



Washington State Major League Baseball
Stadium
Public Facilities District

SAFECO Field
PFD Conference Room
110 Edgar Martinez Drive South
Seattle, WA 98134
April 30, 2018 2:30 P.M.

SPECIAL BOARD MEETING AGENDA

- A. Call to Order**
- B. Items from the Audience / Public Comment**
- C. Approval of the Minutes:**
 - 1. March 12, 2018 Board Meeting Minutes
 - 2. March 29, 2018 Special Board Meeting Minutes
- D. Board Briefings and Potential Actions:**
 - 1. Waterfront Local Improvement District (LID) (Joshua Curtis/Waterfront Project; Charley Royer) (Board discussion + potential action)
 - 2. Ballpark Long-term Capital Needs Assessment and 2018 Update (Paul Mar) (Board discussion + potential action)
 - 3. Seattle Mariners' request for reimbursement for the Moveable Roof Motor Drive and Control Systems Project. (Kevin Callan) (Seattle Mariners)

Proposed Resolution No. 18-002 – A Resolution the Board of Directors of the Washington State Major League Baseball Stadium Public Facilities District authorizing reimbursement from the Excess Revenues Fund to the Baseball Club of Seattle, L.L.P. for the Moveable Roof Motor Drive and Control Systems Project.

4. Seattle Mariners' request for PFD cost-sharing participation in the capital project to improve the pedestrian experience from the ballpark to the Stadium Station light rail stop. (Kevin Callan) (Seattle Mariners)

Proposed Resolution No. 18-003 – A Resolution the Board of Directors of the Washington State Major League Baseball Stadium Public Facilities District authorizing reimbursement from District Operating Funds to the Baseball Club of Seattle, L.L.P. for 50% of the cost of the capital project undertaken by the Club to improve the pedestrian experience between the Ballpark and the Stadium Station light rail transit stop.

E. Reports:

1. Chair's Report (Virginia Anderson)
2. Executive Director's Report (Kevin Callan)

F. Executive Session:

The Board will meet in Executive Session to "consider the minimum price at which real estate will be offered for sale or lease when public knowledge regarding such consideration would cause a likelihood of decreased price," RCW 42.30.110, and to consider financial, commercial, or proprietary material under RCW 42.56.270, and to discuss with legal counsel real estate lease matters and potential litigation involving identified legal risks from a proposed action or current practice, where public discussion of the legal risks is likely to result in adverse legal or financial consequences to the district.

G. Adjournment.

**Washington State Major League Baseball Stadium Public Facilities
District**

Special Board Meeting Agenda

April 30, 2018

Agenda Item C1 and C2

Approval of March 12, 2018 Board Meeting Minutes

Approval of March 29, 2018 Special Board Meeting Minutes

WASHINGTON STATE MAJOR LEAGUE BASEBALL STADIUM PUBLIC FACILITIES DISTRICT
Monday March 12, 2018 2:30 P.M.
Public Facilities District, Conference Room, 110 Edgar Martinez Drive S., Seattle, Washington

BOARD MEETING MINUTES

CALL TO ORDER

Board Vice-Chair Dale Sperling called the meeting to order at 2:30 p.m. pursuant to notice. Board members present: Craig Kinzer, Virginia Anderson, Jesus Sanchez, and Stacy Graven. Charley Royer and Paul Mar were absent and excused. Staff present: Kevin Callan (Executive Director), Tom Backer (Legal Counsel) and Jan Simons (Recording Clerk).

ITEMS FROM THE AUDIENCE/PUBLIC COMMENTS: NONE

APPROVAL OF MINUTES

Motion by Mr. Sanchez and second by Mr. Sperling to approve the minutes of the regular December 11, 2017 Board meeting, and the January 11, 2018, January 25, 2018, February 14, 2018, and the March 6, 2018 special Board meetings. Motion carried (5-0).

SEATTLE MARINERS MAINTENANCE, OPERATIONS AND CAPITAL PROJECTS UPDATES

Trevor Gooby of the Seattle Mariners told the Board that big events were coming to the ballpark in 2018. Pearl Jam will be doing two shows, August 8 and August 10, and both shows are sold out. Pearl Jam will be raising money to help alleviate homelessness in the Seattle area and the band has committed 1 million dollars to that effort. Also, the Zac Brown band will be playing on August 31 and the Foo Fighters will be playing September 1.

Next Ryan van Maarth reviewed the capital projects for the past quarter. The biggest off-season project was the roof electrical control system upgrade, which operates the retractable roof. This included replacing the drives and all the electrical components. It was a large undertaking, but it was completed in one off season. Other off-season projects included structural steel painting at the left field gate; repairing the vandalized Ken Griffey statue; expanding the distributed antenna system, which provides service for all of the wireless carriers who have equipment in the building; new carpet and paint at the suite and club level corridors; new flooring in the home and visitors' club house; extensive field renovation; and the back stop netting was extended to both sides of the dugout. Ryan also added that they are continuing with ADA accessibility improvements throughout the ballpark.

2017 ANNUAL BALLPARK MANAGEMENT AND OPERATIONS REPORT

Trevor Gooby reviewed with the Board the past year's highlights. There were organization changes in the ballpark operations department, which is now split into five separate groups.

Ryan van Maarth oversees the construction and planning group. There is a ballpark services group that includes housekeeping, security and maintenance. There is also an events operation team, a grounds team, and a sales team.

Trevor also noted that 2.1 million fans came through the ballpark last season and that 50% of those fans were from outside King County. Trevor stated that Safeco Field continues to show that it is a strong venue for non-baseball events. This past year there were two large concerts: Tom Petty and the Eagles.

Trevor described for the Board all the work the Mariners continue to do to maintain an 18-year old building; so, there are a lot of original parts and pieces that need attention. Trevor credited Ryan van Maarth and his team for managing these projects.

Trevor was proud to inform the Board that the Mariners were awarded the 2017 Green Glove award for sustainability from Major League Baseball. This award highlights the team that meets the highest sustainability efforts, and it recognizes the team's recycling efforts at Safeco Field.

This past year the Mariners donated \$2.15 million into the community. Since 1991, Mariners Care and the Seattle Mariners have donated more than \$25 million into the community. The Mariners continue to have a strong partnership with the International District, SODO and Pioneer Square.

2018 BALLPARK MANAGEMENT PLAN

Trevor explained what the Mariners plan for the ballpark in 2018. As part of the 2018 planning, they are focusing on their Transportation Management Plan (TMP) and access to the ballpark. They met with season ticket holders past and present and asked if they are no longer a season ticket holder why not? One of the biggest things they heard was it was difficult to get to the ballpark. So, the Mariners are working with SDOT, WSDOT, Metro, and Sound Transit to try to make it as easy as possible for the fans to come to the games. Trevor alluded to an announcement on this topic later in the month.

Trevor noted that 2018 Ballpark Management Plan includes capital improvement plans such as the roof, field renovation, carpet, and ADA projects. It also describes internal changes in leadership. The engineering and maintenance team has a new Chief Engineer: Chris Hunsaker. This is a new position and Chris has been with the Mariners for 18 years. The Director of Ballpark Services, which oversees maintenance, housekeeping and security, is Juan Rodriguez. Juan had previously been with the LA Dodgers. The 2018 plan also includes work on Safety Act certification, which is required by MLB to help protect infrastructure against terrorist attack. This process is expected to take 16-24 months and will start shortly.

WATERFRONT LID BRIEFING

Joshua Curtis, City of Seattle Waterfront Project, was then introduced to brief the Board on the Waterfront Park and Local Improvement District (LID) proposal. Joshua started his presentation with an aerial photo of the waterfront area noting that the waterfront program will reinvest in the land that the Hwy. 99 viaduct sits on today. When the Hwy 99 tunnel opens, and the viaduct comes down, there will be an opportunity to reclaim about 20 acres of parks and public spaces. The studies that have been done suggest that we will see nearly double the foot traffic on the waterfront and the adjacent districts as we do today. A key element to this program relevant to the ballpark is that on the south end of the project is a key connection to Occidental Avenue S. called Railroad Way that is being improved as part of the overall foot print of the Waterfront project.

Joshua then discussed the construction schedule beginning with the build-out of Piers 62 and 63 on the north end. They will be working with the State starting construction on the Railroad Way improvements relatively soon, followed by the main corridor work on Alaskan Way once the viaduct is demolished. This work includes a rebuilt surface street as well as the public promenade that will connect to Railroad Way and the stadium area. The surface street connections are scheduled to be finished in 2021 and then the public parks improvements are scheduled to be finished in 2022-2023. The overall funding package will be about \$ 688 million. The city and state have committed about \$ 200 million and private philanthropy from Friends of the Waterfront - Seattle another \$ 100 million. The LID proposal will raise approximately \$ 200 million from an assessment of adjacent downtown properties.

Joshua noted that there is a strong interest in how to maintain this investment. They have looked at national models such a Central Park in New York and Millennium Park in Chicago. One of the key things is to have a nonprofit partner that is dedicated to providing an enhanced level of activity and maintenance. Joshua also discussed an operation and maintenance plan and types of maintenance. The Seattle Parks Department has also committed a team to the Waterfront maintenance who will be working with Friends of the Waterfront – Seattle. “Friends” will be responsible for permitting, major events, daily free music and managing concessions. The program has \$ 3.5 million a year already allocated for maintenance by Parks and another \$ 1.1 million will be raised annually by “Friends”.

Joshua then turned to the LID process and informed the Board that the City has hired an appraiser to work on valuation and the many different parts that go into the special assessment report. In real estate, there is a principle that essentially states that the closer you are to a park the more value your property has. Another factor the appraiser considers is how much investment is generated locally and how local businesses and residences benefit from these types of improvements. It is estimated they there will be 1.5 million net new annual visitors because of the project, which would result in \$ 191.3 million of new spending.

Joshua continued by stating that local improvement districts have been around for a long time. They are often used to fund infrastructure projects such as the Aurora Bridge, Denny regrade,

South Lake Union Streetcar, and the bus tunnel. They are a funding tool where property owners financially contribute to a project that will increase the value of their property. There are also various state and local laws that are very prescriptive for how an LID is formed. Basically, the appraiser develops a “before” and “after” project scenario and the difference in valuation with and without the project is the special benefit. Then the city determines how much of the value of the special benefit to capture with the LID. Generally, they look at capturing about 50-70% of the special benefit. Here the goal is to raise \$200 million.

Virginia Anderson said she was familiar with LIDs formed by approval of 60% of adjacent property owners, but this sounds like a different model. Joshua explained that state law allows several ways for cities to form LIDs. They can be formed by an organization of property owners or they can be created by a City Council. Here, the City is following the latter route. If formed by the Council, the LID can be overturned by 60% of the property owners in the district.

The first phase of this process is where the City Council forms the LID, which starts with a resolution scheduled to happen in May. Then there are notifications and hearings where property owners within the district will receive a letter that will include a preliminary assessment amounts and dates of upcoming hearings. If a property owner wants to protest the LID they can do so at one of the hearings. After the hearings, the Council considers all the public input and will vote. They will also count the number of protests and if property owners representing 60% of the assessed value of the LID assessment protest, then the LID cannot move forward. If that threshold is not met, there will be 30 additional days for legal appeals. After that the property owners will be given time to dispute their appraisal. And finally, the property owner’s will be given a choice to pay 100% up front or finance it over 20 annual installments. Joshua concluded by noting that preliminary assessment numbers would be released sometime in April.

2018 APPLICABLE STANDARD / BALLPARKS TOUR AND REVIEW

Kevin Callan reminded the Board that they do a report on a 3-year rolling basis of applicable standards to measure our ballpark against other ballparks of the same era. This is something we will put together after we get some of the other work in front of us done. Maybe as soon as this summer we might identify ballparks and look at putting together a team of Board members to attend.

REVIEW OF VOUCHERS

After review and discussion, Virginia Anderson moved and Craig Kinzer second to approve the vouchers. Motion carried 5-0.

2018 BUDGET UPDATE

Kevin Callan explained to the Board that the actual vs. budget numbers are generally close. There are always timing differences in the recognition of some expenses, but it looks like we are pretty much in line with the budget at present.

NOMINATING TASK FORCE REPORT

Dale Sperling began the discussion by reading an email from Charley Royer stating that Charley had fully intended to attend the meeting today but at the last minute he needed to be out of town. Charley went on to say that shortly the Board would hear a report from the nominating committee regarding changes in the leadership of the Board. Charley stated that he fully supports those changes. Charley also said that his term on the Board extends for a while and he gathers that there is some expectation that he will work with new Board Chair on certain topics and he is happy to do so.

Next Jesus Sanchez asked the Board if the Vice-Chair and Treasurer positions should be separate or could be combined. Virginia Anderson recommended that the positions be combined and the other Board members agreed. Jesus then recommended to elect Virginia Anderson as Chair and Dale Sperling as Vice-Chair and Treasurer.

After discussion, Jesus Sanchez moved and Craig Kinzer second to approve the nominations. Motion carried 5-0.

Virginia Anderson thanked the Board and noted that there had been some challenging times, but as a Board they have pulled together, and it has been a joy to be a part of that. Her goal is to represent the public in the best way possible, and she looks forward to working with Charley as her partner and mentor. Craig Kinzer also thanked Charley for the way he led the Board, and his work to broaden the Board's mission statement in a way that it will be better for what we do for people of the City of Seattle.

SODO ARENA / KEY ARENA UPDATE

Tom Backer briefed the Board on the SODO Arena. Chris Hansen has written a letter to the PFD and Club regarding scheduling issues, and he continues to be interested in moving his proposed street vacation forward. Tom also noted that Hansen has purchased more property in the area.

OLYMPIA UPDATE

Pat Dunn informed the Board that the annual legislative session ended last Thursday. He also noted that on Sunday he walked the campus and only saw 2 deer and one legislator cleaning out their desk.

APPROVAL OF 2018 EARTHQUAKE INSURANCE PREMIUM

Kevin Callan reminded the Board that there is a lease requirement that the Club carry earthquake insurance on the building and they have a limited amount of premium that they are responsible for. The Club's commitment is \$ 94,000 for a total premium of \$ 321,000. So we take the total premium less their requirement amount of \$ 94,000 and the difference we split between the Club and the PFD.

After discussion, Jesus Sanchez moved and Virginia Anderson second to approve the earthquake insurance amount as presented. Motion carried 5-0.

Kevin Callan then brought to the Board a proposed contract amendment for Pat Dunn. It provides for an annual CPI increase from about 8 years ago of not making a change.

After discussion, Jesus Sanchez moved and Virginia Anderson second to approve the contract amendment as presented. Motion carried 5-0.

EXECUTIVE SESSION:

Dale Sperling announced at 4:20 p.m. that the Board would meet in Executive Session for at least an hour to “to consider the minimum price at which real estate will be offered for sale or lease when public knowledge of such consideration would cause a likelihood of decreased price,” RCW 42.30.110(c), to consider financial, commercial, or proprietary material under RCW 42.56.270, to discuss with legal counsel real estate lease matters and potential litigation involving identified legal risks from a proposed action or current practice, where public discussion of the legal risks is likely to result in adverse legal or financial consequences to the district, RCW 42.30.110(i), and to review the performance of public employees or contractors, RCW 42.30.110(g). Dale reported that the Board may take action following the Executive Session.

At 5:18 p.m., Dale Sperling concluded the Executive Session and reconvened the regular meeting of the Board. No action was taken by the Board.

ADJOURNMENT

Board Vice-Chair Sperling, there being no further business before the Board, declared the meeting adjourned at 5:20 p.m.

Jan Simons
Recording Clerk

Dale Sperling, Vice-Chair
Board of Directors, Public Facilities District

WASHINGTON STATE MAJOR LEAGUE BASEBALL STADIUM PUBLIC FACILITIES DISTRICT

Thursday, March 29, 2018 2:00 P.M.
Pacifica Law Group Offices, Rainier Conference Room
1191 Second Avenue, Suite 2000
Seattle, Washington 98101

SPECIAL BOARD MEETING MINUTES

CALL TO ORDER:

Board Chair Virginia Anderson called the special meeting of the Board to order at 2:00 p.m. pursuant to notice. Board members present: Charley Royer, Dale Sperling, Craig Kinzer, Virginia Anderson, Paul Mar, and Jesus Sanchez (joined at 2:14 p.m.). Stacy Graven was absent but excused. Staff present: Kevin Callan (Executive Director) and Tom Backer (Legal Counsel). Gerry Johnson and Jay Reich (Pacifica Law Group; Outside Legal Counsel), Dan Barrett (CAA/ICON; Sports Consultant), and Kelly Evans (Sound View Strategies) also joined in person. Invited guests included King County Executive Dow Constantine and his Chief of Staff Rachel Smith.

ITEMS FROM THE AUDIENCE/PUBLIC COMMENTS: None.

EXECUTIVE SESSION:

Board Chair Anderson announced at 2:02 p.m. that the Board would meet in Executive Session to “consider the minimum price at which real estate will be offered for sale or lease when public knowledge regarding such consideration would cause a likelihood of decreased price,” RCW 42.30.110, and to consider financial, commercial, or proprietary material under RCW 42.56.270. The Executive Session was expected to last for an hour and one-half. Chair Anderson announced that the Board was not expected to take action following the Executive Session.

At 3:40 p.m. Virginia Anderson concluded the Executive Session and reconvened the special meeting of the Board of Directors. No action was taken by the Board.

ADJOURNMENT

Board Chair Anderson, there being no further business before the Board, declared the meeting adjourned at 3:42 p.m.

Kevin Callan
Recording Clerk

Virginia Anderson, Board Chair
Board of Directors, Public Facilities District

**Washington State Major League Baseball Stadium Public Facilities
District**

Special Board Meeting Agenda

April 30, 2018

Agenda Item D1

Waterfront Local Improvement District (LID)

Waterfront Seattle LID

Preliminary Assessments

April 5, 2018

Parcel number	Taxpayer name	Parcel address	King County Appraised value	Special Benefit	Preliminary Assessment	Market Value w/o Improvements	Market Value w/ Improvements	Prelim'y Ass'tmt / Market Value	Special Benefit / Market Value
7666206483	WASHINGTON ST MAJOR LEAGUE	1200 1ST AVE S	\$605,836,600	\$578,000	\$276,991	\$481,339,900	\$481,917,900		
7666206525	WASHINGTON STATE PUBLIC		\$0	\$166,000	\$80,125	\$138,448,100	\$138,614,100		
7666206580	WASHINGTON STATE PUBLIC		\$0	\$10,000	\$4,827	\$7,950,500	\$7,960,500		
7666206585	WASHINGTON STATE PUBLIC		\$0	\$19,000	\$9,171	\$15,900,900	\$15,919,900		
7666206590	WASH STATE MAJOR LEAGUE		\$1,440,000	\$10,000	\$4,827	\$7,950,500	\$7,960,500		
7666206595	WASHINGTON STATE BASEBALL		\$0	\$10,000	\$4,827	\$7,950,500	\$7,960,500		
7666206600	WASH STATE MAJOR LEAGUE		\$1,440,000	\$10,000	\$4,827	\$7,950,500	\$7,960,500		
7666206605	WASH ST MAJOR LEAGUE		\$2,880,000	\$19,000	\$9,171	\$15,900,900	\$15,919,900		
7666206615	WASH STATE MAJOR LEAGUE		\$1,440,000	\$10,000	\$4,827	\$7,950,500	\$7,960,500		
7666206620	WA ST MAJOR LEAGUE BASEBALL		\$2,880,000	\$19,000	\$9,171	\$15,900,900	\$15,919,900		
Total			\$615,918,600	\$851,000	\$410,764	\$707,243,200	\$708,094,200	0.06%	0.12%

**Washington State Major League Baseball Stadium Public Facilities
District**

Special Board Meeting Agenda

April 30, 2018

Agenda Item D2

Ballpark Long-term Capital Needs Assessment and 2018 Update

MEMORANDUM

DATE: April 26, 2018

TO: Kevin Callan, Executive Director, PFD

FROM: Bryan Slater, Senior Project Manager – B&D

CC: Bill Mykins, Vice President, RA, LEED AP – B&D; Andrew Lieber, APM – B&D

RE: **Assessment of Long-Term Capital Needs Requirements for Safeco Field (2037 to 2041)**

PURPOSE

The purpose of this memo is to provide the Washington State MLB Stadium Public Facilities District (“PFD”) with Brailsford & Dunlavey’s (“B&D”) professional opinion of recommended long-term capital investment levels required to maintain Safeco Field in a first class condition through the year 2041.

APPROACH

The analyses and recommendations herein rely heavily upon the “Safeco Field Long-Term Capital Needs Assessment” report that B&D previously completed and submitted to the PFD, which forecasted recommended levels of investment through the year 2036. For this assignment, B&D focused on identifying additional investments that could reasonably be expected between the years 2037 to 2041 in order understand the total investments that would be required through the year 2041. B&D’s analysis extended previously forecasted lifecycles and costs for an additional 5-years to identify incremental costs. This analysis assumes that the target life for the ballpark is as a 100-year facility.

Note: all investment costs are rough order of magnitude estimates in 2015 dollars that have been adjusted for inflation (unless otherwise noted) and include a 15% contingency.

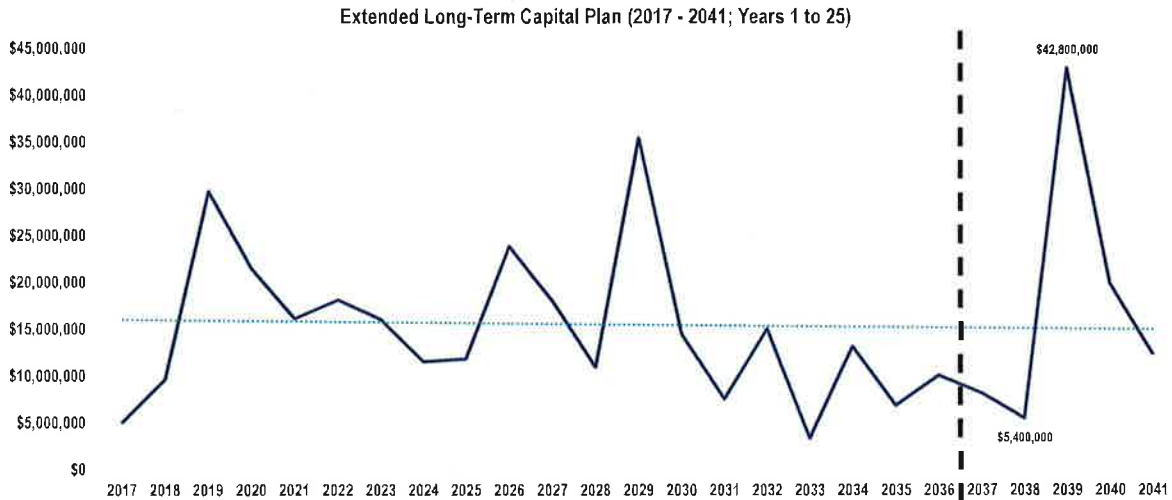
EXTENSION OF SYSTEM LIFECYCLES AND COSTS (2037 to 2041)

Utilizing the methodology from the previous report, B&D extended system lifecycles and costs for an additional 5-years, which resulted in an additional \$88.5MM in investment required between the years 2037 to 2041. This equates to approximately \$385.5MM over the 25-year horizon as compared to approximately \$297MM over the previously forecasted 20-year horizon. The average annual investment required increases from \$14.9MM over 20 years to \$15.4MM over 25 years.

This significant increase in cost is largely due to the recurrence of high-cost system replacements (further defined below), which are compounded by cost escalation over the 25-year horizon. Two of the last five years in the assessment, 2039 (\$42.8 million) and 2040 (\$19.8 million), rank among the top 10 in largest

Memorandum
 Analysis of Long-Term Capital Needs Requirements for Safeco Field (2037 to 2041)
 April 26, 2018

annual investments over the 25-year time horizon. The chart below identifies forecasted annual levels of investment over the 25-year horizon.



Forecasted annual investment levels for the years 2037 to 2041 are listed below:

- ◆ 2037: \$8.1 million
 - ◆ 2038: \$5.4 million
 - ◆ 2039: \$42.8 million
 - ◆ 2040: \$19.8 million
 - ◆ 2041: \$12.3 million
- Total: \$88.5 million**

The table below examines required investments by category. Consistent with the previous forecasts, the technology and infrastructure categories comprise the largest portion of overall investment (55%). Significant annual investments are also needed for the spectator requirements category, including the seating bowl, food service, and premium spaces that require proactive and comparatively more frequent replacement. Annual investments in the garage and retractable roof remain relatively consistent and limited.

Memorandum

Analysis of Long-Term Capital Needs Requirements for Safeco Field (2037 to 2041)

April 26, 2018

#	Major Category	Projected					% of Total
		2037 (Year 26)	2038 (Year 27)	2039 (Year 28)	2040 (Year 29)	2041 (Year 30)	
1	Architectural	\$1,763,000	\$1,895,000	\$2,279,000	\$2,974,000	\$3,435,000	14%
2	Retractable Roof	\$386,000	\$0	\$409,000	\$0	\$434,000	1%
3	Garage	\$55,000	\$79,000	\$58,000	\$60,000	\$87,000	0%
4	Spectator Requirements	\$4,262,000	\$2,312,000	\$5,798,000	\$3,372,000	\$4,186,000	23%
5	Building Systems	\$339,000	\$498,000	\$360,000	\$4,050,000	\$475,000	6%
6	Technology	\$771,000	\$0	\$21,273,000	\$8,427,000	\$3,224,000	38%
7	Infrastructure	\$551,000	\$567,000	\$12,624,000	\$963,000	\$508,000	17%
Total by Grouping		\$8,127,000	\$5,351,000	\$42,801,000	\$19,846,000	\$12,349,000	\$88,474,000

CONCLUSION

Based upon the analyses completed above and the assumptions of a 100-year target life for the ballpark, B&D believes that it's reasonable for the PFD to assume that the long-term capital investment required to maintain Safeco Field in a first class condition through the year 2041 will be approximately \$385.5MM over the 25-year horizon between the years 2016 to 2041. This cost is comprised of the approximately \$297MM identified in the original report in addition to approximately \$88.5MM identified for the years 2037 to 2041.

**Washington State Major League Baseball Stadium Public Facilities
District**

Special Board Meeting Agenda

April 30, 2018

Agenda Item D3

Proposed Resolution No 18-002

2 RESOLUTION NO. __

3 A RESOLUTION of the Board of Directors of the Washington State Major
4 League Baseball Stadium Public Facilities District authorizing reimbursement
5 from the Excess Revenues Fund to the Baseball Club of Seattle, L.L.L.P. for the
6 Moveable Roof Motor Drive and Control Systems Project.

7 WHEREAS, pursuant to Chapter 36.100 RCW, as amended, the Washington State
8 Major League Baseball Stadium Public Facilities District (the “District”), has been created
9 and possesses all the powers of a public facilities district, including the usual powers of a
10 corporation for public purposes; and

11 WHEREAS, the District is financed through a variety of sources, including a ten-
12 percent (10%) tax on admissions levied pursuant to RCW 36.38.010(4)(a); and

13 WHEREAS, proceeds from this admissions tax are currently dedicated by statute
14 “to fund repair, reequipping, and capital improvement of the baseball stadium”; and

15 WHEREAS, an “Excess Revenues Fund” has been established by the District with
16 King County to receive revenues from the admissions tax and to make payments
17 consistent with the statutory dedication to help assure the ongoing viability of the
18 ballpark; and

19 WHEREAS, the Baseball Club of Seattle, L.L.L.P. (the “Club”), submitted a
20 request to the District in December 2017 to reimburse the Club for improvements the Club
21 was making to the motor drive and control system for the moveable roof at the ballpark
22 (the “Moveable Roof Drive and Control System Project”); and

23 WHEREAS, the Club requested this reimbursement as an “Unanticipated Capital
24 Cost” under the Project Closeout and Settlement Agreement between the District and the
25 Club, dated February 15, 2001, which defines the process for the reimbursement of such
26 costs; and

27 WHEREAS, the District determined at its December 11, 2017 regular Board
28 meeting that the proposed expenditure did not meet the definition of an Unanticipated

29 Capital Cost, and District staff requested additional information from the Club about the
30 nature of the work being performed; and

31 WHEREAS, the Club provided that information and the District determined that
32 the Moveable Roof Drive and Control System Project qualifies for payment (estimated at
33 \$3.8M) out of the Excess Revenues Fund, because it involves the repair, reequipping or
34 capital improvement of the ballpark; and

35 WHEREAS, the District and the Club have established a process consistent with
36 state law and the Lease between the District and the Club for the review and approval of
37 costs eligible for reimbursement from the Excess Revenues Fund; and

38 WHEREAS, that process includes review and approval by the full Board, subject
39 to review and auditing by the District; and

40 WHEREAS, following the completion of the Moveable Roof Drive and Control
41 System Project, the actual cost of the project will be reviewed by the District auditing
42 officer, who will certify under RCW 42.24 that the materials and services have been
43 provided and that the claim is just and due against the District; and

44 WHEREAS, the auditing officer's certification of the total cost to be reimbursed
45 will be reviewed by the Board Treasurer and approved by the Board by motion as part of
46 the regular voucher approval process; and

47 WHEREAS, the Executive Director has determined that there are sufficient
48 monies in the Excess Revenues Fund to reimburse the Club for the cost of the Moveable
49 Roof Drive and Control System Project; and

50 WHEREAS, the Board has determined that the reimbursement of these costs is in
51 the best interest of the District.

52

53 NOW, THEREFORE BE IT RESOLVED BY THE BOARD OF DIRECTORS
54 OF THE WASHINGTON STATE MAJOR LEAGUE BASEBALL STADIUM PUBLIC
55 FACILITIES DISTRICT:
56

57 Section 1. The Executive Director is hereby authorized to reimburse the Club
58 fully for the final approved and audited costs for the Moveable Roof Motor Drive and
59 Control Systems Project from the District's Excess Revenues Fund in an amount not to
60 exceed \$4 million.

61 Section 2. If the District and the Club enter into a lease extension, lease
62 amendment, or a new lease for ballpark, then all amounts reimbursed pursuant to this
63 resolution will be considered a District contribution to the Capital Expenditure Fund under
64 that lease.

65 Section 3. The Executive Director is hereby authorized to take such administrative
66 or other actions as necessary to implement the provisions of this resolution.
67

68 PASSED by a vote of _____ to _____ this 30th day of April 2018.
69

70 BOARD OF DIRECTORS
71 WASHINGTON STATE MAJOR LEAGUE BASEBALL STADIUM PUBLIC
72 FACILITIES DISTRICT

73 _____
74 Virginia Anderson, Chair
75

ATTEST:

Jan Simons
Clerk

**Washington State Major League Baseball Stadium Public Facilities
District**

Special Board Meeting Agenda

April 30, 2018

Agenda Item D4

Proposed Resolution No 18-003

2 RESOLUTION NO. __

3 A RESOLUTION of the Board of Directors of the Washington State Major
4 League Baseball Stadium Public Facilities District authorizing reimbursement
5 from District Operating Funds to the Baseball Club of Seattle, L.L.L.P. for 50% of
6 the cost of the capital project undertaken by the Club to improve the pedestrian
7 experience between the Ballpark and the Stadium Station light rail transit stop.

8 WHEREAS, pursuant to Chapter 36.100 RCW, as amended, the Washington State
9 Major League Baseball Stadium Public Facilities District (the "District"), has been created
10 and possesses all the powers of a public facilities district, including the usual powers of a
11 corporation for public purposes; and

12 WHEREAS, the District is financed through a variety of sources, including rent
13 from the Baseball Club of Seattle L.L.L.P. (the "Club"), paid pursuant to the Lease
14 between the District and the Club; and

15 WHEREAS, rents collected from the Club are deposited into the District's
16 Operating Fund, which can be used for operating expenses, reserves and for other
17 ballpark-related purposes; and

18 WHEREAS, the Club asked the District to participate in a joint initiative to
19 improve the pedestrian experience for pedestrians between the ballpark and the Stadium
20 Station light rail stop located to the east of the ballpark; and

21 WHEREAS, those improvements include painting, banners, and improved lighting
22 to enhance the pedestrian experience and improve safety (the "Pedestrian
23 Improvements"); and

24 WHEREAS, the Pedestrian Improvements are consistent with the District's
25 mission to "[m]aintain and enhance our iconic baseball park in order to promote the
26 success of Major League Baseball in the State of Washington, enhance fan enjoyment, and
27 contribute to an economically successful, safe, desirable, innovative and walkable stadium
28 neighborhood; and

29 WHEREAS, the estimated cost of the Pedestrian Improvements is \$200,000; and

30 WHEREAS, the Club completed the Pedestrian improvements prior to Opening
31 Day at the ballpark and acknowledged the District's contributing partnership to the project
32 in public presentations, media, and promotional materials when the improvements were
33 unveiled in March 2018; and

34 WHEREAS, the Club now seeks reimbursement from the District for half (50%)
35 of the cost of that capital project; and

36 WHEREAS, the District has established a process consistent with state law for the
37 review and approval of costs eligible for reimbursement from the District's Operating
38 Fund; and

39 WHEREAS, that process includes review and approval by the full Board, subject
40 to review and auditing by the District; and

41 WHEREAS, following the completion of the Pedestrian Improvements, the actual
42 cost of the project will be reviewed by the District auditing officer, who will certify under
43 RCW 42.24 that the materials and services have been provided and that the claim is just
44 and due against the District; and

45 WHEREAS, the auditing officer's certification of the total cost to be reimbursed
46 will be reviewed by the Board Treasurer and approved by the Board by motion as part of
47 the regular voucher approval process; and

48 WHEREAS, the Executive Director has determined that there are sufficient
49 monies in the Operating Fund to reimburse the Club for half (50%) of the cost of the
50 Pedestrian Improvements; and

51 WHEREAS, the Board has determined that the reimbursement of these costs is in
52 the best interest of the District.

53

54 NOW, THEREFORE BE IT RESOLVED BY THE BOARD OF DIRECTORS
55 OF THE WASHINGTON STATE MAJOR LEAGUE BASEBALL STADIUM PUBLIC
56 FACILITIES DISTRICT:

57
58 Section 1. The Executive Director is hereby authorized to reimburse the Club
59 from District Operating Funds for 50% of the cost of the capital project undertaken by the
60 Club to improve the pedestrian experience between the Ballpark and the Stadium Station
61 light rail transit stop (including painting, banners, and improved lighting) (Pedestrian
62 Improvements).

63 Section 2. The Executive Director is hereby authorized to take such administrative
64 or other actions as necessary to implement the provisions of this resolution.

65
66 PASSED by a vote of _____ to _____ this 30th day of April 2018.

67
68 BOARD OF DIRECTORS
69 WASHINGTON STATE MAJOR LEAGUE BASEBALL STADIUM PUBLIC
70 FACILITIES DISTRICT

71 _____
72 Virginia Anderson, Chair

73 ATTEST:

Jan Simons
Clerk