



UDBIA RATEPAYER ADVISORY BOARD MEETING

Agenda

Thursday, January 18, 2017
UHeights Center – The Auditorium

4:00 pm	Public Comment	
4:10 pm	Introductions with New Interim ED – Maureen Ewing	
	September 2017 Minutes	VOTE
	Quarterly Financial Report – Mark Crawford/Phil Lloyd	
	--- YTD Operating	VOTE
	--- One-time Expenses	
	YTD	
	Update on Cash Balance	
	Quarterly Work Plan Report – Mark Crawford/Staff	
	--- Annual Work Plan YTD	
	--- One-time Goals	
	YTD	
	Revision Discussion	
	Mobility Group Report – Cory Crocker	
	Old Business	
	--- Second Reading of Bylaw Resolutions	VOTE
	New Business	
	---Renewal—Maureen Ewing/Aaron Hoard	
	---UDP Office Relocation – Mark Crawford	
	Set April Meeting	
5:30 pm	Adjourn	

November 8, 2017

Ms. Colleen Boyce
Assistant to Board Co-Chair
U District Partnership

Dear Ms. Boyce:

Attached, please find my resume in application for the open position of Interim Chief Executive Officer for the U District Partnership (UDP). I also invite you to visit my website at crawfordmw.com for more details about the organizations I have served (excluding the current assignment at Northwest Folklife – I always update the website after I have concluded my assignments.) and for reference comments from Board, staff and community volunteers with whom I have had the pleasure of working.

And of course, please visit my LinkedIn profile at <https://www.linkedin.com/in/markwcrawford/>.

Briefly, I have worked as an Interim Executive Director, CEO, and/or Managing Director for six organizations over the past ten years. I have worked for a wide range of organizations - in terms of mission, organizational structure, budget, staff size, etc. Prior to working as an interim executive, I led several groups as their long-term executive or managing director. I have experience managing, partnering and facilitating the success and evolution of with a broad range of Boards and staff. And I am comfortable representing my organizations to external constituencies and partners.

I also have ten years of experience working in the for-profit sector. I believe this combined experience gives me a deep reservoir of experience – allowing me to understand, borrow and utilize “the best of both worlds”.

I have reviewed your posting and am confident that I can fulfill the general responsibilities described and that I meet the qualifications listed. I will be glad to discuss this in more detail if we arrange an interview. On that topic, I can be available for interviews next week on the 15th, 16th and 17th.

In terms of availability, I am wrapping up my current interim assignment and am working for that organization two days a week from now until December 15th. If selected, I can begin part time immediately (3 days a week plus weekend hours if desired) and then move into a different schedule December 18th on.

Thank you for your consideration. I look forward to hearing from you.

Mark W. Crawford

p.s.- I enjoyed the last bullet on General responsibilities - *Meet and conquer the day-to-day surprises that are part of the U District*. Yes – the real world always has a different set of ideas than the best laid plan can anticipate fully. My own credo is “Envision future possibilities, plan a path to reach goals and manage any and all present realities along that path.”

MARK W. CRAWFORD

Seattle, Washington

www.linkedin.com/in/markwcrawford/

Senior Executive with a record of successfully leading and managing in both long-term and interim/transitional leadership positions. Highly skilled at: organizational assessment; recognizing and resolving strategic and operational deficiencies; project management; strategic planning; building and leading senior management teams; financial management—establishing budgets and operating within expected financial parameters; fund development; generating earned revenue; not-for-profit governance and board development; personnel management; volunteer management; representing organizations to external communities; advocacy; international partnership development; and working collaboratively with varied constituencies.

INTERIM/TRANSITIONAL POSITIONS (2007–Present)

Interim Executive Director – Northwest Folklife, 2016–Present

Hired to replace retiring Executive Director. While managing all operations, conducted comprehensive organizational assessment. Identified major areas of instability and risk to the organization and implemented plans to address deficiencies. Moved organization from projected year end deficit to positive year end result through increased contributed revenue and expense management. Have negotiated significant increase in program through partnerships. Implemented Board committee restructuring, by-law revisions and Board policies. Recommended and have implemented restructuring of executive leadership. Worked to change internal and external understanding and messaging of Northwest Folklife from an “event based” organization to its more complex reality as a year round “cause based” organization.

Interim Executive Director - The Arc of King County, 2015

Hired after the sudden departure of long-term predecessor. Managed all operations; revamped strategic thinking process; and reorganized finance department—personnel, financial system, year-end financial management, and developed the new fiscal year budget. Led staff during County audit, State audit and prepared organization for annual financial audit. Reorganized operations staffing structure; provided guidance on a new approach to fund development strategies while supporting current development work. Managed volunteer-led search for new Executive Director and supported her on-boarding process. I provided significant impetus to a multi-prong effort to rebuild organizational credibility and stature in the Intellectual and Developmental Disability professional field. I managed the plans for and initial phases of the renovation of the corporate headquarters. Worked with Board Governance to strengthen Board roles/responsibilities and structures.

Interim Executive Director - Sound Child Care Services, 2014–2015

I was hired for four months to manage current operations and major new projects while assessing and implementing recommendations to ensure organizational structure and long-term viability. Worked with Board, centers, and administrative staff to identify and resolve issues threatening organizational viability. I led a reconciliation process enabling return of key leadership staff. Sustained major projects including: negotiating lease and operating issues with City and community partners to open new bilingual early education center; working with federal agencies on preliminary steps to close a federally funded center; managing an internal investigation resolving employee personnel issues; and managing a financial review resulting in a modified current year budget and future projection model.

Interim Executive Director - Foundation for Early Learning, 2013

I was originally hired for six months as Interim Executive Director. Extended contract to a full year to complete and implement a decision process about the organization's long-term potential. I stabilized staffing and operations. Wrote a six-year plan for new strategic vision including: revised scope of vision; new programmatic initiatives; financial models; and fund development plans. Launched new programs based on six-year plan and discontinued obsolete programs. I managed all staff responsibilities during a merger exploration/due diligence process leading to a Board decision to merge effective January 1, 2014. I wrote new entity case statement. Managed all FEL requirements to successfully merge organizations (staffing, programmatic transfer, branding and messaging, move plan, etc.) and close FEL operations.

Interim Executive Director / CEO- Bellevue Arts Museum, 2008–2011

I was originally hired for four to six months as Interim Executive Director. Extended contract twice on an annual basis to reorganize administrative functions and staffing, oversee transition of artistic leadership, install a new executive management structure, and revise and improve budget and financial reporting functions. Reduced operating expenses (\$3.2 million to \$2.62 million) and, during my tenure, BAM secured multi-year funding commitments (\$2 million). I balanced the budget for the first time since 2001. I sponsored a major rebranding and messaging campaign, including the launch of a new website.

Interim Chief Executive Officer- Talaris Institute, 2007–2008

Hired as an interim CEO. I led the development and production of “*The Life with ...*” series, a new line of parent and caregiver educational materials. I launched a new website (www.parentingcounts.org) in support of comprehensive branding realignment and new product announcements. Implemented a distribution channel pilot and evaluation and developed infrastructure to support distribution and sales. Reviewed, completed, and updated existing product lines. I resolved significant organizational issues including staff transitions and operational deficiencies. I developed goals and plans for short- and mid-term organizational operations.

LONG TERM EXECUTIVE POSITIONS (1998–2007)

Executive Director – Committee for Children, 2003–2007

Led Seattle-based national and international nonprofit (\$9 million annual operating budget, 75 FTE) by overseeing research, program development, marketing, communications, client relations, outreach and sales, training, administration, facilities, human resources, production, finance, and technology. Represented Committee for Children locally, nationally, and internationally and participated in advocacy efforts. Worked closely with Board on recruitment and restructuring.

Managed organization through inherited financial crisis requiring significant staff restructuring and revised short-term goals. Reorganization required multi-role efforts as Executive Director and as Interim Director of the Research, Program Development, and Finance/IT Departments. I led each departmental team to complete critical projects (publication of new research papers, completion of a major revision of product, and implementation of a new accounting system). Secured first major research grant of \$625,000.

Led a strategic planning process including a restatement of mission, vision, and values and established a five-year operational plan to expand product development, diversify revenue by adding contributed income, enhance advocacy and national prominence, and eventually relocate operations to reduce costs.

Managing Director – Portland Center Stage, 1998–2002

I managed all operations and revenue departments including marketing, fund development, finance, and operations and negotiated artistic contracts. Worked closely with Board of Directors and new Artistic Director to establish and articulate the strategic direction. Advanced the theater’s position as one of the pre-eminent arts organizations in Portland, Oregon and served as a principal spokesperson. Took high profile roles in the broader arts community and created partnerships with the local opera, ballet, and symphony, leading to the acceptance of a new theater plan.

Reorganized and revitalized the administrative and financial management, moving from a history of year-end deficits to predominately annual surplus operations, reducing accumulated deficits, strengthening the balance sheet, and securing multiple-year commitments for funding. I stewarded PCS during four years of growth of approximately 30% (from \$3.2 million to \$4.2 million) during a period of significant artistic transition. Wrote and secured a challenge grant of \$1.35 million for general operating funds, quadrupling any previous donation. Increased contributed income by 50% over four years.

Associate Managing Director – A Contemporary Theatre (ACT), 1993-1998

Partnered with Managing Director to support and maintain regular theater operations while supporting the Eagles Auditorium project (the successful restoration of an historical landmark building as a multi-use facility for theater and affordable housing). Emphasis of work on project included: public sector funding; legal issues for building acquisition; legal issues for development rights; lobbying political support/legislation; and planning and executing theater’s move into new facility.

For-Profit Sector Positions -Egghead Discount Software, 1986–1992

Eastern Regional Real Estate Manager-Oversaw all real estate and construction responsibilities for eastern half of US. Managed site research, acquisition and development for retail stores, office space and storage facilities. Negotiated leases. Managed construction requirements for new sites. Closed unproductive and/or expired lease commitments. Opened new leased department model.

Store Operations Manager-Managed all special projects for Store Operations department. Oversaw all new store openings and store closures. Hired new staff for both store level openings and district level openings. Organized and then oversaw Store Operations Support (SOS) department. Organized and managed 1-800-EGGHEAD phone sales center. Managed special projects as determined by the Vice President of Store Operations.

Education

B.A., Carleton College, Northfield, Minnesota



U District BIA Board Work Session

Date: August 31, 2017

Time: 4:00 p.m.

Location: U Heights, Room 209

5031 University Way NE

Seattle, WA 98105

IN ATTENDANCE:

BIA Board Members

Kate Barr	Scott Soules	Aaron Hoard
Maureen Ewing	Lora Gastineau	Chris Giles
Randy Hodgins	Mike McCormick	Nikole O'Bryan

UDP Staff

Marcus Johnson	Elizabeth McCoury	Eliot Mueting
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Guests

Doug Campbell	Miles Richardson	Sally Clark
Greg Petrie		

EXCUSED:

Maria Barrientos	Max Blume	David Cohanin
Nicki Little	Tyler Pichette	Thaisa Way

Welcome and Introductions

Maureen welcomed everyone and thanked them for taking the time to participate in this meeting. She updated everyone on the work that everyone has been doing to incorporate feedback on the work plan and budget and she thanked Aaron for bringing the idea up to hold this meeting to prepare for the September UDBIA meeting. Aaron presented on the relationship between the City of Seattle, the UDBIA and the service provider.

Public Comment

Greg Petrie asked for more money to be spent on the area around his condo and on the homelessness issue. He also recommended several changes to the voting procedures for the upcoming UDBIA meeting.

Work Plan Presentation and Discussion

Elizabeth highlighted updates and key points on the proposed 2017-2018 work plan.

Budget Presentation and Discussion

Elizabeth touched upon the budget updates and how the document has been made more transparent.

Reserve and Cash Balance Update

Maureen presented the amount of funds in the City of Seattle account and recommended that the UDBIA should leave three months of core expenses in that account as a reserve. This would be a total of \$210,000.

One-time Expenditures Recommendations Presentation & Discussion

Elizabeth presented the UDP's recommendations for possible one time expenditures to spend down the funds in UDBIA's account with the City of Seattle to the reserve amount. Board members made recommendations that were incorporated into the proposal to be presented at the September meeting.

Introduction of Survey

The survey was announced to be sent out to the board members for feedback after Labor Day.

Voting Procedures for Annual Meeting

Aaron walked through the draft voting procedures for the September UDBIA meeting.

Adjourned at 5:30 p.m.

NEXT MEETING: 4:00 p.m. – 6:00 p.m. September 21, 2017 at U Heights Center, Room 209



**U District BIA Ratepayers Advisory Board
and Annual Ratepayers Meeting Minutes**

Date: September 21, 2017

Time: 4:00 p.m.

Location: University Heights Center – Room 209

IN ATTENDANCE:

BIA Board Members

Kate Barr	Max Blume	David Cohanin
Maureen Ewing	Lora Gastineau	Chris Giles
Randy Hodgins	Nicki Little	Nikole O'Bryan
Maria Barrientos	Scott Soules	Mary Kay Gugerty
Aaron Hoard	Leah Haberman	

UDP Staff

Marcus Johnson	Elizabeth McCoury	Chase Landrey
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EXCUSED:

Mike McCormick

Welcome

Maureen opened the meeting and welcomed everyone in attendance.

Public Comment

Bryant Casal, a local landlord, spoke that he appreciates the work of the UDP and their close connection to the neighborhood.

Shirley Nixon requested that the public should have longer than two minutes each to speak. She also passed out a map showing the votes for and against the creation of the BIA and proposed amendments to the bylaws.

Gregg Petrie shared his belief that current aspects of the BIA structure violate both the spirit and the letter of the law. He also expressed his desire to formally vote against the 2018 plans for the BIA.

Jorgen Bader asked to have more details included in the work plan. He then emphasized that the U District needs to do more to compete with U Village.

Cory Crocker, President of U District Square and resident of the U District, expressed his frustration with the limited scope of the survey about potential one time expenditures and mentioned that his last submission was not included in the minutes.

Brandon Coleman, a local resident, shared his support for Shirley's revisions to the bylaws.

Mary Davis, an employee of a local church, spoke about her gratefulness for the work of the UDP and her belief that this work benefits everyone in the U District.

Doug Campbell shared his observation that community participation levels in the BIA are very low and that the governance of the organization is top heavy, lead by the University of Washington and UDPA.

He also expressed his frustration that services are not coming along fast enough and many helpful ideas were not included in the survey.

Rick McLaughlin said that small businesses and non-profits need to be better represented on the BIA board. In addition, he mentioned that more community input is necessary in the process.

Ling Chin, a local property owner, shared her appreciation for the work of the UDP and that she has seen neighborhood become cleaner and safer because of it.

Carrie Class talked about the large improvement she has seen in the U District over the prior four years. She attributes this change to the work of the UDP and hopes that it will continue.

Approve Old Minutes

Motion: Maria moved to approve the June 22nd meeting minutes with adding Aaron and Scott to attending. Max seconded the motion.

The motion passed unanimously.

Approve July/August Financial Reports

Maureen presented the budget tracker and along with the July/August financials. Phil Lloyd was introduced as new person in charge of financials.

Motion: Aaron moved to approve the July/August financials. Chris seconded the motion.

The motion passed unanimously

2016-2017 Work Plan Progress Report

Elizabeth presented a PowerPoint on progress towards the 2016 – 2017 work plan.

2017-2018 Proposed Work Plan Presentation

Elizabeth presented the attached work plan.

2017-2018 Proposed Budget Presentation

Elizabeth presented the attached budget.

Proposed Operating Reserve Policy

Maureen presented the attached proposed operating reserve policy.

Motion: Maria moved to adopt the proposed operating reserve policy. Kate seconded the motion.

The motion passed unanimously.

Proposed One Time Expenditures Presentation

Elizabeth presented the attached proposed one time expenditures.

UDBIA Ratepayer Voting Eligibility Overview

Maureen explained the voting eligibility and procedures for the upcoming advisory vote.

Vote on 2017 - 2018 Program Manager, Budget, and Work Plan

Motion: Aaron moved to recommend the proposed budget, work plan and U District Partnership as the 2017-2018 program manager. Kate seconded the motion.

The motion passed

Vote: The U District Business Improvement Area Ratepayers voted on the recommended program manager, budget, and work plan for 2017 – 2018.

The vote passed 16 to 5.

Old Business

Maureen updated the board on the audit and a potential revision of the bylaws to include a secretary and a treasurer.

New Business

Lora presented nine resolutions to amend the bylaws for first reading.

The Meeting adjourned at 5:43 p.m.

NEXT MEETING January 18, 2018 from 4:00 p.m. to 6:00 p.m.

**U District BIA
Statement of Activities
July through December 2017**

	U District BIA							Total
	Program Management	Community Engagement	Cleaning and Public Safety	Events and Marketing	Economic Development	Urban Design and Planning	One-Time Expenses	
Ordinary Income/Expense								
Income								
44500 - Government Grants and Contracts	74,539.71	26,770.60	182,910.53	22,483.68	22,557.25	18,979.54	38,037.47	386,278.78
47000 - Earned Income	0.00	0.00	0.00	10,800.00	0.00	0.00	0.00	10,800.00
46400 - Interest and Other	0.02	0.00	0.00	0.00	0.00	0.00	0.00	0.02
Total Income	74,539.73	26,770.60	182,910.53	33,283.68	22,557.25	18,979.54	38,037.47	397,078.80
Expense								
60000 - Staffing								
60100 - Wages & Salaries Expense	26,217.49	19,220.12	59,059.57	21,778.91	13,158.70	15,892.41	0.00	155,327.20
60020 - Payroll Taxes	1,110.05	1,888.49	5,646.25	2,151.11	1,098.48	1,564.80	0.00	13,358.98
60030 - Benefits for/for Employees	1,309.75	2,335.25	3,138.16	1,690.09	1,232.62	1,259.72	0.00	10,965.59
Total 60000 - Staffing	28,637.29	23,443.86	67,743.98	25,620.11	15,489.80	18,716.73	0.00	179,651.77
61000 - Office and Overhead								
61676 - Permits & Registration Fees	11.00	0.00	300.00	0.00	0.00	0.00	0.00	311.00
61300 - Insurance Expenses	2,080.92	0.00	0.00	0.00	0.00	0.00	0.00	2,080.92
61700 - Supplies Expense	344.03	0.00	1,409.07	0.00	461.57	34.99	0.00	2,249.66
61682 - Rent, Parking, Utilities	17,823.00	0.00	12.25	0.00	0.00	0.00	0.00	17,835.25
61500 - Misc. Office Operations	8,114.71	2,937.87	327.25	205.09	160.39	135.82	0.00	11,881.13
61800 - Travel and Meetings	604.56	60.87	990.79	0.00	135.49	92.00	0.00	1,883.71
Total 61000 - Office and Overhead	28,978.22	2,998.74	3,039.36	205.09	757.45	262.81	0.00	36,241.67
66100 - Professional & Contract Expense	16,257.50	28.00	11,400.22	0.00	6,310.00	0.00	38,037.47	172,038.19
70000 - Event Expenses	886.72	300.00	728.97	7,458.48	0.00	0.00	0.00	9,152.17
Total Expense	74,539.73	26,770.60	182,910.53	33,283.68	22,557.25	18,979.54	38,037.47	397,078.80
Net Income	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00

2017-18 University District BIA

Budget Tracker - July 1 Through December 31, 2017

ACCOUNTS	Budget	TO DATE	REMAINING	% Expended	Jul	Aug	Sep	Oct	Nov
Program Management	199,706.00	74,539.71	125,166.29	37.3%	\$ 11,225.22	\$ 10,449.28	\$ 10,106.98	\$ 9,310.33	\$ 17,148.54
Community Engagement	41,343.00	26,770.60	14,572.40	64.8%	\$ 6,018.49	\$ 4,814.28	\$ 8,393.41	\$ 4,468.01	\$ 1,563.91
Cleaning and Public Safety	415,946.00	182,910.53	233,035.47	44.0%	\$ 23,415.91	\$ 36,349.53	\$ 33,245.37	\$ 30,944.84	\$ 34,617.45
Events and Marketing	69,419.00	22,483.68	46,935.32	32.4%	\$ 7,745.63	\$ 5,825.00	\$ 2,443.13	\$ 2,849.92	\$ 2,107.52
Economic Development	57,510.00	22,557.25	34,952.75	39.2%	\$ 2,150.44	\$ 3,329.18	\$ 1,693.03	\$ 3,982.01	\$ 10,081.51
Urban Design & Planning	71,748.00	18,979.54	52,768.46	26.5%	\$ 4,784.43	\$ 4,705.80	\$ 4,545.76	\$ 3,297.21	\$ 325.28
One Time Expenditures	310,790.00	38,037.47	272,752.53	12.2%	\$ -	\$ 2,500.00	\$ 9,000.00	\$ -	\$ 23,815.05
Total Requested	1,166,462.00	386,278.78	780,183.22	33.1%	\$ 55,340.12	\$ 67,973.07	\$ 69,427.68	\$ 54,852.32	\$ 89,659.26

	Dec	Jan	Feb	Mar	Apr	May	Jun
Program Management	\$ 16,299.36						
Community Engagement	\$ 1,512.50						
Cleaning and Public Safety	\$ 24,337.43						
Events and Marketing	\$ 1,512.48						
Economic Development	\$ 1,321.08						
Urban Design & Planning	\$ 1,321.06						
One Time Expenditures	\$ 2,722.42						
	\$ 49,026.33	0	0	0	0	0	0

Approved U District BIA One-Time Expenditures

City Balance as of August 31, 2017 less August BIA Billing and Operating Reserves
Available Funds \$441,539.23

A. Audit	\$11,000
B. Tree Pit Refurbishment	\$75,000
Additional Blocks on Roosevelt and University Way NE	
C. Advertising and Marketing Campaign	\$65,000
Holiday Co-Op Ad Campaign	(\$10,000)
Third Party Marketing and Small Business Engagement Plan	(\$55,000)
D. Campus Parkway Mural	\$13,000
E. U District Mobility Planning	\$15,000
F. Mobile Pressure Washer	\$14,000
Increases Service to Roosevelt and throughout the U District	
G. Office Copier	\$5,000
H. BIA Ratepayer Advisory Board Retreat	\$5,000
Includes Facilitator, Venue, and Refreshments	
I. Holiday Lights (October-January)	\$11,200
White Lights on 40 Tree Trunks	
J. Continuation of Pilot Ambassador Program for Seven Months	\$46,090
Includes Two Contracted Ambassadors @ 32 Hours per Week	
K. Events	\$10,000
Additional Funding for Neighborhood-Wide Events	
L. Beautification	\$30,000
M. Young Adult Employment Program	\$10,000

Total One-Time Investments **\$310,790**

1:47 PM

01/08/18

Accrual Basis

**The U District Partnership
Transaction Detail By Account
July through December 2017**

Type	Date	Num	Name	Memo	Class	Clr	Split	Amount	Balance
66100 · Professional & Contract Expense									
66130 · Management Contracts									
66131 · Accounting Fees									
Bill	08/01/2017	318102	Peterson Sullivan	Billing for Dec...	2. BIA Act...		20000 · Accoun...	2,500.00	2,500.00
Check	09/19/2017	2333	Peterson Sullivan	2016 Audit Pro...	2. BIA Act...		10103 · UDP W...	9,000.00	11,500.00
Total 66131 · Accounting Fees								11,500.00	11,500.00
Total 66130 · Management Contracts								11,500.00	11,500.00
66170 · Program Contracts									
66180 · Community Beautification									
Bill	11/16/2017	1817	Holiday Spirit Lighting	Holiday Tree L...	2. BIA Act...		20000 · Accoun...	8,815.05	8,815.05
Bill	12/01/2017	1813	Holiday Spirit Lighting	Alley Lighing	2. BIA Act...		20000 · Accoun...	2,722.42	11,537.47
Total 66180 · Community Beautification								11,537.47	11,537.47
66173 · Studies, Strategy & Implement.									
Bill	11/02/2017	U Dist...	U District Advocates	Mobility Group ...	2. BIA Act...		20000 · Accoun...	15,000.00	15,000.00
Total 66173 · Studies, Strategy & Implement.								15,000.00	15,000.00
Total 66170 · Program Contracts								26,537.47	26,537.47
Total 66100 Professional & Contract Expense								38,037.47	38,037.47
TOTAL								38,037.47	38,037.47

BIA Cash at 12/31/17

Total **897,949**

Prepaid 2 nd half assessments	391,312
Reserves	210,000
December Expenses	49,026
Net Undesignated City Cash	247,611

Current position

- 1) We assume that we will receive an additional \$45,721 of assessment revenue coming into the account in January – June for fiscal year 2017-18 purposes. This is in addition to the balance posted on 12/31/17. We confirmed these revenue expectations with Phillip Sit from the City.
- 2) We assume operating expenses for the second half as approved by the Board in the budget to use the \$391,312 (in current balance) and \$45,721 (projected to receive). (Although we have been underspending in the first half).
- 3) Therefore, at the end of the fiscal year, if we did not spend any additional onetime expense money, we would have, at the end of the fiscal year, a balance of \$457,611 of which \$210,000 was the reserve and \$247,611 would be available for additional expenditure or is “extra money”.
- 4) We do not have to wait until the end of the fiscal year to spend this “extra money” as we have sufficient cash on hand and reserves (which if used, would be replaced) to manage additional expenditures.
- 5) The BIA Ratepayers Board wants to spend all or the majority of this extra money on projects in an effective and timely manner. It had approved \$310,000 in one-time expenses.
- 6) Approximately \$38,000 has already been spent on one-time expenses since the approval. Detail provided in your financial report.

- 7) There has been significant staff turnover at the UDP resulting in a slowdown of the expenditure of both additional funds and some regularly budgeted operating funds. This also means that specific plans to achieve the goals of each of these expenditures are in varying states of actualization – some exist, some need to be modified and some do not exist.
- 8) Savings “to date” on the regular operations because of staff turnover are captured in current balances.

Next Steps

- 9) If there is more revenue than now projected – that affects the “extra money” available. At this time, we are using a forecast validated by the City.
- 10) We need to forecast remaining operating expenses for the fiscal year given current staffing and operations.
- 11) We need to confirm our “tolerance” for spending down extra cash”.
- 12) We need to create a new plan for using “extra money”. That time period will need to go beyond the fiscal year.

UDBIA Work Plan Progress 07/01/2017 to 12/31/2017

Project Description	Objective	Task Deadline	Key Indicators	Progress to Date	Comment
Operations Clean + Safe					
Execute North and South Cleaning Area Contract	Maintain a clean U District environment	Ongoing	Graffiti tags removed, # of trash bags collected, hours of professional cleaning provided	Hours Worked: July - Dec. 2017 = 1,456 hours Bags of Trash Removed: July -Dec. 2017 = 1,605 bags Graffiti Removed: July - Dec 2017 = 1,083 Biohazards: July - Dec. 2017 = 692	We continue to receive and monitor monthly data from our contractor. We will continue to compare prior year's numbers against the current year.
Monitor and manage CleanScapes efforts	Ensure effective use of BIA funds and hold cleaning vendor accountable for contract agreement	Ongoing	Year over year performance of cleaning contractor analysis	Hours Worked: July - Dec. 2016 = 1,470 hours Bags of Trash Removed: July -Dec. 2016 = 2,253 bags Graffiti Removed: July - Dec. 2016 = 2,661 Biohazards: July - Dec. 2016 = 1,040	We will continue to compare prior year's numbers against the current year.
Organize and convene Clean + Safe committee, Community Clean Ups	Engage the community in work being done, encourage stewardship	Ongoing	Attendance at committee meetings & community clean ups	7 Community Cleanups and 4 Clean and Safe Committee Meetings Data from July - December 2017 = 10.6 encounters per day, 79 homeless encounters, 13 calls to 911, 82 wayfinding interactions, 56 Condition of Entry encounters, 88 drug & alcohol and 155 suspicious persons "stop & watch", 303 business visits, 8 safety escorts, 668 emphasis patrols	Meetings will continue as scheduled.
Pilot Ambassador program + tracking effectiveness - 5 month Pilot	Provide additional eyes on the street and friendly point of contact for all people in the U District	Ongoing	Goal of 25 encounters a day + perception survey of neighbors on effectiveness	20 CPTEd Reviews Completed between July and Dec. 2017. equally approximately \$4,000 in value.	We are still operating on the funds set aside for the pilot. Once those funds are exhausted, we will run off of one time expenditure funds. To be discussed.
CPTEd Reviews	Provide information to property owners on securing their properties	Ongoing	Goal of 50 CPTEd review in the year and \$ amount of investment into properties		We continue to provide CPTEd reviews as opportunities present themselves.
Residential Landlord Committee Agenda Setting and logistical report	Engage one of the largest ratepayer groups in issues facing them	Ongoing	Goal of 25 attendees each meeting	Meeting held in Q1 with 17 attendees.	Next meeting will be in Q3
BIA Walks	Monitor N and S Cleaning Areas with the City and the cleaning contractor to ensure contract compliance and cleanliness	Ongoing	Goal of 12 BIA Walks a Year	6 completed	We continue to meet the third Friday each month with our contractor, the City, and stakeholders
Young Adult Employment Program	Aid in the development of young adults experiencing homelessness in the neighborhood through employment	Ongoing	Goal of 6 young adults from neighborhood employed	4 young adults employed through Sanctuary Art Center between July and August 75 Spring Flower Baskets May - September, 75 Winter Flower Baskets October - Present, Kiosks have new temporary signs, holiday lights installed on 40 trees. Public Perception gathered in Clean and Safe Committee Meetings.	We are working with Sanctuary Arts Center to employ homeless young adults in 5 week, post-job training, internships. Next set of young adults will start in Feb.
Beautification Projects	Provide aesthetical amenities to public space such as flower baskets, updated kiosks, art installation, holiday lights etc.	Ongoing	Perception surveys quarterly		Planning additional beautification projects in Q3. To be discussed
Economic Development					
U Bridge Business Event Series	Monthly Business Events bringing services to U District Business Community, topics include, commercial affordability, doing business in today's marketplace, connecting to the student base etc.	Ongoing	Goal of 30 attendees at 6 meetings	6 U Bridge Events with various amounts of attendance	To be discussed

Facade Visioning Program	Create renderings for improvement to business storefronts, improvements in the range of \$5 - \$10k	Ongoing	Goal of 25 facade visions complete	4 facade visions done	To be discussed
Business Features	In-depth interview on past present and future ambitions for U District businesses featured on UDP sites	Ongoing	Goal of 2 features per month	10 features done	Will continue as planned
Business Recruitment Program	Encourage a eclectic mix of businesses, connect prospects with open spaces	Ongoing	Goal of maintaining a vacancy rate of less than 5%	Has not been tracked	To be discussed
Residential Property Inventory	Understand and track the residential real estate market place in the U District	Ongoing	Goal of tracking all available units for rent on the first Tuesday of each month	Has not been tracked	To be discussed
Commercial Property Inventory	Understand the commercial real estate market place in the U District	Ongoing	Goal of tracking all available commercial spaces for rent monthly on the first Tuesday	Has not been tracked	To be discussed
Events + Marketing					
Parks Programming	Activate and invite people into U District Public Spaces	Q3	Goal of 4 park activation events	2 completed (Christie Park and Neighborhood Night Out)	Will continue as planned
Music in Public Space	Activate U District Public Spaces	Q3	Goal of 40 hours of music deployed across	10 hours deployed	To be discussed
Passport Events (Celebrate Roosevelt)	Welcome new students to the District and introduce them to all the small businesses and neighborhood services	Q3	Goal of increasing attendance by 20%	Up Your Ave completed with higher attendance than prior years. Celebrate Roosevelt Canceled	No further plans
Alley / Public Space Activation Events	Create opportunities for people to enjoy spending time in the alleyways	Q4	Goal of 4 events	Alley update celebration and ribbon cutting completed	Alley Lights 2017 cancelled. Two more events in planning.
Marketing / Advertising campaign for U District	Promote and attract business to the neighborhood	Q4	Goal of 4 promotional pieces	None completed	To be discussed
Urban Design + Planning					
UDC Agenda Setting	Continue to involve the community in Urban Design Issues facing the neighborhood	Ongoing	Goal of 24 UDC Meetings	2 meetings have been held	To be discussed
Meeting Coordination	Ensure awareness of non UDP events related to Urban Design in the U District	Ongoing	Goal of promoting and attending up to 12 related Events	Promoted and attended 9 related events	To be discussed
Station Area Planning + Mobility	Encourage transportation agencies to get mobility right at the light rail station	Ongoing	TBD	Station mobility plan funded	Community meetings and report to be finished by end of Q4
Urban Design Guidelines	Update design guidelines	Q4	Passage of guidelines into city code	80% finished	OPCD working on official draft to present to community in Q3
Community Engagement					
Newsletter	Inform community on happenings in the District, demonstrate the UDP as a hub for all information on the neighborhood	Ongoing	Goal of 12 newsletters and to increase the receiving list by 20%	26% increase by means of targeted Facebook marketing and local outreach	To be discussed
Social Media MGMT	Engage the local community on all relevant digital platforms	Ongoing	Increase followers and likes by 20%	2% increase	To be discussed
Communication Channelization	Organize UDP communications into stakeholder groups for targeted outreach	Q4	Goal of contact lists by group, Restaurants, Retailers, Property Owners, Non profits Etc.	Restaurants, Retailers, and Nonprofit lists created. List of property owners still underway.	To be discussed

Community Presence	Provide face to face contact and a presence in the neighborhood	Ongoing	15 visitations per week	UDP staff does 15 - 25 visitation per week	
Program Management					
Manage Ratepayer Advisory Board Meetings, Agendas and Decisions	Hold effective and efficient meetings of the RAB	Ongoing	Agenda & materials distributed well in advance of meeting date	Ongoing	To be discussed
Maintain Operational Finance and Administrative Systems	Ensure current system and processes function properly and efficiently	Ongoing	Interested parties have a clear understanding of the financial state of the organization	New accountant/bookkeeper onboard. Issues being identified.	To be discussed
Facilitate the development of the 2018 budget and work plan	Set a framework for the goals of the UDP and RAB to be implemented	Ongoing	RAB approves proposed work plan @ Annual Meeting	TBD	To be discussed

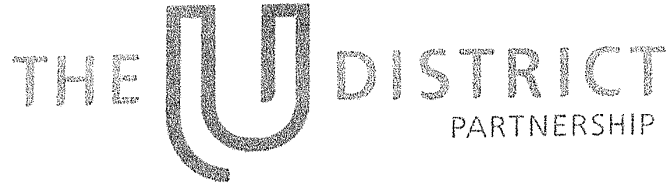
Approved U District BIA One-Time Expenditures

City Balance as of August 31, 2017 less August BIA Billing and Operating Reserves
Available Funds \$441,539.23

A. Audit	\$11,000
B. Tree Pit Refurbishment	\$75,000
Additional Blocks on Roosevelt and University Way NE	
C. Advertising and Marketing Campaign	\$65,000
Holiday Co-Op Ad Campaign	(\$10,000)
Third Party Marketing and Small Business Engagement Plan	(\$55,000)
D. Campus Parkway Mural	\$13,000
E. U District Mobility Planning	\$15,000
F. Mobile Pressure Washer	\$14,000
Increases Service to Roosevelt and throughout the U District	
G. Office Copier	\$5,000
H. BIA Ratepayer Advisory Board Retreat	\$5,000
Includes Facilitator, Venue, and Refreshments	
I. Holiday Lights (October-January)	\$11,200
White Lights on 40 Tree Trunks	
J. Continuation of Pilot Ambassador Program for Seven Months	\$46,090
Includes Two Contracted Ambassadors @ 32 Hours per Week	
K. Events	\$10,000
Additional Funding for Neighborhood-Wide Events	
L. Beautification	\$30,000
M. Young Adult Employment Program	\$10,000
Total One-Time Investments	\$310,790

A. Audit - Audit is completed.

- B. Tree Pit Refurbishment - Grant money was used to refurbish tree pits between 42nd and 47th along University Way NE with porous pavement. Work is being done now, in partnership with SDOT Urban Forestry, to prep tree pits for additional installation of porous pavement using One-Time Expenditure allocation.
- C. Advertising and Marketing Campaign -
 - a. The opportunity was missed for the Holiday Co-op Campaign. Plans for reassignment of these funds are to be discussed.
 - b. No plan for the usage of these funds has been established. To be discussed.
- D. Campus Parkway Mural - We had the wall grayed out by the City at no cost to us. We have been maintaining the wall with paint provided to us by the City with part-time Clean and Safe Staff so one time allocation funds were unnecessary. Reassignment of fund to be discussed.
- E. U District Mobility Planning - This funding has been given to the U District Mobility Group to contribute to a U District Mobility Plan. Public meetings are expected to start as soon as February and a final plan should be completed by July.
- F. Mobile Pressure Washer - To be discussed.
- G. Office Copier - Copier was purchased.
- H. BIA Ratepayer Advisory Board Retreat - Currently no plans on how to execute this item. Leadership to discuss this item with Mark.
- I. Holiday Lights (October-January) - Lights went up for the Holidays. They will be removed in January. Money was spent.
- J. Continuation of Pilot Ambassador Program for Seven Months - The program is still running on the original program allocation. Program will continue, on this one-time expenditure fund, once the original program allocation is used up, until all funds are exhausted. To be discussed.
- K. Events - Funds will be planned to be spent during Q3 and Q4. To be discussed
- L. Beautification - To be discussed.
- M. Young Adult Employment Program - We are working with Sanctuary Arts Center to employ homeless young adults in 5 week, post job training, internships. Next set of young adults will start in February.



October 31, 2017

Officers

Miles Richardson, Co-Chair
University VW-Audi

Sally Clark, Co-Chair
University of Washington

Alfred Shiga, Treasurer
Shiga Imports

Barbara Quinn, Secretary
Resident

Directors

Andrew McMasters,
Immediate Past Co-Chair
Let City Improv

Louise Little
University Book Store

Rebecca Barnes
University of Washington

Doug Campbell
Bulldog News

Cory Crocker
Resident

Kristine Scott
Roots Young Adult Shelter

Jeanette Henderson
University of Washington

Rob Lubin
University of Washington

Patricia Simpson
University Temple Methodist

Don Schulze
Shultz's Sausage

Roger Wagoner
Resident

Lois Ko
Sweet Alchemy

Theresa Doherty
University of Washington

U District Mobility Group
c/o U District Advocates

RE: Pledge to fund a U District Station Access Plan

Dear U District Mobility Group,

The U District Partnership pledges \$15,000 to U District Advocates for the purpose of funding a station access plan for the U District light rail station.

This pledge from the U District Partnership shall be put toward hiring a consultant to produce a station access plan, producing materials associated with the plan and/or funding forums that engage the community in the planning effort.

Terms & Conditions:

1. The funding is to be used for the pledged purposes only.
2. If the funding is not used by December 31, 2018, than it shall be returned to the U District Partnership.

Thank you.

Sincerely,

A handwritten signature in black ink that reads 'Elizabeth McCoury'.

Elizabeth McCoury
President and CEO

4516 University Way NE, Seattle, WA 98105
Office: 206.547.4417

**BYLAWS OF THE
UNIVERSITY DISTRICT Business Improvement Area (BIA) Ratepayers' Advisory Board**

RECITALS:

- A. Whereas the City of Seattle approved the formation of the UNIVERSITY DISTRICT BIA on April 17, 2015;
- B. In accordance with applicable laws and statutes of the City of Seattle and State of Washington, the UNIVERSITY DISTRICT BIA Ratepayers' Advisory Board was appointed by the Director of the City of Seattle Department of Financial and Administrative Services; and
- C. In order to set forth the organization, officers, duties and responsibilities of the UNIVERSITY DISTRICT BIA Ratepayers' Advisory Board, the Bylaws of the UNIVERSITY DISTRICT BIA Ratepayers' Advisory Board are hereby set forth.

ARTICLE I. ORGANIZATION

1. Business Improvement Areas are Special Assessment Districts established by Ordinance, and administered by the City with oversight by a BIA Ratepayers' Advisory Board. "The UNIVERSITY DISTRICT BIA Ratepayers Advisory Board" (the "**Board**") shall serve in an advisory capacity to the City in administering the UNIVERSITY DISTRICT BIA.

ARTICLE II. OFFICES

1. The registered office of the Board shall be located in the State of Washington at such place as may be fixed from time to time by the Board upon filing of such notices as may be required by law.

ARTICLE III. BOARD MEMBERS

1. Ordinance. Pursuant to the requirements of Section 14 of the City of Seattle Ordinance 124761 ("Ordinance") the Board shall consist of representatives of the entire geographic area of the University District BIA, as well as representative of all Ratepayer classifications and sizes as well as residential and commercial tenants. A copy of the Ordinance is attached hereto as Exhibit A.
2. Size. The Board shall consist of a minimum of 15 members "Board Members". The Board may, by resolution, adjust the size of the Board, but in no case shall: a) any adjustment in size or classes of members be inconsistent with the requirements set forth in the Ordinance, and/or b) have the effect of shortening the term of any incumbent Board Member, which by default is one year.

3. Officers. From the members of the Board, there shall be appointed the following officers: a) Chairperson, b) Vice Chairperson, collectively "Officers". The specific duties and responsibilities of the Officers are outlined in Article IV. The Board may modify the size, scope, titles, or obligations of officers through a bylaws amendment.
4. Composition. The composition of the Board shall be representative of the varying sizes, locations, and types of property owners and businesses within the boundaries of the BIA. No more than 35% and no less than 30% of the members shall represent the University of Washington, at least one member shall be a resident (owner or tenant), at least one other member shall be a commercial tenant, and at least 80% of all the members shall be Ratepayers. A least one member shall be a Ratepayer contributing less than 0.5% of the total assessment.
5. Delegation. The Board may delegate authority to committees, Officers, or to others, as it deems necessary, in order to carry out the Board's objectives.
6. Loans. The Board shall make no loans to a Board Member.
7. Removal. A Board Member may only be removed for cause, by the affirmative vote of a two-thirds majority of the votes cast by voting Board Members represented in person or by proxy at a meeting of the Board at which a quorum is present.
8. Vacancies. All vacancies in the Board, whether by resignation, death or otherwise, may be filled by the Finance Director, as in the case of regular Board appointments. Extant Board members may draft recommendations to be presented to the Finance Director to fill what vacancies may arise, except in the case of representatives of the University of Washington, where the University will provide their own recommendations for succession.
9. Board Member Selection Process. Upon the resignation, retirement or dismissal of a Board Member, the remaining Board Members shall solicit and recommend names of prospective Board nominees to maintain the Board composition as represented in Article III, Section 4 above, except in the case of the University of Washington, which will provide their own recommendations. The nominee shall be notified of his or her selection by a Board Member and be presented with the qualifications and requirements of the Board's duties and responsibilities. The nominee must agree to abide with the requirements, duties and responsibilities of the Board and the Ordinance. Upon confirmation that the prospective Board Member has agreed to the above terms, the Board will meet at either: 1) a regular Board meeting, or 2) if no regular scheduled meeting of the Board is imminent, the Board may elect to have a special meeting. In either case, the nominee shall be appointed with a two-thirds majority vote of the Board.
10. Remuneration. No compensation shall be paid to Board Members for their service. But by resolution of the Board, expenses for attendance at each regular or special meeting of the Board may be reimbursed, if satisfactory evidence of the expense is submitted.

11. Role of Board. The Board shall be responsible for adopting bylaws and policy guidelines; recommending approval of budgets, expenditures, and programs; and for providing advice and consultation to the Director of City of Seattle Department of Financial and Administrative Services, in accordance with these Bylaws and the Ordinance. The Board shall set priorities in accordance with the Ordinance, develop an annual work program and budget; address and discuss ratepayer concerns and questions regarding the BIA programs; and select the Program Manager and direct the activities funded by the BIA.

12. Quorum, Voting, and Meeting Organization. A majority of the members of the Board of Directors shall be necessary and sufficient at all meetings to constitute a quorum for the transaction of business. Meetings shall be chaired by, first, the Chairperson; in his or her absence, by the Vice Chairperson, or by a presiding officer appointed by the Chairperson or by a majority of the Board. Each Director shall be entitled to one vote and voting by proxy is permitted only in the case of 24 hours notice to the Chairperson, Vice Chairperson, or appointed presiding officer. Proxies must also be members of the Board, and a member of the Board may serve as proxy for only one other member of the Board. A vote by a majority of the Directors present at a meeting shall constitute the action of the Board.

13. Program Management. The Board shall engage, hire, or contract with a Program Manager to perform specific tasks to further purpose of the Board. This includes, but is not limited to, legal, accounting, auditing, fundraising, information technology and administrative support activities.

14. Board Member Responsibilities. In addition to promoting the interests of the BIA in accordance with the Ordinance, Board Members shall be required to attend all Board meetings. If a Board Member is unable to attend (except in the case of a medical emergency), he or she must provide notice to the Chairperson, Vice Chairperson, or presiding officer at least 24 hours in advance of such meeting which shall be deemed an "Excused Absence" (if no proxy can be secured) or "Attendance in Absentia" (if a proxy can be secured). The Board may, in accordance with Article III, Section 7, consider multiple unexcused absences a cause for dismissal. If an individual is absent without excuse, or without proxy, three or more times during a given calendar year, a vote must automatically be called at the beginning of the next Board meeting to discuss dismissal of the errant board member. The Chairperson must contact errant Board Members in the case of each absence, in order to ascertain reasons for non-attendance.

ARTICLE IV. OFFICERS

1. Term. The duties and responsibilities of the Officers of the Board are set forth herein. Officers shall serve two (2) year terms or until their successors are elected. Officers may be removed by majority vote of the Board only with cause.

2. Chairperson. The Chairperson shall preside over the Board, all meetings of the Board and Annual Meeting of the ratepayers. The Chairperson shall manage the Program Manager in the fulfillment of the Work Plan and other specific tasks. The Chairperson shall be

responsible for the completion and dissemination to the Board of all reports including without limitation the annual work plan, financial reporting and accounting and committee reports. The Chairperson shall have such powers as may be reasonably construed as belonging to the President of a similar type of organization.

3. Vice Chairperson. The Vice Chairperson shall perform such duties as are determined by the Board through resolution. In the case of the absence or unavailability of the Chairperson, the Vice Chairperson shall perform the duties of the Chairperson, including without limitation presiding at Board meetings. The Vice Chairperson organizes the elections of the Board to include chairing the candidate nomination committee.
4. Presiding Officer. In the event of an absent Chairperson and Vice Chairperson, a presiding officer may be appointed to chair meetings of the Board and assume provisional authority commensurate to the Chairperson. Presiding officers may be selected from the Board by the Chairperson, the Vice Chairperson, or by the Board through a simple majority, and in that order. A representative from the Program Manager may serve as the presiding officer.

ARTICLE V. COMMITTEES

1. The Board may, in its discretion, form committees to accomplish specific tasks to further the mission of the BIA in accordance with the Ordinance. Any such committee must a) be presided over by a Board Member, and b) include at least one additional Board Member. The Board shall describe the purpose and time period for each committee formed.

ARTICLE VI. MEETINGS

1. Board Meetings
 - a. Regular Meetings. Regular meetings of the Board shall be scheduled no less than quarterly at a place and time determined by the Board within the boundaries of the University District BIA in accordance with an annual schedule. Notwithstanding the quarterly schedule, the Board, in its discretion, may elect to meet more frequently in order to meet the needs of the BIA. At a minimum, meetings of the interim and permanent Boards shall be open to the public, with at least five (5) days' advance notice of the date of the meeting posted by the Program Manager on its website and also disseminated by any other means that the Program Manager generally uses to communication.
 - b. Special Meetings. Special meetings of the Board shall be held at the request of the Chairperson, or upon written request of another Officer to the Chairperson. Notice of such meetings shall be given at least two (2) days in advance of the date of the meeting. If the special meeting is being called at the request of an Officer, the written request must reach the Chairperson at least seven (7) business days prior to the

requested date of the Board meeting. The notice shall contain the reason for the special meeting and the business to be conducted.

- c. Written Consent. Any action required or permitted to be taken at a meeting of the Board, or of a committee thereof, may be taken without a meeting by written consent setting forth the action to be taken, signed by all of the Board Members, or all of the members of a committee, as the case may be, before such action is taken. A written consent signed by all of the Board Members, or all of the members of a committee shall have the effect of a unanimous vote. Any action may also be ratified after it has been taken, either at a meeting of the Board Members or by unanimous written consent.
 - d. Participation by Electronic Means. Members of the Board and any committee designated by the Board, may participate in a meeting of the Board or such committee by means of conference telephone or similar communication equipment by means of which all persons participating in the meeting can hear each other (including telephone conference call, webinars, video teleconferencing or any other electronic means), and such participation in a meeting shall constitute presence in person at such a meeting.
 - e. Rules of Order. All Board meetings shall be conducted within the structure of Parliamentary Procedure, with use of Sturgis' Rules.
2. Notice of Meetings. Notice of a special Board or committee meeting stating the place, day and hour of the meeting shall be provided to each director in the form of a record or orally, as provided below. The business to be transacted or the purpose of any special meeting must be specified in the notice of the meeting.
3. Type of Notice.
- a. Oral Notice. Oral notice may be communicated in person, by telephone, wire or wireless equipment that does not transmit a facsimile of the notice, or by any electronic means that does not create a record.
 - b. Notice Provided in a Tangible Medium. Notice may be provided in a tangible medium and may be transmitted by mail, private carrier, personal delivery, telephone or wire or wireless equipment that transmits a facsimile of the notice.
 - c. Notice Provided in an Electronic Transmission. Notice may be provided in an electronic transmission and be electronically transmitted.
 - i. Consent to Receive Notice by Electronic Transmission. Notice to Board Members in an electronic transmission is effective only with respect to Board Members who have consented, in the form of a record, to receive electronically transmitted notices and designated in the consent the address, location or system to which these notices may be electronically transmitted.

Notice provided in an electronic transmission includes material required or permitted to accompany the notice by the Washington Business Board Act or other applicable statute or regulation.

- ii. Revocation of Consent to Receive Notice by Electronic Transmission. A Board Member who has consented to receipt of electronically transmitted notices may revoke the consent by delivering a revocation to the Board in the form of a record. The consent of a Board Member to receive notice by electronic transmission is revoked if the Board is unable to electronically transmit two consecutive notices given by the Board in accordance with the consent, and this inability becomes known to the Chairperson or any other person responsible for giving the notice. The inadvertent failure by the Board to treat this inability as a revocation does not invalidate any meeting or other action.
- iii. Posting Notice on an Electronic Network. Notice to Board Members who have consented to receipt of electronically transmitted notices may be provided by posting the notice on an electronic network and delivering to the Board Member a separate record of the posting, together with comprehensible instructions regarding how to obtain access to the posting on the electronic network.

4. Effective Time and Date of Written Notice to Directors.

- a. Notice by Mail. Notice given by mail is effective five days after its deposit in the United States mail, as evidenced by the postmark, if mailed with first-class postage prepaid and correctly addressed to the Board Member at his or her address shown on the records of the Board.
- b. Notice by Registered or Certified Mail. Notice is effective on the date shown on the return receipt, if sent by registered or certified mail, return receipt requested, and the receipt is signed by or on behalf of the addressee.
- c. Notice by Facsimile Equipment. Notice sent to the Board Members address, telephone number or other number appearing on the records of the Board is effective when dispatched by or wire or wireless equipment that transmits a facsimile of the notice.
- d. Notice by Private Carrier. Notice given by private carrier is effective when received by the Board Member.
- e. Personal Notice. Notice given by personal delivery is effective when received by the Board Member.
- f. Notice by Electronic Transmission. Notice provided by electronic transmission, if in comprehensible form, is effective when it (1) is electronically transmitted to an

address, location or system designated by the recipient for that purpose, or (ii) has been posted on an electronic network and a separate record of the posting has been delivered to the recipient together with comprehensible instructions regarding how to obtain access to the posting on the electronic network.

- g. Notice in Person or by Telephone. Oral notice is effective when received by the Board Member.
- h. Notice by Wire or Wireless Equipment. Notice given by wire or wireless equipment that does not transmit a facsimile of the notice or by any electronic means that does not create a record is effective when communicated to the Board Member.

5. Waiver

- a. Written Waiver. A waiver of any notice required to be given to a Board Member, signed by the person or persons entitled to such notice, whether before or after the time stated therein of the meeting, shall be the equivalent of such notice.
- b. Waiver by Attendance. Attendance by a Board Member at a meeting shall be a waiver of any notice required for such meeting, except where a Board Member attends for the specific purpose of objecting to the transaction of business because the meeting is not lawfully called or convened.

ARTICLE VII. CONFLICT OF INTEREST POLICY

- 1. Each Board Member shall recuse himself or herself from participating in any discussion or voting on any matter in which such Board Member has a conflict of interest, actual or potential. A conflict of interest shall be deemed to occur if the action or business of the Board provides an undisclosed benefit to a Board Member, a family member of such Board Member or any company in which the Board Member has an economic interest. Failure to disclose conflicts of interest before action is taken may reasonably be regarded as cause for dismissal.

ARTICLE VIII. BOOKS, RECORDS, AND COMMITMENT TO PUBLIC TRANSPARENCY

- 1. Books and Records. The Board shall keep correct and complete books and records of account; shall keep minutes of the proceedings of its Board Members; and shall keep at its registered office a record of its Members, including names and addresses.
- 2. Open Public Meetings Act. The Board shall be held accountable to the Open Public Meetings Act (RCW 42.30) as it applies under the governing Ordinance (Exhibit A) which establishes this Business Improvement Area. Meeting minutes shall be kept by either a

member of the Board, or by an employee of the Program Manager, and shall be posted, in a timely fashion, on a publicly available electronic medium.

3. **Public Dissemination of Information.** The Board is both permitted and mandated to promote the public dissemination of information regarding the Board, its policies, and its discussions. The Board shall form a Subcommittee on Communications—pursuant to Article V—to improve public transparency and accountability, public awareness of BIA business, and promote public comment.

ARTICLE IX. INDEMNIFICATION

1. Members of the Board are automatically indemnified, in the course of their work, by City Ordinance (112997 § 1, 1986) 4.64.100 Defense of Claims Against Volunteers.

ARTICLE X. PROGRAM MANAGER

1. The Program Manager shall have general administrative and management responsibility for the operations of the Board and to carry out the work program and budget of the BIA as directed by the Board. The Program Manager shall report to the Chairperson of the Board. The Program Manager shall hire or contract with such staff as is necessary to fulfill the purposes of the Board, supervise such staff and perform such other duties as are assigned by the Board. The Program Manager will attend all Board meetings and shall regularly report to the Board regarding the operations of the BIA or on any topic related to the BIA as requested by the Board.

ARTICLE XI. RESOLUTIONS AND ACTIONS OF THE BOARD

1. The Board may, through simple majority (except in cases stated explicitly otherwise within the Bylaws), approve any resolution of opinion or commit to any action reserved to the Board by its governing documents and legislation. Resolutions or actions of the board must be documented in the form of a typed manuscript, must contain a record of the vote for approval, and will be considered in effect only with the signature of the Chairperson. Resolutions or action documents may be drafted by any Board Member, and must be subject to a first and second readings process. First readings shall consist of a presentation of the subject material, either digitally (at least 48 hours beforehand) to all members of the Board, or in person during a convened meeting of the Board. Second readings shall consist of discussion, consideration of amendments, voting, and signing, of the final document.

ARTICLE XIII. AMENDMENTS

1. These Bylaws may be amended only by a super majority vote of the Board at any regular meeting or any special meeting, but the notice of such meeting shall state any proposal to amend these Bylaws.

CERTIFICATE OF ADOPTION

The undersigned, being the Chairperson of the UNIVERSITY DISTRICT BIA, hereby certifies that the foregoing is a true and correct copy of the Bylaws of the BIA and was properly adopted by the Board on the 3rd day of February, 2016.

By 

EXHIBIT A – Copy of Ordinance

U District BIA Ratepayer Advisory Board: Proposed Resolutions and Actions for RAB, requested by University Plaza Condominium for consideration and voting at the September 21, 2017 meeting.

I. Resolutions re: record-keeping, minutes of RAB and Ratepayer Meetings, and procedures for addressing ratepayer comments, suggestions and concerns.

Background:

Article VIII of the UD BIA Bylaws states that the Board shall keep correct and complete books, records of account, and minutes of meetings. The Board is also "mandated to promote the public dissemination of information regarding the Board, its policies, and its discussions ...to improve public transparency and accountability, public awareness of BIA business, and promote public comment."

Seattle Ordinance 124761 (which created the UD BIA) directs the UD RAB to "meet at least quarterly and discuss Ratepayer concerns and questions regarding the University District BIA programs." (Ord. Section 14) This role is also described in Section 11 Article III of the UD BIA RAB Bylaws as: "The Board shall ... address and discuss ratepayer concerns and questions regarding the BIA programs."

The Seattle "Citywide Business Improvement Area (BIA) Policy #4" (detailing BIA Organizational Structure and Management) directs the Ratepayer Advisory Board to, among other things, "address ratepayer concerns and questions". Also under Policy #4, RAB bylaws must at a minimum "describe the specific ratepayer comment, suggestions, and concerns process."

The UD BIA RAB Bylaws adopted on February 3, 2016 do not describe a process for accepting and addressing ratepayer questions and concerns at RAB or Ratepayer meetings, or otherwise.

Therefore, Resolved:

- 1) All ratepayer letters, written comments, written questions, or written concerns re: UD BIA business or programs submitted to the RAB at a regular, special, or Annual Meeting shall be included as part of the official minutes of that meeting.
- 2) All ratepayer letters, written comments, written questions, or written concerns submitted to the RAB Chair or to the UD BIA Program Manager at times other than meetings shall be shared with all members of the RAB in advance of its next meeting, and a separate log shall be kept and made a part of the official records of the RAB showing, at minimum, when and from whom the communication was received.
- 3) The RAB shall appoint a five member committee – of whom no more than two shall be RAB members - to draft and present within 45 days to the RAB, proposed amendments to the RAB BIA Bylaws which would:
 - a. Describe the process for receiving and addressing ratepayer comments, suggestions, and concerns at RAB meetings, at Ratepayer Annual Meetings, and otherwise.
 - b. Describe procedures for disseminating information about BIA business and finances to ratepayers in advance of RAB meetings and the UD BIA Ratepayer Annual Meeting.
- 4) The RAB shall conduct no ratepayer voting at the September 21, 2017 UD BIA Ratepayer Annual Meeting, and will continue the meeting until a later date - after the amendments described in #3, above, have been adopted by the RAB and made a part of the UD BIA RAB Bylaws.

II. Resolutions regarding changes in BIA assessment rates:

Background:

Seattle Ordinance 124761 (which created the UD BIA) allows changes in BIA assessment rates to occur annually by City Council action upon recommendation of the RAB. (Section 6(H))

This rate change process is also described under RCW 35.87A.140 (WA Parking and Business Improvement Area Act). It directs that varying rates of assessment may be imposed upon classifications of ratepayers based upon "business and occupation taxes imposed, square footage of the business,

number of employees, gross sales, or any other reasonable factor relating to the benefit received...".
(emphasis added; RCW 35.87A.080)

State laws and Seattle's UD BIA ordinance explicitly exempt single family properties, duplexes, and triplexes from BIA assessments. But the UD BIA Ordinance assesses residential condominium buildings at the same rate as all other BIA general fund ratepayers, even though these condominium buildings lie on the outskirts of the core commercial district. Further, the rates are actually sub-assessed to and paid by the owners of the single family residences, thus violating the spirit of the state law exempting single family owners from BIA assessments.

The formula used by the UD BIA to assess the condominium buildings taxes them on the cumulative value of all of the residential units, and results in assessments unfairly disproportional to the benefits received from UD BIA programs when compared to rates paid by actual businesses.

Therefore, Resolved:

1). The UD BIA RAB shall recommend to the City of Seattle that UD BIA assessment billings for condominium buildings in the UD BIA be postponed and not sent for the second half of 2017, pending action by the RAB described below.

2). The UD BIA Program Manager shall prepare by December 1, 2017 a spreadsheet showing the 2015, 2016, and 2017 assessment amounts paid by each residential condominium building and shall make this information publically available.

3). At its December 2017 quarterly meeting, the RAB will consider and vote upon whether to recommend to the City that UD BIA assessment rates for residential condominiums be reduced to zero for the second half of 2017, and to zero for 2018 and 2019 (the years remaining on the five-year UD BIA).

III. Resolutions re: Boundary modifications to the UD BIA.

Background:

The current boundaries of the UD BIA expanded those of the original UD BIA, which encompassed primarily the core business district around University Way. (The "Ave") The change in the BIA assessment formula to one tied to property values (rather than tailored to the nature of benefited businesses) also served to vastly increase UD BIA revenues. Yet most of the BIA services remain concentrated upon the core business area, and the UD BIA Fund is accumulating more money than it knows what to do with.

In its first two years of existence, the UD BIA fund has amassed nearly half a million dollars in surplus.

The BIA's work plan for 2017 – 2018 contains very little to benefit areas west of Roosevelt Way NE. These ratepayers have already paid more than their fair share, and should not be required to pay more.

RCW 35.87A.070 and RCW 35.87A.075 allow the City to modify the boundaries of a BIA upon its own volition, following a hearing duly noticed to ratepayers and the public.

Therefore, Resolved:

1) The UD BIA RAB shall ask the City of Seattle to commence proceedings in 2018 to reduce the boundaries of the UD BIA in a manner that would exclude from assessment all properties lying west of Roosevelt Way NE.

2) The UD BIA RAB shall direct the Program Manager to prepare, by December 31, 2017, block-by-block maps and spreadsheets showing the percentage of projected 2017 assessment revenue generated by ratepayers located on that block. For UW-owned properties, the percentage for each shall be the UW's annual assessment divided by the number of properties it owns in the entire BIA assessment area.