City of Jacksonville July 24, 2023
Community Redevelopment Agency Uncertified Condensed Copy

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CITY OF JACKSONVILLE

COMMUNITY REDEVELOPMENT AGENCY

BOARD MEETING

Proceedings held on Monday, July 24, 2023, commencing at 8:51 a.m., Jacksonville City Hall, Lynwood Roberts Room, 117 West Duval Street, Jacksonville, Florida, before Diane M. Tropia, FPR, a Notary Public in and for the State of Florida at Large.

#### BOARD MEMBERS PRESENT:

JIM CITRANO, Chairman.
OLIVER BARAKAT, Board Member.
CRAIG GIBBS, Board Member.
BRAXTON GILLAM, Board Member.
GEORGE SAOUD, Board Member.
JOE HASSAN, Board Member.

#### ALSO PRESENT:

GUY PAROLA, DIA, Operations Manager. STEVE KELLEY, DIA, Director of Development. INA MEZINI, Strategic Initiatives Coordinator. RIC ANDERSON, Marketing and Communications. JOHN SAWYER, Office of General Counsel. JOVIAL HARPER, Administrative Assistant.

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assistant.

And just as a reminder, you don't have to push your button here for your microphone.

THE CHAIRMAN: Thank you.

Ms. Harper, do we have any public comments?

MS. HARPER: No public comment.

THE CHAIRMAN: Okay.

We're going to start with the Community

Redevelopment Agency agenda.

Are there any voting conflicts today? No?

MS. HARPER: No, there is not.

THE CHAIRMAN: Okay. Thank you.

Okay. First order of business, then, is to approve the June 21st meeting minutes.

BOARD MEMBER GILLAM: Move to approve.

BOARD MEMBER GIBBS: Second.

18 THE CHAIRMAN: There's a first and a19 second.

All in favor, say aye.

COMMISSION MEMBERS: Aye.

THE CHAIRMAN: The minutes are approved.

Our first resolution for discussion this morning, then, is Resolution 2023-07-02, the

Northbank budget amendment, and Mr. Parola will

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### PROCEEDINGS

July 24, 2023

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8:51 a.m.

THE CHAIRMAN: Good morning.

I'll call the July 24th DIA board meeting to order. I appreciate everybody's patience.

Before we get to public comments, let's go ahead, for the record, and make introductions, starting with Mr. Sawyer.

MR. SAWYER: John Sawyer, Office of General Counsel.

MR. PAROLA: Guy Parola, Downtown Investment Authority.

MR. KELLEY: Steve Kelley, DIA staff. BOARD MEMBER GILLAM: Braxton Gillam, board member.

BOARD MEMBER SAOUD: George Saoud, board member.

BOARD MEMBER HASSAN: Joe Hassan, board member.

THE CHAIRMAN: Jim Citrano, board member.
BOARD MEMBER GIBBS: Craig Gibbs, board
member.

BOARD MEMBER BARAKAT: Oliver Barakat, board member.

MS. HARPER: Jovial Harper, administrative
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be presenting that to the board.

MR. PAROLA: Thank you, Mr. Chairman. And through the Chair to the board, I'm going to give a little background, just to sort of give context for the purpose of this resolution.

As you recall, on or about the -- maybe last year or so, there have been changes coming out of the courts or coming out of interpretations for how you can spend Community Redevelopment Agency funds or tax increment funds, if you will. Ongoing maintenance, programming seems to be areas of no-no, but they're still super important to what we do as a body. So what this resolution does is it will let lapse \$250,000 from unallocated planned authorized expenditures, so that that lapse -- what happens is it goes from the CRA to the General Fund.

The General Fund would then make us whole with that \$250,000 through the conventional budget process that's been going right now by funneling \$250,000 into the Downtown Economic Development Fund for parks, programming, and maintenance. The Downtown Economic Development Diane M. Tropia, Inc., Post Office Box 2375, Jacksonville, FL 32203

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Fund doesn't have the same handcuffs on it, 2

spending-wise, if you will, that the CRAs do.

3 And our CEO, who I know would love to be here and explain this to you, as I said, is 4

giving a presentation right now, but she's been 5

6 working with the administration and our Budget

7 Office to make sure this is sort of a seamless

8 transition, if you will.

9 And, obviously, I'm here for any 10 auestions.

THE CHAIRMAN: Thank you.

12 I'll go ahead and ask if anybody would like to make a motion, and then we can get into 13 14 discussion.

15 BOARD MEMBER GILLAM: Move to approve 2023-07-02. 16

BOARD MEMBER GIBBS: Second. 17

THE CHAIRMAN: Okay. First and a second. 18

Let's go ahead and start with Mr. Barakat

20 and ask if you have any questions or comments.

21 BOARD MEMBER BARAKAT: I don't have any

22 auestions or comments.

23 THE CHAIRMAN: Mr. Gibbs.

24 BOARD MEMBER GIBBS: Neither questions nor

25 comments.

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THE CHAIRMAN: Mr. Hassan.

BOARD MEMBER HASSAN: No questions or

3 comments.

THE CHAIRMAN: Mr. Saoud. 4

5 BOAD MEMBER SAOUD: None for me either.

6 THE CHAIRMAN: Mr. Gillam.

BOARD MEMBER GILLAM: I hate to be the one

8 outlier. I do have a question.

I just want to be clear. So we're making 9

10 a decision to, basically, forfeit to the

General Fund \$250,000 out of the CRA bucket, 11

12 and we're asking that City Council contribute

250- next year to the parks and programming 13

budget? We're asking for that? 14

MR. PAROLA: Through the Chair, ves.

BOARD MEMBER GILLAM: That's it. No 16

17 further questions.

THE CHAIRMAN: Thank you.

So just to summarize, this is really the 19

result of the State's -- however you want to 20

21 say it -- mandate or adherence to what a CRA

can or cannot spend its money on. So this 22

takes it out of the CRA, back to the General

Fund, and then we have discretion through

the -- the Downtown Economic Development Fund 25

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that we're putting back into, correct?

2 MR. PAROLA: Through the Chair -- to the

Chair, actually, yeah. You've hit the nail on

the head. 4

5 THE CHAIRMAN: Okay.

MR. PAROLA: Yeah. Absolutely.

7 THE CHAIRMAN: Okay.

8 Okay. So no other questions or comments.

9 I'm going to go ahead and call for a vote.

10 Mr. Gillam, how do you vote?

BOARD MEMBER GILLAM: In favor.

12 THE CHAIRMAN: Mr. Saoud.

BOAD MEMBER SAOUD: In favor. 13

14 THE CHAIRMAN: Mr. Hassan.

BOARD MEMBER HASSAN: In favor. 15

THE CHAIRMAN: I'm in favor. 16

17 Mr. Gibbs.

BOARD MEMBER GIBBS: I'm in favor. 18

19 THE CHAIRMAN: And Mr. Barakat.

20 BOARD MEMBER BARAKAT: In favor.

21 THE CHAIRMAN: For the record,

Resolution 2023-07-02 passes unanimously. 22

23 Thank you, everybody.

24 Let's now move to Resolution 2023-07-03,

25 which is the Carter extension.

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And, Mr. Kelley, you're going to be 1

presenting that for us this morning. 2

3 MR. KELLEY: Thank you, Mr. Chair.

2023-07-03, as you mentioned, is a request 4

for your consideration, a six-month extension

to the approval that was awarded to Carter USA 6

7 back in early 2022 on the disposition of the

property we refer to as Ford on Bay, the former

courthouse site, and for development of a 9

10 mixed-use development on that site.

11 Over that intervening time, there's been

12 some changes and improvements, enhancements, if you will, made to that design. And, of course, 13

we've -- all are familiar with the changes that 14

15 we've experienced in economic conditions during

16 this period.

17 This is a large project and, as all of

those of this size and scale are, all in 18

19 general has been negatively affected by the

impact of -- brought about by poor economic 20

21 conditions, leaving it with a larger financial

22 gap than was originally experienced when this

23 award was initially made. And so this is

24 brought forth for the six-month extension,

25 recognizing the breadth of that gap that's in Diane M. Tropia, Inc., Post Office Box 2375, Jacksonville, FL 32203

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the financing, and in combination with having 2 changes underway within City government to really allow some time to really consider all 3 of these ramifications in context of this 4

5 award. 6 This was brought not at the request of the 7 developer -- who, by the way, is represented 8 this morning; I see Scott on Zoom, if there's 9 questions of the developer -- but was really 10 brought just for the consideration of the board to think through all of those conditions given 11 12 at the -- at the March meeting, the developer 13 was given an extension and was to present by 14 the July board meeting, this board meeting, 15 what their plan was in terms of the 16 development, the scope of the development, as well as their ability to bring forth debt and 17

equity into the project. And just given that the economic conditions haven't improved enough to really reach that point, we're bringing this for your consideration for an additional six-month extension.

24 I'm happy to address your questions.

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THE CHAIRMAN: Thank you, Mr. Kelley.

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Unless anybody is opposed, I'm going to go 1 2 ahead and ask for a motion on this, and then 3 we'll get into discussion.

BOARD MEMBER GILLAM: Move to approve. 4

BOARD MEMBER SAOUD: Second.

THE CHAIRMAN: We have a first and a 6 7 second.

8 So let's start with Mr. Gillam. Any 9 questions or comments?

10 BOARD MEMBER GILLAM: No questions from 11 me.

THE CHAIRMAN: Mr. Saoud?

BOARD MEMBER SAOUD: Do you anticipate 13

14 that they're going to try to come back and ask

15 for completion grants or anything like that?

16 What's the purpose of the extension? I mean,

is there anything being contemplated in terms 17

18 of additional incentives?

19 MR. KELLEY: Through the Chair to

20 Mr. Saoud, so, consistent with other

large-scale proposals that we're entertaining 21

that we have been looking at, the -- the 22

financing gap has, over the past six months to

a year, really gotten large in a lot of these

cases, and so it's not unique, specific to this

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project that we see that condition, and it's

really because we had hard dates in the

redevelopment agreement that kind of forced the

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issue here, whether we want to go one direction

5 or the other in fulfilling that.

And so while we see some improvement, it's not expected to remedy itself overnight. It's outside of anybody's control, obviously, at -at this level.

10 And so yes, the short answer is yes, there's a large funding gap there. And 11

12 whether, you know, we've contemplated different

13 ways to satisfy those funding gaps, be it

14 through loans from the City or completion

grants from the City, both with the previous 15

16 administration as well as the current

17 administration -- and we don't have any hard,

18 fast answers as to the best way to remedy

19 those, at least in the capital stack. So

20 looking at time as potentially allowing for

21 better situations, that's really the

22 consideration before you.

23 BOARD MEMBER SAOUD: Understood.

24 I have no other questions.

25 BOARD MEMBER HASSAN: In the --

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THE CHAIRMAN: Mr. Hassan would like to 1 2 speak.

3 BOARD MEMBER HASSAN: Thank you.

4 This is a six-month extension; is that

5 correct?

6 MR. KELLEY: Through the Chair to

7 Mr. Hassan, yes, which carries us to the

8 January board meeting.

9 BOARD MEMBER HASSAN: Do we feel there are

some viable possibilities to get some relief 10

11 here in that six-month period? Is that

12 adequate?

13 MR. KELLEY: That's a big question that, 14 unfortunately, I'm -- even as an economist, I

15 don't have a good answer for. We know that we

16 don't have an answer for it today, in terms of

17 how we would fill that -- that gap.

18 So knowing that we have a development team 19 and a proposed development plan, at least that

20 we understand the essence of, we don't have the

21 final plans of, buying that additional time or

22 awarding that additional time keeps that intact

23 and allows us to give it additional

25 local economy a better chance of improving.

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consideration and give the national economy and

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But beyond that, I'm sorry, I can't answer it 2 more directly than that.

BOARD MEMBER HASSAN: I appreciate that.

4 And that's why I ask, because I don't 5 really -- public opinion is, or general

6 consensus, there's not going to be a lot of

7 change in the next six months economically. Of

8 course, we don't have a crystal ball. That's

why I'm asking if we've got some strategies 9

10 that, you know, we can look at other than just

hoping things get better, because that's all 11

that is, is hope, at this point, but I have no 12

further questions. 13

14 Thank you.

THE CHAIRMAN: Thank you. 15

16 Mr. Gibbs.

BOARD MEMBER GIBBS: This was a great 17 project when we first visited it. And like 18 Mr. Hassan, is six months going to be enough 19

20 time?

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21 MR. KELLEY: Through the Chair to Mr. Gillam -- I'm sorry, to Mr. Gibbs. My 22 23 apologies, Mr. Gibbs.

It's a big unknown. So, you know, when we look at the economy, we had a better than

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expected inflation report in the last month.

What the Federal Reserve is going to do with

3 interest rates at its upcoming meeting is the

subject of speculation, and in economic circles 4

5 there's certainly strong arguments on both

sides whether to raise another 25 bits or, you 6

7 know, keep steady or even to reduce.

8 So there's -- there's a great deal of uncertainty in the economy, which impacts, most 9 10 certainly, the ability to attract capital, the cost of debt. And so, at a minimum, we would 11 12 hope and expect, using Mr. Hassan's term, "hope," that we, during the six-month period,

13 will have a better feel for the direction of 14

15

the economy.

Whether or not it's an absolute resolution and that we see that we're on a better path and everything is resolved is probably less certain, but to think that in six months we would not have a better indication of the

20 21 direction of the economy than we do right now,

22 I would certainly expect that would not be the

23 case.

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24 BOARD MEMBER GIBBS: Thank you.

25 No further questions.

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THE CHAIRMAN: Thank you. 1

2 Mr. Barakat.

3 BOARD MEMBER BARAKAT: First, let me state

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I have to submit a Form 8B. I know you asked

for conflicts earlier, Mr. Chair. I missed

that window. CBRE is the advisor to the City

on this project, so I need to state that

conflict, and I will submit the form this 8 9

afternoon to Jovial.

10 I agree with the other board member comments. I think our dilemma is, if we do not 11 12 grant this extension, the developer would not perform, and then what? We would still own 13 14 this property. And I think doing another 15 solicitation in the current environment would

not elicit very much success or result in very 16 17

much success.

So while I don't foresee six months being 18 19 the magic bullet here, hopefully we'll have 20 more clarity on the economy in six months, and 21 interest rates and the development community

will be in a better situation and more geared 22

23 up to perform in 2024 than it is today. So I

think, among a couple of poor choices, this is 24

25 the best one, and hopefully this developer can

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1 pull a rabbit out of a hat, so I'm in favor.

THE CHAIRMAN: Thank you.

3 Question for Mr. Kelley. How many times

have we granted an extension on this? 4

5 MR. KELLEY: Mr. Chair, I believe this

would be the third extension, if I'm not 6

7 mistaken.

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8 THE CHAIRMAN: Okay. And so -- and I was going to kind of give a little talk on what my 9 10 thoughts were, but they were pretty much 11 exactly what Mr. Barakat just said, so I won't

12 belabor that.

13 But is the -- is the applicant -- does the applicant continue to progress in its plans, 14 due diligence, finding partners? What -- or 15 are we just sitting still? 16

17 MR. TAYLOR: Mr. Chairman, this is Scott Taylor with Carter.

18 19 Thank you all, the members of the board,

for considering this situation. I'm also 20 21 joined by our Jacksonville partner, Ross

22 Singletary, on the line, and Ross can speak to 23 some of this in a moment.

24 But relative to what we are doing on the 25 project -- and Mr. Kelley can speak to this.

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You know, we continue to try to solve for the

- 2 program, which not only is -- you know, right
- 3 now we have 358 residential units, about 25,000
- square feet of retail, and then trying to bring 4
- 5 in a hotel component that will help us solve
- 6 for that 1:0 ROI to where we can hit a

7 completion and revenue grant that works.

8 And as has already been shared with you, you know, the capital markets, basically, in 9

10 our industry are frozen right now. We are in

constant, if not daily, communication, you 11

12 know, with all of our lenders, as well as our

13 institutional equity partners.

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You know, right now, our company has eight projects under construction throughout the Southeast, about \$600 million worth of development activity. We had anticipated starting somewhere between five and six this year. We started one. And that's when everything really has come to a standstill, and

21 none of our lenders are contemplating right now any sort of new vertical development activity, 22

23 nor are our equity partners. So we are

constantly in those markets, talking to those 24

close relationships.

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We have continued to look at the design 1 and where we can solve for, you know, that. We 2

saw last year kind of inflation hitting our 3

projects somewhere in the neighborhood of, you 4

know, 30 percent. You know, our construction 5

projects pricing saw just drastic increases. 6

7 And so not only are we working on the design,

8 but still we've been working very closely with

Brasfield & Gorrie on the pricing of this 9

10 effort, and so in the capital markets, looking

at design, but continue to talk about pricing.

11 12 We have been working with Colliers locally around retail. It's very difficult for us to 13

make commitments to any prospective tenants in 14 the market, but, you know, we're continuing to 15

speak to them and try to stay, you know, in 16

17 front of that.

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Relative to physical due diligence, we have not done any physical due diligence beyond sort of, I believe, just the review of all of the information that came out of the RFP

22 process. 23 Now, relative to capital markets, I'll let

Ross speak to this here in a moment. You know, 24

25 Ross has a very different sort of contact base

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of relationships that -- you know, he has

jumped in and has been spending some dollars to

really expand the network, if you will, and,

you know, kind of throw the net a little wider

nationally to see if there may be some

different parties that we have not, as Carter, 6 7 been talking to on a regular basis.

And Ross, I don't know if you want to just speak to that for a moment.

MR. SINGLETARY: Sure. Thanks, Scott.

As Scott mentioned, I do have a slightly 11 different (inaudible) of contacts. We raised a 12 fair amount of capital for various real estate 13 14 projects around the country, mostly in the southeast, but just recently got more engaged 15 with Carter on reaching out to some of our 16 17 contacts to gauge an interest level.

And there is certainly some interest that inspired all the headwinds that have been discussed earlier today, so I'm optimistic. As it's always been, it's a fine little piece of property with a lot of promise. A lot of positive things are happening for Jacksonville, you know, the potential stadium and another

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University of Florida campus extension perhaps

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being in the area. 1

> So, I mean, the reception so far has been good, but certainly these next few months --

the six-month extension, even though, as was

said earlier, it's not requested by the

developer, by Carter, it would help -- a big 6

7 help enabling us to, you know, get more

certainty around the capital stack, given all

the macro headwinds that are out there, 9

10 including inflation, especially. 11

THE CHAIRMAN: Thank you both for your comments. Much appreciated.

Okay. So no other questions or comments. 13 I'll go ahead and call for a vote on 14

Resolution 2023-07-03. 15

Mr. Gillam, how do you vote?

17 BOARD MEMBER GILLAM: In favor.

THE CHAIRMAN: Mr. Saoud. 18 BOARD MEMBER SAOUD: In favor.

19 THE CHAIRMAN: Mr. Hassan. 20

21 BOARD MEMBER HASSAN: In favor.

22 THE CHAIRMAN: Mr. Gibbs.

BOARD MEMBER GIBBS: I'm in favor.

THE CHAIRMAN: Mr. Barakat. 24

BOARD MEMBER BARAKAT: In favor. 25

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THE CHAIRMAN: And I, too, am in favor. So let the record show that the resolution passed unanimously. We do not have any other items to discuss under the CRA, so I'm going to close the CRA agenda out. (The foregoing proceedings were adjourned at 9:11 a.m.) Diane M. Tropia, Inc., Post Office Box 2375, Jacksonville, FL 32203 (904) 821-0300 CERTIFICATE OF REPORTER STATE OF FLORIDA) COUNTY OF DUVAL ) I, Diane M. Tropia, Florida Professional Reporter, certify that I was authorized to and did stenographically report the foregoing proceedings and that the transcript is a true and complete record of my stenographic notes. DATED this 1st day of August 2023. Diane M. Tropia Florida Professional Reporter Diane M. Tropia, Inc., Post Office Box 2375, Jacksonville, FL 32203

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Diang M. Tropia', Inc., Post Office Box' 2375', Jacksonville', FL 32203

City of Jacksonville July 24, 2023
Downtown Investment Authority Uncertified Condensed Copy

CITY OF JACKSONVILLE

DOWNTOWN INVESTMENT AUTHORITY

BOARD MEETING

Proceedings held on Monday, July 24, 2023, commencing at 9:11 a.m., Jacksonville City Hall, Lynwood Roberts Room, 117 West Duval Street, Jacksonville, Florida, before Diane M. Tropia, FPR, a Notary Public in and for the State of Florida at Large.

BOARD MEMBERS PRESENT:

JIM CITRANO, Chairman.
OLIVER BARAKAT, Board Member.
CRAIG GIBBS, Board Member.
BRAXTON GILLAM, Board Member.
GEORGE SAOUD, Board Member.
JOE HASSAN, Board Member.

ALSO PRESENT:

GUY PAROLA, DIA, Operations Manager. STEVE KELLEY, DIA, Director of Development. INA MEZINI, Strategic Initiatives Coordinator. RIC ANDERSON, Marketing and Communications. JOHN SAWYER, Office of General Counsel. JOVIAL HARPER, Administrative Assistant.

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August meeting, she will give you a pretty in-depth update. I just thought it would be important to say that.

THE CHAIRMAN: All right. I was not planning on having any comments, but I think the Carter extension discussion is actually a much broader conversation that not only the DIA needs to have, but City Council and the mayor's office.

We're in a very unique time. I mean, the reality of it is you have lenders that have completely exited the market right now. So it's not like, you know, you need to bring more equity in to get a loan. It's like there's -- there's, in a lot of cases, no money available from a traditional development construction lender. So it's not an issue that is unique to Jacksonville or to downtown, it is a national issue, but it does impact us and what we're trying to accomplish with the momentum and the progress that has been created downtown.

I don't have an answer. Nobody has the answer on timing, et cetera, but it's a discussion that I feel like, collectively, we should be having now. So I'll just leave that

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PROCEEDINGS

July 24, 2023

9:11 a.m.

THE CHAIRMAN: We're going to open up the Downtown Investment Authority agenda, starting with approval of the minutes.

If anybody has any questions or comments? If not, all in favor, say aye.

BOARD MEMBERS: Aye.

THE CHAIRMAN: Minutes pass.

And there is no other items to discuss on that.

Mr. Kelley or Mr. Parola, do you want to make any comments relative to old or new business or a staff report?

MR. PAROLA: Mr. Chairman, I think I'll just say this: The DIA is funding a lot of projects. We have a lot of capital projects. So while we have the Carter discussion and the uncertainty in the economy, of which Steve is certainly the expert, we're taking advantage of this time by forwarding a lot of capital projects, both through the City's Capital Improvement Program and us as a CRA. So we're continuing to remain busy.

And I know when our CEO is back for the Diane M. Tropia, Inc., Post Office Box 2375, Jacksonville, FL 32203 (904) 821-0300

there, and --

MR. KELLEY: Mr. Chair, if I may?

THE CHAIRMAN: Sure.

MR. KELLEY: So the only thing that I would add to that -- I think, you know, clearly you have perfect insight or very good insight as to what's going on in the markets and access to debt and equity and those things, and I just would like to share for the board that this is -- this is not unique to the Carter situation, that we continue to see a lot of demand and interest and development activity in our downtown.

I think whether we think about it regionally or nationally, Jacksonville itself continues to be poised, you know, in the upper tier of those markets that have been identified by the development community as being on a strong trajectory.

Clearly, this economic malaise that we find ourselves in and the rest of the country finds itself in is not unique to Jacksonville, it's not unique to the changes that we're undergoing in our City Council or administration, but all of those factors

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Page 1 to 4 of 6

City of Jacksonville

July 24, 2023

Downtown Investment Authority

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City of Jacksonville Downtown Investment Authority combined put us in this situation. 1 2 We appreciate the consideration made to 3 the -- to this specific resolution, but I just 4 wanted to make sure that it was well -- that 5 we're all on the same page, that the demand and 6 expected growth in Jacksonville continues to be 7 strong and the interest that we're seeing 8 continues to be very high. 9 THE CHAIRMAN: Thank you, Mr. Kelley. 10 And you're right, we still have excellent momentum, we just need to make sure that we're 11 12 all on board with what -- the right strategy 13 and the way to keep it going, so thank you for 14 15 Okay. Unless there's anything else from any of the board members, I'm going to adjourn 16 17 the meeting. 18 Thank you. 19 (The foregoing proceedings were adjourned 20 at 9:19 a.m.) 21 22 23 24 25 Diane M. Tropia, Inc., Post Office Box 2375, Jacksonville, FL 32203 (904) 821-0300 6 CERTIFICATE OF REPORTER 1 2 STATE OF FLORIDA) COUNTY OF DUVAL ) 4 5 6 7 I, Diane M. Tropia, Florida Professional 8 Reporter, certify that I was authorized to and did 9 stenographically report the foregoing proceedings and that the transcript is a true and complete record of my 10 11 stenographic notes. 12 13 14 15 DATED this 1st day of August 2023. 16 17 18 Diane M. Tropia 19 Florida Professional Reporter

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