

# Skagway Development Corporation

## Board of Director's Meeting Minutes

August 9<sup>th</sup>, 2019

### **I. Call to Order**

Cori called the meeting to order at 5:36PM

### **II. Roll Call**

Present: Cori Giacomazzi, Julene Brown, Tim Bourcy, Michelle Pierce & Orion Hanson

Absent: Andrew Cremata, 1 Vacant Seat

Citizen Present: Bruce Schindler

### **III. Approval of Minutes**

Cori moved to approve the minutes of the April 9, 2019 regular board meeting, May 8, 2019 special meeting, May 15, 2019 special meeting & June 17, 2019 special meeting. Julene Second.

Discussion: Julene motioned to amend the May 8<sup>th</sup> minutes to reflect May 8<sup>th</sup> under approval of minutes instead of May 18<sup>th</sup>. As well as to amend the May 15<sup>th</sup> minutes to reflect May 15<sup>th</sup> under approval of minutes instead of June 17<sup>th</sup>. Cori Second. All in favor.

Main Motion as amended: All in favor.

### **IV. Approval of Agenda**

Julene moved to approve the agenda for the August 9<sup>th</sup>, 2019 Regular Board meeting. Cori Seconded.

Discussion: Cori motioned to amend the agenda by moving Executive Session to after agenda item: "Next Meeting Date/ Time". Julene Second. All in favor.

Main Motion as amended: All in Favor.

### **V. Finance Report**

See SDC's Quarter 2 report

### **VI. Director's Report**

See SDC's Quarter 2 report.

Julene Made a motion to accept the director's report for Q2. Cori Second. All in Favor.

### **VII. Communications to SDC**

#### **a) Copy of Elisabeth Albecker's Letter to AMCO sent to SDC as well in May, 2019**

Discussion: The Executive Director explained that SDC was essentially copied in a letter Ms. Albecker submitted to AMCO in May of 2019. This letter was not directly to SDC but does address a concern regarding a growing industry in Skagway. Julene ask Orion if a request for on-site consumption would have to come to the Assembly table for approval even if AMCO approved it. It was Orion's understanding that nothing regarding onsite consumption has come forward to the Assembly at this time, only renewal of the dispensary license. If there is a request for onsite consumption, it would have to go to the Assembly table for approval. Tim added that SDC should respond to the letter since Ms. Albecker included SDC in her communication with AMCO. Tim asked for board input on how best to respond to the letter. Kaitlyn suggested responding with a thank you for making us informed and that it will be up to the Assembly for onsite consumption approval. Julene suggested adding what the process is and where the application currently is at in that process. Tim suggested that we include that SDC as a development corporation, we encourage new economic development and this is an area that is new and unknown to SDC, indicating that SDC is in a non-position but that we would love to be engaged in the process if something moves forward. Yet it is outside SDC's purview but we are

happy to assist the community in this new, changing and evolving economy. Orion offered to inquire further about where the application is in the process with AMCO. Julene agreed SDC needs to respond and acknowledge having received the letter but beyond that SDC remains neutral. Cori agreed.

Motion: Tim entertained a motion to acknowledge receipt of Elisabeth Albecker's Letter regarding the Remedy Shoppe, LLC license number 10149 for marijuana onsite outdoor consumption. Thank you for the letter, SDC takes no position at this time. It will require local government to weigh in on how that will be allowed or regulated. If SDC can be of any assistance, we are available to help." Julene added to make sure to clarify it is not a letter to SDC but AMCO. – No Second Made- Julene motioned to direct the executive director to respond to Ms. Albeckers letter regarding the Remedy Shoppe license, thanking Ms. Albecker for copying SDC on the letter, that SDC is aware of her concern, and that SDC will be following with interest moving forward. Cori Second. All in favor.

## **VIII. Unfinished Business**

### **a) New Board Member (1-seat Vacant, term ends December 2019)**

Discussion: The executive director clarified that SDC currently has one vacant board seat open for treasurer for the remaining of 2019. SDC has two candidates running for this seat. These individuals include: Bruce Schindler and Mavis Henriksen. The Executive Director requested that moving forward, for future interested new members, SDC adopt a form for those interested to fill out. Tim suggested SDC just use the Municipality's form used when individuals run for assembly. Voting for the new member was held in executive session.

### **b) Ad Hoc Committee Assignment**

Discussion: The executive director is requesting ad hoc committees be formed for the various projects being done by SDC so that she has more consistent and direct communication with a board member as these projects move forward. During the April 9<sup>th</sup> regular board meeting the board directed the executive director to assign board members to various committees. The executive director's suggestions include: Everyone be a part of the Housing committee, the Treasurer be a part of the CEDS committee, the Secretary be part of the Review of Policy and Procedures Committee and both the Vice President and Member at large be a part of the Creator Space Committee.

Tim volunteered to be assigned to the housing committee as a smaller group working to prepare something to present.

Tim entertained a motion to direct the executive director to write a letter to the mayor asking him to assign a Assembly member, Committee, or Commission member. No motion made. The executive director requested input on what entities the Board felt should be part of a steering committee for the CEDS besides the School, Skagway Traditional Council and the Municipality of Skagway. Tim suggested the Chamber, and possibly more specifically the City Visitor Bureau. Michelle suggested if students are asked to participate, it should be a senior and freshman so that a student that has been involved from the start is still available for 2-3 more years. Tim entertained a motion to direct the executive director come up with a draft of what this steering committee and membership platform would look like for a CEDS. Tim cautioned the Board that SDC needs to make sure the purpose and goal of the CEDS is not something that will muddy the water with the number of unknowns that still exist for the MOS and potentially be contrary to what the leadership of Skagway is trying to accomplish. Orion does feel there could be some overlap in the efforts of the port commission. Orion added that if this document is intending to be a think tank of what other possibilities are out there, that's wonderful but if it is making recommendations about what is actively happening on the port, that could be counter-productive. The executive director agreed that her intended purpose of this document is to

evaluate what infrastructure we have, our location and Skagway's competitive advantages and explore what other possibilities there are to expand and diversify Skagway's economy. Tim summarized in that we use this document as a tool for SDC to be able to support Skagway by understanding what we have, and exploring ways on how can we diversify what already exists. Kaitlyn added that she is keeping in mind the work of the municipality so that this plan at the very least supports the community and can be used to obtain grant funding for the projects that are needing to be done.

Tim asked if there were any objections to having the executive director and secretary review and update the policy and procedures manual. Julene clarified that it was mostly a matter of updating language to reflect changes in society such as with technology that have occurred since its adoption in 2004. No objection to reviewing the policy and procedures manual was found.

As of now Michelle, Cori and Kaitlyn have begun work to develop a business plan for this idea to understand its feasibility. The executive director asked if anyone else on the board would like to be part of this group. Tim asked if there were any objections to this committee for the creator space. Bruce asked if this was just for creating/ confirming the committee for it as of now. Kaitlyn confirmed that what is being discussed and confirmed right now is the committee for this project. Bruce added that he sees tremendous potential for this type of facility in Skagway and an example we should look at is in Dawson City with the Yukon College of Arts. Cori suggested that at our next board meeting, the Creator Space Ad Hoc Committee would present upon the work and idea that has been completed so far. No objections were heard for the creator space committee.

**c) Board member term schedule**

The executive director explained that board members are voted in for a 2-year serving term and then each year there is voting for who will serve on which positions on the board. Currently all board member's terms are on an even year (Cori, Paul, Chris, Julene and Tim). To prevent the potential for all board members stepping down in the same year, during the April 9<sup>th</sup> board meeting the executive director was asked to propose an alternating schedule for the board members so that half of the terms expire in 2020 and the other half expires in 2021. Kaitlyn suggested Cori, Michelle and Bruce's terms expire in 2019 and that Tim and Julene's expire in 2020. Cori motioned that the suggested terms be adopted as the new term expire dates for the SDC Board of Directors. Julene Second.

Discussion: Julene Pointed out that Bruce's name is listed as a board member but he has not been voted in yet. This is former board member Paul's term and is a seat that is set to expire the same year as every other board members and so needs to be assigned to ensure a rotating term schedule.

Julene motioned to amend the proposed voting schedule to reflect "and New Board Member" under 2019 Term. Cori Seconded. All in Favor.

Main Motion as amended: All in favor

**IX. New Business**

**a) Grant Opportunities**

This grant is an opportunity to apply for training funds for the SDC director, thus being able to direct other funds to different areas within the corporation. Julene asked if there was a specific course the executive director was interested in applying for funds for. Kaitlyn explained that originally it had been to expand SDC's services by taking courses in project management. Kaitlyn later became aware that to be a certified project manager, not only must you fulfill the education portion but there is also an experience portion which she does not meet and therefore cannot yet fully pursue that idea. Julene asked if

the upcoming economic development forum in Seattle offered classes. The executive director was unaware of any being offered. The Executive Director suggested she apply for training funds for a course in non-profit accounting since non-profit accounting is a specialized niche and she would like to make sure SDC and CDS's books are held to the appropriate standards, especially if SDC starts receiving grant funding that require audits. Tim added that non-profits are held to a different standard with a little different technique compared to private business or a Municipality in order to make sure that funds moving through the entity are handled correctly. And considering what SDC already does to help facilitate non-profits, he felt there is a lot of non-profit entities that may or may not be looking for someone to help or take over the administrative side of the operations. Kaitlyn felt that at the very least, it would not only be making sure that SDC is inline with requirements but that she can also provide assistance so that new non-profits get started in the right direction. Tim added that we could also provide the support to groups that have solely relied on having volunteers do all the work since it is harder and harder to find volunteers for the groups. Bruce added that it's important grant money is handled properly to protect the entity from litigations. The executive director requested approval to apply for the "Strengthening Organizations Grant" to receive funding for the "Certified Nonprofit Accounting Professional Course".

Cori motioned to give the executive director approval to seek grant funding for further training. Michelle Second. All in favor.

**b) Resolution supporting the AD Hoc Committee's efforts to work with local entities to develop a maker/ creator's space type facility**

The executive director included in the packet a paper explaining the work so far on the creator space project. The Chair would entertain a motion to draft a resolution supporting the ad hoc committee's efforts to work with local entities to develop a marker space type facility. -No Motion Made- Cori asked to clarify that the resolution would allow us to go forward with the plan and partnership development. The executive director specified her intention in asking was to get permission to form partnerships for the project. Cori confirmed that the Ad Hoc Committee still needs to firm the scope of the project before going to possible partnering entities. Kaitlyn agreed. Tim explained the motion as just need a resolution formed to take to the Municipality for their consideration. Kaitlyn explained that the project is not ready to go to Assembly yet. That currently the Ad Hoc Committee created a vision, mission and goal statement as well as a description of the project and its purpose. This idea is to grow multiple industries and with such a large project, forming partnerships with such places as the school, the Skagway Arts Council, the Traditional council and Garden City Market and getting their input from the start is the first step in developing a strong plan that could more easily get grant funding. Julene wanted clarification on the purpose of this resolution. Kaitlyn explained she felt the Ad Hoc Committee needed support in the form of a resolution from the Board of Directors to be able to go to these possible entities to form partnerships for the development and pursuit of the creator space. Tim explained that if that is the purpose, we don't need a resolution to create partnerships. Cori felt that the Ad Hoc Committee didn't have enough established to be ready to approach possible partnering entities for their support and involvement. Kaitlyn stated that the level of detail for the project needing to be done before getting partners involved will need to be decided upon by the ad hoc committee. Julene added that hearing this, that maybe the step we are actually at is like the CEDS, we need to come up with an outline of what we expect the committee structure to look like and expectation of partner's involvement. Tim agreed that's just a work project and we need to get it more focused. Orion cautioned to make sure this is not a redundant effort in relations to the funding that was just approved for a vocational addition onto the school. With that said, Orion added that the Municipality may have to evaluate ways to increase funding or maintain the level of funding for the school as that State reduces its

support for school budgets. Kaitlyn asked if Orion had seen the most recent vetoes and if the City manager had been able to complete a report on how Skagway is affected by the cuts. Orion said that because of how often budgets are changing, an accurate comparison of effects on Skagway could not be done. Tim felt that the Board is not ready for a resolution just yet and that the ad hoc committee needs to feather out details and possibilities.

No action taken. The Ad Hoc Committee will work to create a presentation for the board next meeting on what we would like to have prepared when asking entities to support or partner with SDC for this project.

**c) Excel Training Course from Fred Pryor Seminars**

Excel was identified as a desired training opportunity for community members in Skagway. This is one option to bring a live excel training program to Skagway this September or in the Spring. The executive director wanted to establish with the board how much we should be looking to spend on a trainer. As far as the Fred Pryor option, it is a computer-less learning platform, it costs \$3600/ class, the course is considered a professional development class and 30-50 students can attend. The executive director asked how much the board felt people would pay for a class. Tim was hesitant about the non-computer- based learning system. Tim supports the training opportunity and felt it would be a benefit for many community members. The executive director said the next step for her would be knowing from the board the money they are comfortable with spending for this type of class. Julene felt \$90- 125 was a reasonable price. Cori recalled a friend paid a lot of money for a two-day course. Tim felt it would be around \$200. Cori once took a class remotely for publisher and it was a great experience. Tim suggested that Kaitlyn research different course and a price list and explanation of different class options. Kaitlyn asked what time of the year would be best. Tim said it may not be too late for September of this year but October would not work. Orion suggested not in April either. Julene included that April may actually be a good time if planned and advertised ahead of time so that people can work it into their plans and spring training. May be too late to get into their operations for the season. With the current date, Kaitlyn felt that if we want to do something in September, decisions need to be made within the next two or so weeks, so she will email the board with options.

**d) FY20 Program of Works**

Julene motioned to approve the FY20 program of works. Cori Second. All in favor.

**e) Student Intern Program: Learn Grant Writing, Plan Event, Community/ Economy Project**

Offering an intern program would be a great way to expose students to public government, grant writing, event planning and other areas of development. The other alternative the director offered was to offer her time for a class or a part of the school's now year-long program for life skills. Finally, as part of Lemonade Day the executive director would like to offer to the school to come in and work on the workbooks/ teach how to write a business plan with an elementary class.

The internship would be with the school, having a Junior or Senior high school student present 1 – 2 days a week completing a training program with a focus on economic and community development.

The Chair would entertain to incorporate a student intern program into SDC. Michelle moved, Julene second. All in favor.

**f) Executive Director Request for Job-Related course**

The executive director is requesting approval for potentially two job-related training courses which include: Tourism Impacts and Sustainability and/ or Certified Nonprofit Accounting Professional Course. Kaitlyn made board members aware regarding the Tourism Impacts and Sustainability course through UAS that though this course would benefit SDC and improve the executive director's ability to enhance SDC's work and support the CVB's work, this is a class that would also count towards Kaitlyn's pursuit for a Masters in Public Administration. Discussion was held amongst the board that this could potentially be viewed as a financial conflict of interest and was also not a priority topic SDC should be focusing training dollars on. Rather the non-profit accounting class is more of a priority for SDC than a course in Tourism. Cori motioned that SDC supports the executive director to get her non-profit accounting certificate whether through a grant or SDC's training budget if we do not get a grant award. Michelle Second. Discussion: Tim supported this training as it allows SDC to better support other local non-profits. All in favor.

**g) SDC-CDS Business:**

**i. Lynda.com**

Lynda.com is coming up for renewal which costs SDC-CDS \$2,500/ year. We pay for this service through money earned at special event bars and though we are not making enough at the current number of special events we sponsor each year, we still have enough in our savings account from bars past to afford it for 2020 but cannot sustain for the long-term. Cori indicated that our participation level is not high. Julene added that she had always hoped for SDC and/ or the Library to be able to have regular programs to engage the community with using it and get more public outreach. Kaitlyn added that we have put this into our Annual Program of Works. Tim suggested we need a focused outreach campaign to make an effective effort with spending this much money or the community will not be aware that it is available. Julene added that since this is a program partnered with the library, they can certainly step-up the promoting of it as well as she is planning to have staff that are more focused on electronic resources and the library's resources. Kaitlyn identified that our options include: a) renew it for a year to give it one more shot and follow through with our work plan or b) cut it now and save the \$2,500. Cori felt we should try it one more year, but we need to see improvement on user numbers. Cori also suggested we market this at the next Garden City Market. Kaitlyn added that we have a \$150 budget remaining for marketing. Michelle asked if there was anything else we could use the money for instead to better support the mission of SDC. Julene asked if we can negotiate a lower price. Kaitlyn added that they are keeping us at a lower price as their rates raise. Cori suggested we focus on promoting Lynda.com instead of bringing a trainer in for Excel Training or other training opportunities.

Chair entertained a motion to renew Lynda.com. Cori moved. No second.

Michelle suggested we try to launch training and see if people will actually start to utilize the program before we renew.

Executive Director will work to create a learning platform to try to engage more users before renewal is required.

**ii. Fees for Fiscal Sponsor groups**

We need to establish a fee scale that we implement for groups utilizing the SDC-CDS service so that we can afford to pay taxes and other fees SDC-CDS incurs because of serving these groups. We currently have one flat rate that is not

implemented with these groups. Cori informed the board that a fee was initially put into place because some groups are more high maintenance than others but instead of a flat rate fee, maybe SDC-CDS establish a fee schedule based on the # of transactions or income.

Board directed the executive director to come up with a fee schedule to propose at the next meeting.

~~X. Executive Session (Moved to after item XIII: Next Meeting Date/ Time)~~

- ~~a) Executive Director Contract Renewal~~
- ~~b) ED Maternity Leave~~
- ~~c) New Board Member Voting to occur in executive session~~

**XI. Discussion Items**

**a) Separating SDC-CDS Business from SDC (meetings & budget)**

- i. As both SDC and SC-CDS become more active, especially when applying for grants. SDC and SC-CDS need to separate their conduct better since currently both tend to operate as one. The Executive Director suggested she create an outline of what separating SDC and SDC-CDS would look like and present it at a later meeting.

**b) Resolution for SDC with MOS**

- i. The executive director pointed out that we need to start this conversation sooner than later about the future of SDC and our relationship with the MOS. The director was looking for direction to see if the best first course of action is working with Orion to explore what options there are that this future could look like. Orion added that it could be simply renewing and expanding the MOU that was signed between Tim and Monica. Tim inquired if this is a front burner issue that we need to address right now. Julene added that it is not something that affects us today but that it wouldn't be in our best interest to wait until the next budget cycle. Cori identified that this needs to be resolved before February 15, 2020. The executive director will begin conversation with Orion about a possible resolution between SDC and the MOS

**XII. Board Comment**

Tim: We should look into grant funding for trail money as well as for utilities (water and sewer). Kaitlyn informed Tim that she has currently given Orion a list of potential grant opportunities that go inline with their capital projects budget for FY20. Orion added that we are waiting on the engineering to be completed for water and sewer so that a narrative can be created and we understand the scope of work. Tim said that SDC could further assist by looking at each grant and making a list of requirements needed to facilitate those grants. Kaitlyn added that that is the intended next step.

Orion asked if the executive director had reached out to Directors of Trails, Greg Kollasch, to see what type of support he needs as far as grant opportunities for trail projects. Tim added maybe looking at Skagway to Dyea. Kaitlyn clarifies that as part of SDC's program of works, the intention is to help support groups explore and pursue green space and trail improvements. Tim added that he recently talked with a gentleman who is with a non-profit that is receiving quite a bit of grant funding for trail improvements and it could be a source for SDC to get grants from. Kaitlyn asked Tim to get back to her with the name of the entity.

Looking at trail needs, Kaitlyn suggested that maybe its time to see if they MOS is ready to create a new trail plan now that the Dewey Lake trail plan has been completed and work is starting on the West Creek plan. Point out different trail opportunities, Tim added that a trail to Dyea would help relieve congestion on the road and should be somewhat easy to accomplish since the road to Dyea is a relatively young road

and a trail used to have to be used. Orion recalled seeing an old trail map from the 30's that had a trail going from the Pioneer Cemetery to Dyea that he would dig out to bring as an example. These types of trails could have a positive impact on Skagway's economy by developing the mountain biking system, which has large Canadian ridership.

**XIII. Next Meeting Date/Time**

To be determined

**XIV. Adjournment of Regular Board meeting**

Adjournment of regular meeting at 8:11pm

**XV. Executive Session**

- a) Executive Director Contract Renewal
- b) ED Maternity Leave
- c) New Board Member- Voting to occur in executive session

**XVI. Adjournment**

Cori motioned to Adjourn. Michelle Seconded. 9:11pm