

WASHINGTON STATE PUBLIC STADIUM AUTHORITY

November 19, 2020

BOARD MEETING

CenturyLink Field
Public Stadium Authority
800 Occidental Ave. S.
Seattle, WA 98134

Due to the extraordinary public health circumstances related to the ongoing Covid-19 (Coronavirus) outbreak, participation in this meeting was via Zoom. All PSA Board, staff and First & Goal Inc., staff members and presenters were remote.

MINUTES

I. Call to Order

Board Chair Fred Mendoza called the meeting to order at 12:30 p.m. Other Board members present were: Vice Chair Jake Jundt, Joel Ing, Jud Marquardt, Cindy Zehnder, Jay Roberts and Randy Loomans. Staff members in attendance were Executive Director Ann Kawasaki Romero, Deputy Executive Director John Marchione, and Business Manager Jodi Todd

II. Approval of Minutes

Minutes

Minutes of the September 24, 2020 regular Board meeting.

Motion by Vice Chair Jundt, second by Member Marquardt to approve the minutes of the September 24, 2020 regular Board meeting.

Motion carried unanimously 7-0.

III. Public Participation

There was no public participation.

Chair Mendoza announced several changes to the order of the agenda. Special Naming Rights was presented first under Administrative Briefings, immediately followed by an action item of voting on Resolution No. 328. The General Manager's report will be the second administrative briefing.

IV. Administrative Briefings

1. Special Naming Rights

Gerry Johnson, PSA Legal Counsel, reviewed the history of special naming rights for the facility and the PSA's role. Revenues from naming rights are dedicated to maintenance of the facility. CenturyLink was rebranded as Lumen Technologies in September and they exercised their right under the original agreement to change the facility name. Although, the agreement required CenturyLink/Lumen to bear the cost of the name change, under the new amendment to the agreement First & Goal will bear all costs associated with the rebranding. First & Goal will not seek reimbursement from the PSA.

Vice Chair Jundt expressed his concern about the roof lighting project and adding additional holes to change the name. David Young, Sr. Vice President/FGI General Manager, replied that FGI shares the same concerns and they are looking at all solutions before they begin the project.

Resolution No. 328

A Resolution of the Board of the Washington State Public Stadium Authority Regarding Special Naming Rights.

Motion by Vice Chair Jundt, second by Member Zehnder to approve Resolution No. 328.

Motion carried 7-0.

2. General Manager's Report

David Young, Sr. Vice President/FGI General Manager, expressed his appreciation to the PSA Board and staff on the continued partnership with First & Goal. He reported that First & Goal is in discussions with the future of consumer shows during the COVID-19 pandemic. Some have already made the determination to cancel and/or go online. He expects to hear from the other shows on their plans by mid-December. Mr. Young is hopeful that events will be open to the public by mid-2021.

3. Annual Maintenance Report/Facility Audit Report

John Marchione, PSA Deputy Executive Director, reviewed FGI's 2019 Annual Maintenance Report. FGI reported:

- 2019 total spending was approximately \$4,101,627, 14% higher than planned, which has been the trend the past few years;
- Preventative maintenance was generally conducted, as planned, but corrective maintenance work (repairs) were higher than projected for a few systems. This was attributable to seating repair and replacement, water leaks, elevator and HVAC repairs.
- Overall, the facility is well maintained and wearing well for a facility of its era. Most of the areas that needed major maintenance work were due to the overall age of the systems and their typical life cycles.

- Next year's reported labor hours are likely to be substantially different from 2019 due to the impacts from the coronavirus pandemic.

4. Major Maintenance and Modernization Update

Zach Hensley, FGI Director of Event Operations and Guest Services, updated the Board on the completed 2019 Naming Rights Projects. The most recent projects completed were:

- WAMU theatre risers elevator upgrades including new gates, motors and handrails;
- Office & Locker room upgrades
- Replacement of 96 fiberglass hot water heaters; and
- Field shop upgrades; including new office space and related HVAC for the space.

V. Chair and Director's Reports

A. Director's Report

John Marchione reported the following:

- The state audit started and they anticipate issuing their audit report in early 2021.
- Shielz Oblitz & Johnson (SOJ) has been retained to perform consulting services for the PSA.

B. Chair's Report

As authorized in the employment agreement with Ann Kawasaki Romero, the Board completed their annual evaluation. Chair Mendoza and Vice Chair Jundt met with Ms. Kawasaki Romero and expressed the Board's sincere appreciation for the superb job she has done as Executive Director. He also thanked for her 21 years of service as the Executive Director.

Board members took a moment to express appreciation to Ms. Kawasaki Romero. They all stated that she would be missed when she retires in 2021.

Ms. Kawasaki Romero thanked the Board for their kind words.

Motion by Vice Chair Jundt, second by Member Ing to award Ann Kawasaki Romero a one-time performance based bonus in the amount equal to 5% of her current base salary, payable in accordance to the terms of her employment agreement.

Motion carried 7-0.

Chair Mendoza also stated that Ms. Kawasaki Romero has agreed to a short-term employment contract from Dec 1 – March 31, 2021. She will be a Special Advisor to the Board and will focus on several projects identified by the Board Chair.

Motion by Vice Chair Jundt, second by Member Marquardt for the PSA Board to approve the execution of a third amendment to the employment

agreement of Ann Kawasaki Romero that changes her job title to Special Advisor to the Board, amends her job description and duties, and grants the Board Chair authority to negotiate and execute the third amendment to the employment agreement on such terms and conditions that the Chair deems reasonable and in the best interest of the PSA.

Motion carried 7-0.

VI. Unfinished Business

There were no items for review under this section.

VII. New Business

A. Voucher Approval of Expenses

Vouchers included in blanket Vouchers 659-662 and payroll for the periods ended September 15, 2020, September 30, 2020, October 15, 2020, and October 31, 2020 in a total amount of \$561,023.98.

Motion by Vice Chair Jundt, second by Member Loomans to approve Vouchers included in blanket Vouchers 659-662 and payroll for the periods ended September 15, 2020, September 30, 2020, October 15, 2020, and October 31, 2020 in a total amount of \$561,023.98.

Motion carried 7-0.

C. Naming Rights Reimbursement

There were no items for review under this section.

D. Resolutions

1. **Resolution No. 326**

A Resolution of the Board of the Washington State Public Stadium Authority Establishing Funds for the Administration of the Public Stadium Authority, and Related Administrative Actions.

Motion by Vice Chair Jundt, second by Member Zehnder to approve Resolution No. 326.

Under discussion, Mr. Marchione stated that Resolution 326 would create two capital sub-funds administered by King County.

Motion carried 7-0.

2. **Resolution No. 327**

A Resolution of the Board of the Washington State Public Stadium Authority Establishing New Spending Limits on the Vendor Payment Revolving Account.

Motion by Vice Chair Jundt, second by Member Roberts to approve Resolution No. 327.

Under discussion, Mr. Marchione stated that Resolution 327 would increase the balance in the petty cash account and increase the maximum transaction amount. Due to the COVID-19 pandemic, the King County Treasurer's office has limited their warrant production to a weekly service. Resolution 327 would ensure timely payments to our vendors.

Motion carried 7-0.

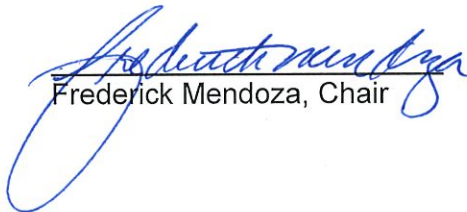
VIII. Executive Session

There was no Executive Session.

IX. Adjournment

The regular meeting of the Public Stadium Authority Board adjourned at 2:02 p.m.

Approved this 28th day of January 2021.


Frederick Mendoza, Chair


Jodi Todd, Clerk of the Board