

Downtown Investment Authority
Governance Committee Meeting

Thursday, March 12, 2015 10:00 a.m.



City Hall at St. James
117 West Duval St., 3rd Floor Conference Room C

DIA Governance Committee
MEETING MINUTES

Board Members Present: Craig Gibbs, Committee Chairman; Doris Goldstein and Jack Meeks. Board Member Jim Bailey also attended.

Committee Board Members Absent: None

Office of General Counsel: Lawsikia Hodges

Council Member: Lori Boyer

Attendees: Aundra Wallace, DIA Chief Executive Officer; Guy Parola, DIA Redevelopment Manager; Jim Klement, DIA Development Coordinator and Diane Moser, Division Chief of Talent Management in Employee Services Department; and Karen Underwood, DIA Executive Assistant

I. CALL TO ORDER

Chairman Gibbs called the Governance Committee meeting to order at approximately 10:04 a.m.

II. DISCUSSION

Diane Moser provided handouts to the committee and went over the standard routine process of the City Employees performance evaluation to establish a grading process for the Downtown Investment Authority Chief Executive Officer.

Board Member Meeks pointed out the accomplishments to be recognized of CEO Wallace.

- has hired an effective staff,
- He has done a masterful job of getting the CRA plan approved through City Council,
- He managed to get two initiatives passed through City Council to start the Retail Enhancement Program and start Hemming Park.

Board Member Goldstein noted for the board to review the core executive competencies for this review now and then develop a set of standards of what the board wants the CEO to be doing moving forward and the next evaluation will be based upon that.

Council Member Boyer commented about when you are at appointed level positions and you have contracts as opposed to Civil Service Employees, the terms of that contract should be a part of the evaluation process.

The Downtown Investment Authority does not have an employment contract with the CEO and he provided a handout of the offer letter for the position.

Board Member Jim Bailey recognized the accomplishments and noted the CEO has to justify any increases or bonuses going forward.

- Tremendous job in communicating with City Council and the broader community
- Done a great job hiring his staff
- Great job understanding and navigating the internal infrastructure of Jacksonville
- Recommended a 1- 5 scoring from the board members that were her from day one to the present

CM Boyer stated that she recalled a discussion of a contract and she was unaware of a letter offer.

CM Boyer inquired if CEO Wallace was at-will by the decision of the board or at-will with respects to the City Government, to make a decision on his appointment. She wanted to be sure that was clear, so the issue of not having a contract does not expose CEO Wallace to any risks associated with the election. Ms. Hodges provided the Ordinance which states the board has the powers to appoint a CEO.

A MOTION WAS MADE BY BOARD MEMBER MEEKS AND SECONDED BY BOARD MEMBER GOLDSTEIN RECOMMENDING THAT THE BOARD CHAIR COMPOSE A LETTER OF COMMENDATION FOR CEO WALLACE FROM AUGUST 2013 TO THE PRESENT DATE, AND THAT THE GOVERNANCE COMMITTEE PREPARE A FUTURE EVALUATION. THE MOTION PASSED UNANIMOUSLY 3-0

CRAFTING OF A PERFORMANCE EVALUATION

Diane Moser stated that when crafting the performance evaluation letter, a copy could be placed in his official personnel file.

Chairman Gibbs recommended that Board Member Bailey assist because of his historical knowledge that the newer board members do not have.

Diane Moser noted that the mid-year evaluation starts on Monday when the employees create their self-evaluation. There will be a full evaluation at the end of the year to include a self-evaluation which will be done in mid-September and the CEO's evaluation can be done starting in October.

A MOTION WAS MADE BY BOARD MEMBER GIBBS AND SECONDED BY BOARD MEMBER MEEKS THAT THE GOVERNANCE COMMITTEE WILL DEVELOP AN

EVALUATION PROCESS TO PROVIDE TO THE FULL BOARD FOR CONSIDERATION FOR THE TIME PERIOD BEGINNING IN THE END OF SEPTEMBER. THE MOTION PASSED UNANIMOUSLY 3-0.

A discussion ensued regarding a template for the committee to use and return with a modified template that the board may later consider.

A MOTION WAS MADE BY BOARD MEMBER GOLDSTEIN AND SECONDED BY BOARD MEMBER MEEKS THAT THE FOLLOWING RECOMMENDATIONS BE PRESENTED TO THE BOARD: 1). THE DIA CHAIRMAN DEVELOP A LETTER OF COMMENDATION FOR THE PERIOD OF AUGUST 2013 TO WHATEVER DATE, WHICH LETTER WILL BE FILED IN HIS PERSONNEL FILE 2). THE GOVERNANCE COMMITTEE WILL DEVELOP A SPECIFIC CRITERIA FOR THE CEO'S EVALUATION GOING FORWARD WHICH WILL BE BASED ON THE CITY'S TEMPLATE AS A STARTING POINT, BUT WHICH WILL DEVELOP ITS OWN SCORING CRITERIA, INDEPENDENT OF THE CITY'S SCORING SYSTEM 3). THAT THE GOVERNANCE COMMITTEE MOVE TOWARD FORMULATING A CONTRACT FOR CEO WALLACE'S POSITION AFTER HIS INITIAL EVALUATION WHICH WILL OCCUR ON OR ABOUT OCTOBER 1, 2015. THE MOTION PASSED UNANIMOUSLY 3-0.

Committee Chairman Gibbs recommended reporting this at the next general meeting on March 25th. The Governance committee is requesting the chair to provide the committee with a letter of accommodation that would go into the CEO's file for the period of August 2013 – March 25, 2015 and that the board will provide input to that letter of accommodation and remarks will go to Karen Underwood and be brought back to the April regular meeting.

Board Member Bailey highly commended CEO Wallace and stated that he has done an incredible job of getting the board where they are today. He would like to recommend a bonus for getting the DIA through the CRA Plan. CEO Wallace pointed out that the DIA did not have the authority to move funding in between the approved budgeted line items without going back through City Council.

Chairman Gibbs stated the third motion reiterates a letter of accommodation for the CEO, and that the committee will work on a contract. Board Member Bailey mentioned that a contract was drafted in the beginning but an offer letter was given instead. Ms. Hodges will provide a template for the committee to incorporate the terms which currently exist.

Chairman Gibbs also recommended that the committee work to formulate a contract, present it to the board for its consideration by July 1st. Board Member Goldstein stated that it might be more prudent to enter into the contract following the 1st formal evaluation in October 2015.

PUBLIC COMMENT

John Nooney requested for the public to share their input regarding the evaluation of the DIA CEO.

III. NEXT MEETING TO BE DETERMINED

There being no further business, Governance Committee Chairman Gibbs adjourned the meeting at approximately 11:38 a.m.

The written minutes for this meeting are only an overview of what was discussed. For verbatim comments of this meeting, an audio CD is available upon request. Please contact Karen Underwood, at (904) 630-3492, or by email at karenu@coj.net.