td>
<td>Nominations Committee delivers recommendation at PDA Council Meeting; Proposed Resolution regarding the recommendation of selected candidate to the PDA Council-Appointed seat</td>
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<tr>
<td>Proposed- February</td>
<td>ED one-on-one meeting with new councilmember; orientation with current councilmembers</td>
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<tr>
<td>Proposed- February</td>
<td>Chair provides updated Nominations Committee materials and resources to ED and EA, for reference of future committees</td>
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<tr>
<td>February 9th</td>
<td>Nominations Committee Meeting #2- Focus: Formation of a recommendation to PDA Council regarding the 2021 PDA Council Officers slate</td>
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<tr>
<td>February 17th</td>
<td>Nominations Committee Update at Executive Committee</td>
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<tr>
<td>Proposed- February 23rd</td>
<td>Nominations Committee delivers recommendation at PDA Council Meeting; Proposed Resolution regarding the recommended 2021 Officers slate</td>
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