



## 2017 Interim Ratepayer Advisory Board Meeting Minutes

**Date:** March 1, 2017

**Location:** Swedish Conference Room B

**Present:**

Tom Malone, CKM Associates  
Jim Riggle, Olympic Athletic Club  
Stephanie Carrillo, Equity Residential  
Brian Livingston, Swedish Medical Center  
Lanne Stauffer, Ballard Square Representative  
Barry Blanton, Greenfire Campus  
Jay Fisher, Principal (Ballard Blocks Representative)  
Mike Anderson, Compass Housing Alliance  
Davis Carvey, NOMA HOA  
Scott Koppelman, AMLI Mark 24  
Michelle Rosenthal, Veris Law Group  
Legh Burns, re-soul  
Mike Kahrs, Central Ballard Residents Association  
Tom Paine, Hjarta Condominium  
James Lechner, Bastille Café/Stoneburner

**Absent:**

Eric Nelson, Nordic Heritage Museum  
Jeannie Liu, Miro Tea

**Observers or presenters:** Scott Ingham, Phillip Sit, Phil Lloyd, Brian Scott, Mike Stewart, Anndrea Dohring

### 1. Welcome

Meeting was called to order at 9:05 a.m.

### 2. Introductions

All present gave brief introductions.

### 3. Brian Scott Presentation/Ballard Alliance Presentation

Brian Scott led the meeting with a presentation about other business improvement areas in Seattle with specifics regarding the various roles for ratepayer advisory boards.

Mike Stewart presented on the transition of the Ballard Chamber of Commerce to the Ballard Alliance (BA), the BA membership program and the Ballard Improvement Area (BIA) workplan. Stewart also gave an overview of the progress to date on the programs and services offered through the BIA.

Phillip Lloyd, accountant for the Ballard Alliance, presented the budget.

Scott Koppelman asked a question about how the board functions. Mike Kahrs asked questions and raised concerns about who makes decisions and policies and wanted clarification regarding the relationship between the Ratepayer Advisory Board (RAB) and the BA.

Kahrs asked what the funding sources are and if the RAB has influence over how BA funds (non BIA revenue) are used. Stewart explained the revenue sources and indicated that the RAB only has influence over BIA revenue.

Kahrs asked about the overlap in board members on the BA board. Koppelman asked to see the total budget of the BA and BIA. Stewart will provide additional detail at the next RAB meeting.

Stewart explained that the BA is a 501(c)(6) and invited RAB members to join a BA committee. Kahrs asked if the BA committees share a composition similar to the RAB. Scott interjected that it is the goal of the board to set policy and not comment on the performance of the BA. Mike Kahrs states that we will have to agree to disagree. Michelle Rosenthal explained the structure of the BA and BIA and how some areas overlap regarding function and budget.

Stephanie Carrillo stated that she is on the BA board and various committees and is not an owner or have equity in the BIA, but she nonetheless represents 1,000 rental residents.

#### **4. Advisory Board Organization**

Tom Malone reviewed the draft BIA bylaws and explained how the BIA operates. He also explained voting criteria to pass the bylaws and the term structure of the officers (staggered and limits).

Rosenthal explained how the initial draft bylaws were created. Legh Burns asked about terms and, if an officer cannot complete his/her term, what would the voting process would look like. Barry Blanton said that he had read the bylaws twice and asked what the function would be of a secretary and treasurer- that would be a lot of redundant work. It was determined that the RAB will consist of two Co-chairpersons as opposed to a president, secretary and treasurer.

Kahrs brought up the topic of special meetings and compliance with Open Public Meetings Act (OPMA) and using digital/open processes for meetings and voting on issues. Malone stated that we are a small group and we should be able to conduct votes in person or telephonically.

Blanton explained how the SODO and International District BIAs are organized. He expressed how well it works to have co-presidents and co-chairs. Rosenthal discussed the collaboration and consistency if one co-chair is from the BA and the other is not.

Koppelman asked if our goal was to adopt bylaws today. Malone asked the board if they wish to vote to adopt bylaws today or delay. 1 member wished to delay; all others voted to support adoption today.

A discussion of possible amendments was held including staggering terms, partial terms and leadership.

A motion was made to change from co-chair to "chair" and "vice chair". There was general agreement for a leader and a backup. Legh agreed that chairs are busy and it requires a lot of responsibility.

Blanton mentioned that the Chair can delegate to Vice-chair and said that it can be confusing if the chairs are co-equals.

Malone explained he wanted two chairs to have representation for the organization – which works better as co-chairs than chair and vice-chair. Tom indicates that he has learned that co-chairs with staggered and overlapping terms works well in other organizations

Kahrs motioned to remove co-chairs and move forward with a “chair/vice-chair” arrangement. A majority opposed this motion.

A motion was made to proceed with a two-year co-chair election (co-chairs staggered annually) with one Ballard Alliance representative and one Non-Ballard Alliance representative. The motion carried.

A motion was made to create 1-year, 2-year and 3-year terms. Terms are limited to only two consecutive terms. The motion carried.

A motion was made to apply term limits on co-chairs (two-year term maximum). The motion carried.

A motion was made to approve the bylaws as amended. The motion carried.

The group discussed the OPMA and will add this to next meeting’s agenda. Michael Kahrs will work on this and present information at next meeting.

#### **5. Appoint Permanent Ratepayer Advisory Board**

A motion was made to add Michelle Rosenthal and Mike Anderson to the list of interim ratepayer advisory board members. The motion carried.

A motion was made to adopt the interim ratepayer advisory board as the permanent board. Motion carried unanimously.

#### **6. Elect co-chairs**

A motion was made to elect Tom Malone and Lanne Stauffer as Co-Chairs (Stauffer as Ballard Alliance representative and Malone as non-Ballard Alliance representative). Motion carried unanimously.

#### **7. Adopt Budget and Workplan**

Motion to adopt Budget and Workplan as presented was made by Malone. Lanne Seconded. Motion carried unanimously.

Discussion was held regarding adoption of 2018 budget in 4<sup>th</sup> quarter 2017.

Meeting Adjourned at 11:07 a.m.