

BOARD MEETING MINUTES

Spokane Public Facilities District - Board of Directors Meeting via Zoom and
at the Numerica Veterans Arena Boardroom | Wednesday, March 25, 2026 at 12:30 pm

ITEM #1 TO ORDER

Board Chair Eakins convened the March 25th Board Meeting of the Spokane Public Facilities District at 12:30 PM.

ITEM #2 ATTENDANCE

In attendance were Board Chair Cami Eakins and Vice Chair Jon Neill, along with Board Members Paul Read and August Richardson. Board Member Dan Rey-Bear was absent from this meeting. District personnel attending in person included Matt Meyer, Paul Christiansen, Jennifer Kletke, Melissa Coulter, Jessica Deri, Mike Gaffaney, Nic Lawrence, Shaundra Scott, Kaila Jones, and Ryan Gallagher. District personnel attending virtually was Steve Marsh. Guests attending in person included PFD Contractor Rick Romero, Chris Varallo and Brian Kistler from Kutak Rock, Scott Taylor and Aiden Hubbard from CarPark, and Dave Pier and Mark Miles from the Spokane Chiefs.

Chair Eakins opened the PFD Board of Directors' meeting by calling the March 25th meeting to order.

ITEM #3 CONSENT AGENDA

Chair Eakins presented the Consent Agenda items:

- PFD Board Minutes from March 11th.
 - *Mr. Read has moved to approve the Consent Agenda as presented. Mr. Neill seconded, and the motion was approved unanimously.*

ITEM #4 DISTRICT BUSINESS

No District Business

ITEM #5 CEO UPDATE

Ms. Curran reported on the conclusion of the legislative session and key bills that could affect the PFD

- The bill imposing tax on convention delegate registrations, advertising, and services was amended to include a non-profit exemption.
- Most PFD conventions are non-profit events, making this exemption beneficial.

Spokane City Parking Tax

- Ms. Curran explained that the new City Parking Tax goes into effect on April 1st; however, through research, the PFD and its legal team have found a statute stating the city cannot tax public facilities district parking.
- The PFD sent a letter to the city requesting an exemption from the parking tax in 2025 and has since sent multiple other letters to them regarding this.
- Ms. Curran expressed concern about fighting with the city but feels strongly the need to protect the PFD and its customers from the cumulative tax burden of a 12% parking tax on top of other taxes and fees.

Hall of Fame Relocation

- Ms. Curran explained that the Hall of Fame (display of famous regional athletes) is currently located in the southwest area of the Numerica Veteran's Arena, but because more space is needed in the arena for concession stands and other portable equipment, we are working with Dennis Patchin and others on solutions, including moving it to The Podium or making it all digital.

ITEM #6 PUBLIC COMMENTS

Chair Eakins calls for any public comments.

- No public comments.

ITEM #7 BOARD TRAINING W/ KUTAK ROCK

Chris Varallo and Brian Kistler with Kutak Rock presented an overview of the board leadership framework, including strategic advocacy, visionary leadership, and effective governance.

- The PFD is a unique municipal corporation acting as both a governmental entity and an enterprise with private sector functions.
- The PFD Board governs through committees and open public meetings, with responsibilities that include setting clear goals, monitoring progress, developing fair policies, and engaging with the community. The Board also advocates for policies and funding at local and state levels.
- The Board has two direct employees – the PFD CEO and Attorney, and the Board’s main conduit to PFD staff is through the CEO.
- The Board’s loyalty must be to the PFD and its constituents, including taxpayers, visitors, and employees.
- The Board also has financial obligations, including bond covenants and required financing, as financial stewardship is a critical board function and a strong bond rating reflects good financial management (PFD’s current bond rating = A).
- Reviewing existing board rules that were last amended in March 2020 during COVID, it provides procedures for electing directors, filling vacancies, conducting meetings, board powers, and establishing policies. Some content is outdated and needs updating, and this process will involve executive staff, legal counsel, and full board discussion.

Chris Varallo and Brian Kistler outlined four key objectives for the PFD Board of Directors.

- One: Strategic direction and mission development include defining long-term goals, setting timelines, and establishing accountability mechanisms.
- Two: Provide input and approval regarding policy framework and guardrails.
- Three: Financial health, defined as covering revenue stability, diversification, capital reserves, debt obligations, bond compliance, and economic contingency planning.
- Four: Determining evaluation criteria and methodology for CEO including proficiencies, personnel management, organizational structure, efficiency, facility usage, and regional impact.
- Great emphasis was placed on the need for the Board to support the CEO due to the heavy responsibilities on their shoulders.
- There must be a clear understanding that the PFD CEO and staff handle operational decisions, and that the board should avoid direct involvement in staff and partner matters, maintaining a proper chain of command.
 - It was confirmed that the board's concerns regarding the CEO’s performance must be addressed through the executive committee, executive sessions, or legal counsel.
- Healthy debate among the board is encouraged during meetings, but they are encouraged to present a united front after decisions are made.
- Board members should support each other in maintaining appropriate boundaries, professional conduct, and confidentiality, which are essential for good governance.
- Our current meeting practices are strong and continued attendance is important for informed decision-making.
- Follow-up training will be scheduled in the summer, focusing on executive sessions and public meetings.

ITEM #8 ADJOURNMENT

There being no further business, the Board adjourned at 1:27 PM.

Shaundra Scott, Clerk of the Board

Approved by the Board of Directors at the following Board Meeting.