

Capital Projects Advisory Review Board
Board Development Committee

Meeting Notes 10/29/2024

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Co-Chair Bill Frare called the meeting to order at 3:33 p.m. A quorum was established.

Welcome and introductions:

Committee members in attendance unless otherwise noted:

Bill Frare, <i>Co-Chair</i> , Owner State	CPARB
Linneth Riley-Hall, <i>Co-Chair</i> , Owner Transit	CPARB
Lekha Fernandes, OMWBE	CPARB
Santosh Kuruvilla, Owner Engineers	CPARB
Jessica Murphy, PRC Leadership	PRC
Irene Reyes, Private Industry	CPARB
Olivia Yang, Owner Higher Ed	CPARB
Janice Zahn, Owner Ports	CPARB

Other attendees include:

Talia Baker, CPARB Staff
Colleen Newell, MFA

Co-Chair Bill Frare called the meeting to order at 3:33 p.m. A quorum was established.

Review and approve agenda – Action

Co-Chair Frare reviewed the agenda and asked for any comments or amendments. The committee provided informal approval of the meeting's agenda.

Review and approve minutes from 10/07/2024 – Action

Co-Chair Frare asked the group to review and provide any edits to the minutes from the meeting on October 7, 2024. There were a few edits to the meeting minutes left in red and the group reviewed and approved those changes.

Irene Reyes moved to approve the minutes from October 7, 2024, seconded by Bill Frare. The motion was passed by a voice vote.

Invitation to the public to participate – Information

Co-Chair Frare noted this committee meeting is open to participation from non-committee members.

Strategic Planning Startup & Structure

Co-Chair Frare shared an update on the strategic planning startup and structure. So far, he has not been able to obtain resources for facilitation services. The targeted kick off for the strategic planning effort is January 2025. The structure of the strategic planning conversations was suggested to be as such: there will be detailed conversations within this committee, then they will solicit feedback from CPARB and come back with any feedback or comments.

Regarding membership for this committee, there are currently three vacancies, and Co-Chair Frare would like to understand how to recruit for those positions, so it aligns with CPARB membership. Once the group has had a chance to discuss membership, he said he'd like to understand the goals for this effort and what the desired end product will be.

Janice Zahn noted that, with a facilitator coming on board, this person may have subject matter expertise and would be able to provide direction for this committee. She asked whether the facilitator would be helping this committee with how to best shape the participation in making sure they are getting broad voices in what's important in strategic planning. This would help with the makeup of the committee as well as considering which voices and people would be able to help with the direction of the strategic planning effort.

Co-Chair Frare said he didn't expect the facilitator to guide the committee on representation, and noted he didn't think they needed expertise on that. Rather, they need expertise on communicating suggestions that come out of this committee to the larger group and taking feedback from the larger group and incorporating it into the work of this committee. The facilitator will be helping this committee think about things in a different way and approach the strategic process and direction in a productive way.

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Santosh Kuruvilla added that, from a strategic planning standpoint, his only hope and request is that the process is outcome-oriented rather than process-oriented.

Irene Reyes said that the facilitator should be brought in after this group establishes a framework. The facilitator's role is to help gather comments from other board members and help this group and others involved with identifying the strategy. She reiterated that this committee needs to form the framework and cannot expect the facilitator to provide that guidance.

Jessica Murphy noted that this group has the knowledge of who would be best to be involved and engaged. The facilitator will then help in guiding an efficient and effective process. Olivia Yang agreed with all comments and noted that this group sets the framework, and the facilitator helps put it together.

Co-Chair Linneth Riley-Hall said she didn't think they should wait until the facilitator is on board to start putting together the framework. However, she noted it would be helpful to have some direction with the initial process, such as the ideal number of participants for the strategic plan. They need to identify the makeup and number of participants that will be ideal for ensuring an efficient process.

Irene agreed and added that they should take into consideration that when more members are added to the committee, there needs to be an odd number to break the tie. Additionally, the more members that are brought in, the more difficult it is to make quorum. She asked whether there should only be CPARB members on this committee and how it would be beneficial to bring in members who were not CPARB members.

Janice noted that what she had meant to articulate was that the facilitator could help shape the framework that this committee needed guidance on, such as makeup and stakeholder groups. She understood the need to not wait for their guidance and perspective.

Lekha Fernandes reminded the group that, going back to statute, CPARB is made up of a balance between public and private positions. There is a need to consider this balance on the committee as well. This committee is currently leaning heavier towards public ownership. This needs to be a consideration going forward. If they veer from the balance of CPARB, there needs to be a good reason for that. She added that engagement is often more critical than representation on the committee. The facilitator and committee chairs will be spending a lot of time getting people to engage.

Co-Chair Frare noted that CPARB has 21 voting members. The Board Development Committee has eight filled positions and a few vacant positions. There are currently no General Contractors or Specialty Contractors, Private Industry or Architects. He asked whether these were the right representation to fill out the committee. He clarified that 11 members is the target number for this committee.

Jessica put a plug in to have contractors on the committee. Olivia agreed on having contractors and specialty contractors. RCW 39.10 affects owners and how they conduct businesses. The immediate partners to owners, the design community and construction community, also need to be represented. There is also a balance that needs to be struck between the makeup and size of the committee, which leads to the quality and depth of engagement. It's important that the size is small enough to be effective while also ensuring adequate outreach to the community.

Co-Chair Riley-Hall said that if someone wants to be on the committee and they are neither on CPARB nor the PRC, they will need to be nominated by their representative.

Santosh suggested having someone like Art McClusky be on this committee. With WSDOT's venture into alternative delivery, it might be strategic to include a representative from WSDOT in this group so they can be engaged and a part of the collaboration. Co-Chair Frare noted he could reach out to Art or a designee from WSDOT to see if they could participate in the discussions.

Irene agreed with the proposition that the participants in the strategic planning process do not have to be a voting member but rather a special contributor. She asked what type of vetting process there is for non CPARB or PRC members that would like to join the committee. Co-Chair Frare said this will be a future topic of discussion, but first he wanted to focus on the number and makeup of the committee.

Olivia provided suggestions for those who could be on the committee: Dave Johnson, Curt Gimmestad, Scott Middleton, and Mike Pellitteri. She noted these individuals would bring valuable perspectives and are interested in giving back to the community, practice, and profession.

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Co-Chair Riley-Hall expressed hesitation for having a WSDOT representative, as WSDOT has their own legislation and plan about where they are adding GC/CM. She asked what happens to people on CPARB that volunteered to be on this committee that may or may not be on the list that Olivia recommended.

Co-Chair Frare noted there is no WSDOT position. His understanding was that they would invite WSDOT to attend as an auditor so that they could hear the discussion. They would not be a voting member so they would not be giving up a position. This would be done for transparency and accountability and sharing information.

Regarding the individuals who volunteered at CPARB, the suggestion was that those representatives on CPARB would get together to discuss and identify who should be on the committee. That way the representation is directly linked to CPARB members. The way members are chosen would not be from this group recruiting or choosing, but rather the representative on CPARB has the influence to bring that person on board.

It was suggested that a General Contractor and a Specialty Contractor position be added to this committee. It was asked if this committee would like to add another position or whether they should just have 10 members. There was consideration that the final member be a Labor representative.

Janice said that from her understanding, the CPARB representative would be the one that would decide who should represent them. If this committee had anyone in mind, that individual could reach out to their CPARB representative to indicate they want to be the representative. She expressed hesitation that this committee make recommendations for who should be on the committee without bringing the CPARB representative into the process.

When this group goes to CPARB, there will be members who would like their voices heard in terms of who they want on the committee. It was suggested that one spot be open for CPARB to have their say in who should be on there.

With a lot of the work going on with small businesses, prompt pay, and ensuring that small and disadvantaged businesses are engaged, it was noted that it's important the strategic planning process be geared towards small and disadvantaged businesses.

Co-Chair Frare summarized what this committee had discussed. They will keep the eight members already on this committee, and will add a General Contractor, Specialty Contractor, as well as one more member. That will lead to 11 members on the committee.

Co-Chair Frare moved to approve this approach to the makeup of the committee. A voice vote approved the motion.

Janice spoke up and noted that there is a makeup of CPARB and saying that labor doesn't have a seat and coming back with that recommendation to the board will not look inclusive. Co-Chair Riley-Hall appreciated this perspective and noted that CPARB has a vote and has a say in who is part of the committee. Janice said in the past CPARB has decided who is on the committee. Talia Baker noted that committees can make recommendations, but CPARB makes the final decision.

Janice abstained from the vote.

Co-Chair Frare appreciated the extra conversation around this and encouraged members to speak up when they have dissenting opinions.

When the time comes for the appointments for those three positions, Co-Chair Frare offered to talk to General Contractors and Specialty Contractors that are on CPARB and make suggestions to them about how to move forward. He would like to have some suggestion to present at the next board meeting. The names should come from the representative and then CPARB can further discuss.

Co-Chair Riley-Hall suggested this group start a conversation on expectations for members. She would like to make sure members are committed to being present at the meeting and an active participant and contributor. Irene said members should be civic-minded, committed and an active contributor. Co-Chair Frare added that he'd like the committee to be engaged, representative of stakeholders, committed, and listen to understand.

Co-Chair Riley-Hall asked when a committee member needs to be absent and send a proxy in their place, what the expectations would be of that proxy. Talia reminded the group of the member expectations for the committees. Proxys

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count towards quorum and can vote. Co-Chair Riley-Hall noted she has sent proxies in the past that have attended and contributed, and other times they have just attended and not been as engaged.

Jessica added that having knowledge of RCW 39.10 is important to have on the committee. It's important for members to know and understand what is in the statute. Olivia agreed with Jessica and added that being collaborative is another important trait.

Co-Chair Frare added "harmonizer" to the list of desired traits for committee members – someone who can take different viewpoints and see the overlap and put it together.

Co-Chair Frare appreciated the discussion on the desired traits for committee members. He asked the group what characteristics they would like to see in a facilitator. Olivia said they should be politely driven to get things done. Irene said excellent listening and comprehension skills. Co-Chair Frare said one thing he looks for in a facilitator is the skill of interviewing people and asking the right questions to stimulate thought and gather the information that is needed.

Lekha added that having project management skills is important. When there are large stakeholder groups involved, it can be a lot to manage. Having good project management skills is important in keeping things on track and on schedule.

Co-Chair Riley-Hall added that they should be approachable and respectful of diversity. Santosh said they should have a communications-oriented style, and they should also have a basic knowledge and understanding of the subject matter. Additionally, it was added that the facilitator should be clear in their communications and setting expectations, and they need to be adaptable.

Co-Chair Riley-Hall asked what the process was for bringing on a facilitator. Co-Chair Frare said that DES has a division that focuses on strategy and performance. Heidi Loveall had helped this division to develop their strategic framework. She is not available, and the original plan was to select someone from the available pool of facilitators to help with this process. He was told that they can now go to the on-call roster of consultants to help facilitate the strategic planning process. Co-Chair Frare noted he had asked Heidi to put together a description of work that they'd like to have done so it can align with the SOQs for their on-call roster.

The committee supported Co-Chair Frare in moving forward with efforts in getting a facilitator on board and offered to provide support if needed.

New Issues

New issues will be discussed at the next Board Development Committee meeting.

Next meeting agenda

- November 12, 2024, 3:30 – 5:00 p.m.
- Agenda
- Minutes – October 29, 2024
- Strategic Planning Startup & Structure
 - Stakeholding
 - Scope of Strategic Planning Effort
 - Expectations of Committee Membership
- Next agenda

Action items

1. Co-Chair Bill Frare will continue efforts in bringing a facilitator on board.
2. All committee members will think about a list of individuals or stakeholders to involve in the strategic planning process.

Meeting Adjourned at 4:47 p.m.

Parking Lot for Strategic Planning:

- Identify the vetting process for non CPARB or PRC members that would like to join the committee.