



Pike Place Market Preservation and Development Authority (PDA)

COUNCIL MEETING MINUTES – October 31st, 2013

Elliott Bay Room

Council Members: Patrick Kerr, Jim Savitt, Gloria Skouge, Betty Halfon, David Ghoddousi, Bruce Burger, Jackson Schmidt, Rico Quirindongo, John Finke

Staff Present: Ben Franz-Knight, Kelly Lindsay, Tamra Nisly, John Turnbull, Jennifer Maietta, Randy Stegmeier, Zack Cook, Matt Holland, Emily Crawford, Dianna Goodsell

Others Present: David Miller, Grace Leong, Justine Kim, Howard Aller, Joan Paulson, Bo Novak, Sharon Mukai

The meeting was called to order at 4:01 p.m. by Patrick Kerr - Vice-Chair

I. Administration

- A. Adoption of Agenda
The agenda was approved by acclamation
- B. Review and Approval of the September 26th, 2013 Meeting Minutes
The meeting minutes were approved by acclamation

Jim Savitt and Jackson Schmidt entered in at 4:02p.m.

II. Public Comment Including the Market Community

Howard Aller asked the Council to not consider the combining of the Finance Committee and Asset Management Committee meetings.

Joan Paulson distributed a proposed letter from the Market Constituency regarding the Seattle City Light Charges; this letter was included with the meeting minute's record. She briefly commented on the status of the Viaduct and Government affairs including information on the repair of the Viaduct and cost overruns.

Bo Novak commented on the issue of wanting a specific space in the Market and not being able to get the space. Patrick Kerr asked Bo Novak to bring this issue to the December Asset Management Committee meeting.

III. Reports and Information Items

- A. Council Chair Report
The Chair was not present for the Council meeting; there was not a Council Chair Report.
- B. Executive Director's Report
Ben Franz-Knight presented the Executive Director's Report for the month of October. He noted that there was a written report that was included in the Full Council packet. He reported that there will be a special public meeting held this Monday regarding comments on the 2014 Proposed Budget; this

would follow the PDA Council approval of the 2014 Budget at the November 19th Full Council meeting. He provided a brief report on the Pike Place Market Atrium Kitchen, noting that we expect to see the kitchen completed by mid-November. He informally introduced the new PDA Security Manager Randy Stegmeier and distributed a copy of the PPM PDA Emergency and Preparedness Plan. He lastly provided an update with the status with Seattle City Light regarding the increased electricity rates. There was mutual conclusion from the recent meeting with Seattle City Light which included the following: The demand charges that are directly related to the consolidated meters in the Market have resulted in increased costs to the Market around \$80k to 100k, including increased costs going forward. There was mutual agreement from the recent meeting with City Light that the administrative level at Seattle City Light does not feel that they have the ability to adjust our rate schedule and charges for the Market. He discussed the next steps which included opening direct conversations with Seattle City Council to seek some sort of recognition for the Market as a unique venue.

Jim Savitt inquired about the aggregated amount on the incurred charges from Seattle City Light.

Rico Quirindongo entered in at 4:13p.m.

C. Committee Chair Report
None

D. Other Reports
None

IV. Key Issues Presentation

A. PPM-WE Schematic Design Presentation - Canopy Progress Update

David Miller from Miller Hull presented the Pike Place Market Waterfront Schematic Design Canopy Progress Update. A copy of the presentation was included with the meeting minute's record. David Miller presented a Progress update on the Plaza, including studying options for canopies for the rooftop terrace areas. He discussed Goals and Principles for the Connection to Down Under which included: direct connection to the Down Under from the Waterfront Entrance Project, improve pedestrian experience along Western Avenue, weather protected pathway, minimizing impact on residential units, minimizing view blockage and connecting the Pike Place Market retail experience. David also gave an overview on Goals and Principles for the Canopies which included: de-coupling from the Desimone Bridge, creation on an independent space. Activation of roof deck, maximizing flexibility, maintaining essential views, minimizing view blockages, potential tear-round coverage, space for special events and priority use for Daystall vendors with an emphasis on food products.

David Miller discussed two approaches for the Canopies on the Plaza. Approach One was Low Profile, including Pop-Up modular cells and collective walls and roofs. Approach Two was High Profile, including a tent, Grand Hall, Cable structure and fewer columns. He noted that both of the Canopy approaches would share similar goals. He added that we have studied some fabric solutions that could be deployed in a short amount of time for the Canopy structures. He lastly reported that we are looking at a system in which we could set up in a short amount of time with varying types of coverage.

There was a discussion that followed.

Patrick Kerr inquired about cost estimates for the plaza and canopy structure.

Bruce Burger inquired about the effects of wind on the rooftop plaza and the canopies.

David Miller noted that the increased prevention of wind elements on the Rooftop Plaza would most likely require more structure on the Plaza.

B. Farm Strategy Presentation

Kelly Lindsay presented on Farm Program 2013 Summary and Next Steps. A copy of the presentation was included with the meeting minute's record. She discussed Program Goals for the Farm Strategy which included the following objectives: Enhancing farmer profitability, increasing farmer participation in the Market, increasing customer base to support farmers, leveraging the Market brand to support farm and food initiatives, establishing the Market as a partner in food and farm issues, support the preservation of and access to affordable farmland and identifying actionable policies and program for the PDA. She gave an overview of the 2013 Programs which included the changes to Daystall Rules to expand selling opportunities for foragers, artisan producers, value added production and doubling, the addition of the Pioneer Square Express Market, the added VISTA staffing with focus on food access programs, the participation with the citywide EBT match program "Fresh Bucks", "Farm-to-Go" marketing promotion and City and County partnerships. Kelly reviewed the 2013 Program Results, along with the 2014 Actionable Programs and Strategic Direction. She concluded her presentation with a review of Proposed Resolution 13-65: Approval of Strategic Direction for Development of Farm Aggregation Programs by the Council.

I. Action Item: Proposed Resolution 13-65: Approval of Strategic Direction for Development of Farm Aggregation Programs

Kelly Lindsay introduced the resolution which states that on October 7th, 1907 the Seattle City Council adopted ordinance No. 17187 establishing Pike Place as a public market for the sale of "fresh fruits, vegetables, berries and other farm and garden products, and accept also butter, eggs, cheese, poultry, meats, lard and preserved fruit and vegetables raised, produced or manufactured by the person selling or offering the same for sale", and; WHEREAS, the PDA Charter states: "the PDA, as a public trustee with the mission to ensure that the traditional character of the Public Market is preserved, is authorized to perform renewal, rehabilitation, preservation, restoration, development, and non-profit management of structures and open spaces in the above-described areas in a manner that affords a continuing opportunity for Public Market farmers, merchants, residents, shoppers, and visitors to carry on their tradition of market activities. In addition to upgrading structures and public amenities in and around the Market Historical District, the PDA will initiate programs to expand food retailing in the Market Historical District, especially the sale of local farm produce..."; and, WHEREAS, Council Resolution 13-12 identified "increasing farmer profitability and farmer participation in the Pike Place Market" as a goal, including "strategy f - Development of alternative revenue streams for Pike Place Market farmers through direct sales, aggregation or wholesaling opportunities"; and,

NOW THEREFORE BE IT RESOLVED,

The PDA identifies the following strategic direction for development of alternate revenue sources for Market farmers. These programs will be focused specifically on the two following areas with options further developed and analyzed by staff in 2014:

- Direct to Consumer: subscription and daily purchase CSA models, SNAP / low income produce delivery and the development of a value-added produce from combined farm produce.
- Wholesale: social service agencies, Market restaurants, other restaurants, institutions, grocery, and distributors.

Analysis of which shall include the following considerations for evaluating opportunities for aggregation and wholesaling:

- Ongoing operational needs – staff and operations
- Benefits to existing farmers vs. recruiting new farmers
- Produce grading procedures / quality control
- Pricing / profit margin to farmers
- Minimize waste / consistent demand; and,

AND BE IT FURTHER RESOLVED,

Actionable programs to be implemented in 2014 will include:

- SNAP / low income produce delivery
- One discrete value-added product development
- Wholesale to Market social service agencies
- Continuation of the "Farm to Go" tote (pending analysis of 2013 program)

Farm Program staff shall update the PDA Council annually on the results of existing programs and make recommendations for the development and implementation of new programs, including Direct to Consumer and Wholesaling programs, with any additional staff allocations or program expenses for inclusion in the 2015 annual budget planning process.

Betty Halfon moved, David Ghoddousi seconded

There was a discussion that followed regarding the resolution language.

Betty Halfon would like to see specific measurable results with the 2014 Proposed Farm Programs.

Bruce Burger noted that at Market Programs there should be discussions on measurable goals for 2014 regarding the Farm Program.

There was a friendly amendment from Jim Savitt which included the insertion of language under the third bullet of the last "Be it Resolved Statement" as "Wholesale to Market social service agencies and to Market restaurants". He also included an amendment to the last paragraph of the resolution which included the added language at the beginning of the paragraph "Provided that expenditures on these programs shall not exceed amounts allocated to them in the approved 2014 Operating Budget"

Betty Halfon and David Ghoddousi accepted the friendly amendment.

For: Jim Savitt, Gloria Skouge, John Finke, Jackson Schmidt, Bruce Burger, Patrick Kerr, Betty Halfon, David Ghoddousi, Rico Quirindongo

Against: 0

Abstain: 0

Resolution 13-65 passed unanimously

V. Resolutions and Other Action Items (Old and New Business)

A. Consent Agenda

Action Item: Proposed Resolution **13-63:** Lease Proposals - October 2013

Action Item: Proposed Resolution **13-64:** Authorization for Non-Exclusive Trademark Licensing Agreement with Lantern Press

Proposed Resolution **13-64:** Authorization for Non-Exclusive Trademark Licensing Agreement with Lantern Press was removed from the Consent Agenda

Motion to approve the consent agenda

Jackson Schmidt moved, Gloria Skouge seconded

For: Jim Savitt, Gloria Skouge, John Finke, Jackson Schmidt, Bruce Burger, Patrick Kerr, Betty Halfon, David Ghoddousi, Rico Quirindongo

Against: 0

Abstain: 0

The Consent agenda passed unanimously

The committee voted on Proposed Resolution **13-64**: Authorization for Non-Exclusive Trademark Licensing Agreement with Lantern Press

Ben Franz-Knight introduced the resolution which states that the Pike Place Market Preservation and Development Authority (PDA) is the owner of all rights, title, and interest in and to certain trademarks and graphical representations of the Pike Place Market name and trademark; an WHEREAS, Lantern Press desires to renew their license to make use of the Pike Place Market design mark (Public Market Center sign as depicted on the PDA trademark license application) and the name Pike Place Market in connection with souvenir and gift products sold at local stores, on their website, and through other online businesses for a 2 year term; and, WHEREAS, PMPDA and Lantern Press have agreed that in accordance with the terms and conditions of this Agreement, Lantern Press may use the Pike Place Market name and design mark on souvenir and gift products, which are made on demand when ordered; and, WHEREAS, Lantern Press agrees that it will not during the 2 year term of this Agreement, or thereafter, challenge the title or ownership of the PDA to the name or trademark or challenge the validity of this Agreement; and, WHEREAS, Lantern Press agrees that it will use the terms and images related to Pike Place Market and the licensed name and trademarks in a way that will reflect positively on the Pike Place Market. The PDA will approve or disapprove of any potential design or marketing plans involving the marks, likenesses or trademarked name(s) owned by the Pike Place Market PDA in relation to Lantern Press and all related marketing of such; and, WHEREAS, Lantern Press agrees to pay the PDA 9% of gross sales for all licensed items sold during this 2 year agreement (with semi-annual reporting and payment, with dates specified in the agreement) and a \$250 Start-Up Fee due upon signing of the Trademark Agreement,

NOW, THEREFORE, BE IT RESOLVED that the PDA Council authorizes the Executive Director or her representative to execute a non-exclusive trademark licensing agreement with Lantern Press for the use of the Pike Place Market name and trademarks for souvenir and gift products.

Jackson Schmidt moved, Bruce Burger seconded

There was a discussion that followed.

John Finke noted his concerns regarding approving Proposed Resolution 13-64.

Jackson Schmidt noted that we may need to revisit our Trademark Guidelines and suggested that the PDA Council revisit the policy.

Bruce Burger moved to amend the resolution by the insertion of “The PDA will approve or disapprove of any potential design, specific product or marketing plans involving the marks, likenesses...” under paragraph five.

Bruce Burger moved the amendment, Jim Savitt seconded the motion

The Council voted upon the Amendment for Proposed Resolution 13-64 which included

For: Jim Savitt, Betty Halfon, Gloria Skouge, John Finke, Jackson Schmidt, Bruce Burger

Against: Patrick Kerr

Abstain: David Ghoddousi, Rico Quirindongo

The amendment passed with a vote 6-1-2.

Betty Halfon noted that she would like to have Proposed Resolution 13-64 reviewed at the Market Programs Committee.

The Council voted on Proposed Amended Resolution 13-64.

For: Gloria Skouge, Bruce Burger

Against: Jim Savitt, Betty Halfon, John Finke, Jackson Schmidt, Rico Quirindongo

Abstain: David Ghoddousi, Patrick Kerr

The resolution failed with a vote of 2-5-2.

B. New Business

Action Item: Proposed Resolution **13-62:** Adoption of the PDA Council Committee Restructure Recommendation

Ben Franz-Knight introduced the resolution which states in order to ensure the optimal functioning of the Market and the PDA council, and to fulfill the PMPDA's mission, the PDA Council has undertaken an effort to review, assess and restructure the committees as discussed and considered by the Council during the September 26th PDA Full Council meeting; and WHEREAS, the PMPDA Council adopted PDA Council Operating Procedures and Policies with Resolution 94-02 in January 1994 with subsequent amendments with resolutions including; 94-49, 96-36, 98-28, 01-11, 04-47 and 11-92, which shall now be amended in part by this resolution 13-62; and to the extent that the Prior Resolutions are inconsistent with Provisions of this Resolution 13-62 they are hereby superseded and replaced; and WHEREAS, in 2004 Resolution 04-28 was approved establishing the current committee structure, which was amended in 2011 by Resolution 11-92, which shall now be amended by this resolution 13-62.

THEREFORE, BE IT RESOLVED that:

1. The PDA Council hereby replaces the committees adopted by Resolution 04-28 and amended by Resolution 11-92, which is now amended and superseded effective October 31, 2013 insofar as they are inconsistent with the provisions of this Resolution 13-62, and replaces its current committees, with the committees and committee structure as set forth herein (an example of which is attached to this resolution as Exhibit A).
2. Until amended by a subsequent duly enacted resolution of this Council, effective October 31, 2013 the committees of the PMPDA Council shall be the following four standing committees (the "PDA Committees");
 - a. Executive Committee
 - b. Finance & Asset Management Committee
 - c. Market Programs Committee
 - d. Waterfront Redevelopment Committee
3. The PDA Council hereby amends its Rules and Regulations, Article III Section(7), first paragraph – Executive Committee as follows:
 - a. The Executive Committee shall be comprised of six members, as follows; the Chairperson of the PDA Council (who shall serve as Chair of the Executive Committee) the

Chairperson of each of the PDA Council's three standing committees (other than the Executive Committee), and two at-large members. The election, qualifications and term of office of the member at-large of the Executive Committee shall be identical to those of officers of the Council as provided herein in Section 2, 4, and 5 of this Article III.

4. The PDA Council hereby amends its Operating Procedures and Polices as follows:

- a. Section (1) first point – The Executive Committee shall be comprised of six members, as follows: the Chairperson of the PDA Council (who shall serve as chair of the Executive Committee), the Chairperson of each of the PDA Council's three standing committees (other than the Executive Committee, and two at-large members.

BE IT FURTHER RESOLVED that: The PDA Council hereby amends its meeting schedule set forth by Amended Resolution 12-98 by setting the meetings for the year; and WHEREAS, the PDA Council and Council Committee meeting schedule is currently determined by setting the meeting of the full PDA Council generally on the last Thursday of each month with standing Committee meetings scheduled prior to that date throughout the month as follows:

Waterfront Redevelopment:	3 rd Thursday of the Month – 4:00 pm to 6:00 pm
Finance & Asset Management:	3 rd Tuesday of the Month – 4:00 pm to 6:00 pm
Market Programs:	2 nd Thursday of the Month – 4:00 pm to 6:00 pm
Executive:	Wednesday, One week prior to PDA Council – 4:30pm to 5:45pm

BE IT FURTHER RESOLVED that: The PDA Council amends the Council Officers and Committee Chair set forth by Resolution 13-45 by appointing John Finke to the 2nd At-Large position on the Executive Committee.

John Finke moved, Betty Halfon seconded

There was a brief discussion that followed

David Ghoddousi noted that he would like to be included under the Asset Management Committee.

For: Jim Savitt, Gloria Skouge, John Finke, Jackson Schmidt, Bruce Burger, Betty Halfon, Rico Quirindongo

Against: Patrick Kerr, David Ghoddousi

Abstained: 0

Resolution 13-62 passed with a vote of 7-2-0

- C. Other
- None

VI. Further Public Comment

Joan Paulson commented on the issue with the Farm Program and the how it could affect the availability of parking on Pike Place. She briefly commented on the Market Emergency and Preparedness Manual; she noted that her advice was to network with the close property owners regarding safety of the market.

Sharon Mukai inquired on clarification regarding the 2014 Budget meeting schedule. She also has a concern on the rent increase on Daystalls for the weekend rates on Fridays through Sundays.

VII. Concerns of Council Members

None

VIII. Adjournment

The meeting was adjourned at 6:01 p.m. by Patrick Kerr, Vice-Chair

Meeting minutes submitted by:
Dianna Goodsell, Administrative Services Coordinator