



**Approved Board of Directors Meeting Minutes**  
**Fort Worden Lifelong Learning Center Public Development Authority (FWPDA)**  
**Tuesday, March 28, 2023 | 5:30 p.m.**  
**Commons B + Zoom**  
**fwpda.gov**

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**Remote access:**

<https://us06web.zoom.us/j/81879617212?pwd=Y1ozS0QyQ042ekJUa2h0czFZcHZjUT09>

**Via dial-in:**

+1 253 215 8782

Webinar ID: 818 7961 7212

Passcode: 376708

\*9 to raise hand to speak

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**Action Summary**

- ❖ Motion to approve the consent agenda. **Unanimously approved.**
- ❖ Motion to accept Strategic Direction document as a working draft with the following edits: p. 2 “led by Pomegranate Consulting and facilitated by the PDA”; p. 2 h. State Parks and city of Port Townsend will have their own bullets; add note under Vision, Mission, and Values that there’s a procedural process to changing them as they were given to PDA by state. **Unanimously approved.**
- ❖ Motion to postpone action on ED job description and employment terms subject to review. **Unanimously approved.**

**Meeting Agenda**

**I. Call to order (5:30)**

The meeting was called to order at 5:32 p.m.

**II. Roll Call**

**Board:** Brad Mace, Celeste Tell, David King (Chair), Eva Weber, John Begley (Treasurer), Torie Brazitis

**Staff:** David Timmons (Executive Director), Jeannie McMacken, Meriden Vitale

**Liaisons:** Rob Birman, Libby Wennstrom

**III. Reports**

**A. Finance Reports**

- a. Accounts Payable as of March 13, 2023\*
- b. Accounts Receivable as of March 13, 2023\*

- c. Budget vs actual Feb. 2023\*
- d. Balance Sheet March 13, 2023\*
- e. Comparative Balance Sheet as of Dec. 31, 2022\*
- f. Profit & Loss Comparison 2022 & 2021\*
- g. Summary Cash Flow 2022\*
- h. Status of Line of Credit

John Begley said Becky Wagner would not be able to attend the meeting. The finance reports were reviewed at March's Finance & Audit Committee Meeting. David Timmons said they have several grants and agreements ready to be filed once they receive necessary paperwork. He said they are transitioning to direct billing, away from reimbursements; there is currently an antiquated formula in use but that does not provide great data for predicting future costs. He also mentioned that the PDA hired a new accountant who has started working. Libby Wennstrom asked about a timeline for transitioning to direct billing. Timmons said he is in the process of going through past reimbursements and working with the new accountant to set up a process for future billing.

Timmons suggested that the second Tuesday of each month act as a Work Session for the board, to discuss topics in more depth, including financial reporting, relationships with partners, and the strategic plan. They would be publicly noticed meetings, voluntary, with no action, besides adding items to the monthly agenda. The meetings would be recorded. The board agreed by consensus to move forward with this suggestion.

#### **B. Executive Director's Reports**

- a. Update on Legislative Capital Ask
- b. Stewardship Council – March Meeting Agenda and Minutes\*
- c. Grant/Contract Status

Timmons gave an update on the legislative capital asks; it's included in the governor's recommendation, the Senate and House budgets. The recommendation for \$1 million is the same in each budget which would go towards implementing the first phase of the geothermal project. The fire panel, for \$277,000, was included for this biennium. He said there was a total of \$14 million recognized in the capital budget. He gave credit to the lobbyists for their effort.

He said the Stewardship Council continues to meet monthly and has been well-attended.

He said there are three contract issues being worked on, reviewed with the finance reports.

#### **IV. Public Comment**

No public comment at this time.

#### **V. Action Items**

##### **1. Consent Agenda**

- a. Review the February 28, 2023 Meeting Minutes (minutes not available at this meeting)
- b. Accounts Payable and Accounts Receivable

**Proposed action:** Approve the consent agenda.

John Begley made a motion to approve, Eva Weber seconded. **Unanimously approved.**

## 2. Committee Recommendation on Strategic Direction

- a. Staff presentation
- b. Board clarifying questions
- c. Board discussion
- d. Board liaison comments

Eva Weber said the ad hoc committee created a working document with suggested possible tactics. The group that worked on the document included Berry Mitzman, Matt Gurney, Brad Mace, and Jeannie McMacken. The board discussed and provided a few edits.

**Proposed action:** Motion to accept Strategic Direction document as a working draft with the following edits: p. 2 “led by Pomegranate Consulting and facilitated by the PDA”; p. 2 h. State Parks and city of Port Townsend will have their own bullets; add note under Vision, Mission, and Values that there’s a procedural process to changing them as they were given to PDA by state.

Brad Mace made a motion to approve, John Begley seconded. **Unanimously approved.**

David Timmons said with board approval this will go on the May work session agenda. The board agreed.

## 3. Executive Director Job Description\*

- a. Staff presentation
- b. Board clarifying questions
- c. Board discussion
- d. Board liaison comments

David Timmons described his process for putting these documents together and said the job description and employment terms were drafted for a generic role, not specifically tied to him.

The board agreed to create an ad hoc group to solicit and edit board member feedback on these documents. Brad Mace and Eva Weber agreed to serve in that role.

**Proposed action:** Motion to postpone action on ED job description and employment terms subject to review.

Celeste Tell made a motion to approve, John Begley seconded. **Unanimously approved.**

## 4. Executive Director Employment Terms with attached employee tasks/work plan

- a. Staff presentation
- b. Board clarifying questions
- c. Board discussion
- d. Board liaison comments

**Proposed action:** Motion to approve...

## 5. Executive Session

RCW 42.30.110 (g) To evaluate the qualifications of an applicant for public employment or to review the performance of a public employee. However, subject to RCW [42.30.140\(4\)](#), discussion by a

governing body of salaries, wages, and other conditions of employment to be generally applied within the agency shall occur in a meeting open to the public, and when a governing body elects to take final action hiring, setting the salary of an individual employee or class of employees, or discharging or disciplining an employee, that action shall be taken in a meeting open to the public

~~After Executive Session ends, the board will return to the public meeting to take action.~~

~~**Proposed action:** Motion to approve the Chair to execute the approved employment terms with David Timmons~~

The board met in Executive Session to discuss Executive Director evaluation. They did not take action and did not return to the Zoom meeting room due to technical issues.

**VI. Public Comment**

No public comment at this time.

**VII. Next Board Meeting**

Tuesday, April 25, 2023 at 5:30 p.m. BLDG 210 Commons B, Fort Worden

**VIII. Adjourn**

The meeting was adjourned at 6:48 p.m.

*\*Topic involves documents in agenda packet*