





*Wednesday, October 17, 2012 – 2 p.m.*

**MEETING MINUTES**

**Board Members Present:** Chairman D. Harris, T. Allegretti, D. Shea, J. Bailey, K. Harper, M. Bishop, O. Barakat, P. Perez, and R. Clements

**Attendees:** Jason Gabriel and Cindy Laquidara, Office of General Counsel; Paul Crawford, OED Acting ED; Jim Klement, Corey Craig, Karen Nasrallah, Eric Lindstrom; Carla Miller, Director ECO; Jessica Deal and Mario Rubio, Mayor's Administration; Michelle Stephens, Recording Secretary

**Council Members Present:** Jim Love, District 14 and Lori Boyer, District 5

**I. CALL TO ORDER**

Chairman Harris called the meeting to order at approximately 2:05 p.m. and opened with the Pledge of Allegiance.

Chairman Harris welcomed and introduced Mayor Alvin Brown.

Mayor Brown welcomed all present to include a round of applause for the new DIA Board members. Mayor Brown commented that we have some of the smartest, dedicated, visionary leaders on the DIA Board who believe that downtown is a top priority. Downtown can be a destination where people want to work, live and visit. The Board has a tremendous opportunity to take advantage of all of the resources available. He is very proud that we have strong public and private sector leaders who are willing to step up to the plate and make things happen for this city. He added that he will do everything possible to work together to include ensuring the protection of hardworking taxpayers' dollars and invest for the future so that very soon downtown will be a thriving destination that the city will be proud of.

**II. INFORMATION/DISCUSSION ITEMS**

**Florida Ethics, Public Records & Sunshine Training**

Carla Miller, Director of Ethics, Compliance and Oversight (ECO) for the City of Jacksonville provided a thorough but condensed ethics training citing the importance of procedures, areas to be mindful of, etc.

Ms. Miller advised that City Council passed, in the law creating the DIA Board, that they are state financial disclosure filers. Board members are required to file financial disclosure. Members were provided with a copy of Form 1 "Statement of Financial Interest" and advised

that the form must be filed within 30 days. She offered that if Board members ever have any questions, concerns, etc. they are welcome to call her office for assistance.

At the request of Chair Harris, Mr. Crawford provided a brief overview of the creation of the DIA, adding that the Bylaws will help to explain the powers and duties of the DIA.

Mr. Jason Gabriel with the Office of General Counsel (OGC) commented that he was very involved with the crafting of the legislation (2012-571-Adopted 10/09/2012) that created the DIA. Mr. Gabriel introduced Cindy Laquidara, General Counsel.

Ms. Laquidara welcomed the Board members, and encouraged them to contact her office at any time with questions, concerns, etc. She advised the Board that there are many interactive state and local processes, rules and regulations, etc. that they may need help navigating. She encouraged them to contact her office for advice and they will work with the Board providing the best route to take and/or provide several alternatives to assist in the decision making processes, if such a need would arise.

Mr. Gabriel provided an overview of Government in the Sunshine Laws to include the Public Records Law and Open Meetings "Sunshine" Law.

The following were relative comments from the Board:

- Inquired about the possibility of Board members having a coj.net email account to avoid confusion between DIA Board business (COJ), their work and personal email.

Staff will look into the possibility and advise the Board.

### **Bylaws**

Mr. Crawford reviewed the basic information that was provided in a binder to each Board member for their reference. He commented that the draft Bylaws are drafted to provide a basis for the order of meetings, establish a framework for structure for the Board to exist in, and establish a variety of other opportunities, committees, etc.. The Bylaws were drafted taking into consideration all of the elements that were transcribed from the legislation.

Mr. Gabriel provided a brief overview of the draft Bylaws provided. He suggested the Board members review them, contact him or Paul if they have any revisions, etc., and be prepared at the next meeting for further review and eventual adoption of the Bylaws at a future meeting.

Referencing Section 2.2 Powers and Duties he specifically reviewed the first two items.

- (1) Appoint a CEO, prescribe his/her duties, and fix his/her compensation which shall be paid from funds available to the DIA in the same manner as City employees are paid. Prior to hiring a CEO, the DIA shall develop qualifications and criteria for the CEO position which shall be approved by Council.

Mr. Gabriel noted that the process of appointing a CEO would be the first order of business for the board.

- (2) Serve as the City's Community Redevelopment Agency ("CRA") with regard to the Downtown CRA's (Southbank Community Redevelopment Area and the Downtown Northbank Community Redevelopment Area), and exercise any powers and authority granted Community Redevelopment Agencies by Part III, Chapter 163, Florida Statutes within Downtown.

Mr. Gabriel noted that more information related to CRA's will be provided at a future meeting(s). He added that another priority for the Board will be the undertaking of a Community Redevelopment plan which will be the vision for downtown in addition to a Business Investment Development (BID) plan.

Mr. Gabriel advised that the legislation requires the DIA Board to meet at least once every three months and suggested that the Board choose a reoccurring standing day of the month, time, location, etc., for consistency and special meetings can be called by the Chair, as needed.

The following were relative comments from the Board:

- Asked for clarification, if six members constitute a quorum what would happen if one of the six had to recuse from voting on an item.

Mr. Gabriel replied that the recused person would still count for the required number of members present to constitute a quorum noting that unless there is a statutory requirement, the Board will need at least four affirmative votes for an item to pass.

### **Operation - DIA Meeting, Date & Time; Budget; Job Criteria & Selection Process for CEO**

Chairman Harris suggested that the Board meet on the third Wednesday of every month at 2 p.m. He also suggested that the Board meet monthly for the first 90 days and beyond that may meet every other month adding that if needed, the Board can call special meetings. He added that the board will also be setting up subcommittees that will most likely meet between the monthly scheduled board meetings.

Mr. Crawford commented that the third Wednesday of every month will run into a problem around Thanksgiving and possibly Christmas, suggesting they meet the second Wednesday of every month.

The following were relative comments from the Board:

- Concerned about the volume of activity that is potentially before the board suggesting that the board may need to meet more often than monthly.

Chair Harris advised that there will be a standing meeting every month on the second Wednesday of every month at 2 p.m. The Board can call special meetings, as needed.

**A MOTION WAS MADE BY BOARD MEMBER BISHOP AND SECONDED BY BOARD MEMBER BARAKAT ADOPTING THE SECOND WEDNESDAY OF EVERY MONTH AT 2:00 PM AS THE DATE AND TIME FOR THE REGULAR DIA BOARD MEETING. THE MOTION PASSED UNANIMOUSLY 9/0/0.**

Paul Crawford advised that staff was in the process of finding a meeting location for future meetings.

### **DIA Budget**

Mr. Crawford explained that the Office of Economic Development (OED) budget that was recently adopted by City Council included an element dedicated for the DIA that has not been split up yet. As the leadership of both the OED and the DIA is formulated the process will begin regarding how the budget will be divided. Moving forward, he noted that the operating capital will come from the Tax Increment Financing under this CRA, which is the gap base line of revenue and the ad valorem increase above that base line contemplating three to four years out. He added that there are also revenue streams that can be tapped with regards to historic preservation trust fund monies, and other things that the board will get into as they start to have discussions about deals and how to formulate deals, and various elements of the master plan and action plans.

### **Job Criteria and Selection Process for CEO**

Chairman Harris recommended that the Board elect a chairperson to lead the process of hiring a CEO. The committee would be charged with putting together the criteria, job description, responsibilities, salary, etc., and include the search for a CEO. He nominated Board Member Shea as the Chair to lead the Job Criteria and Selection Process Committee for the DIA CEO.

**A MOTION WAS MADE BY BOARD MEMBER ????? AND SECONDED BY BOARD MEMBER ????? APPROVING BOARD MEMBER DON SHEA TO SERVE AS CHAIR OF THE JOB CRITERIA AND SELECTION PROCESS COMMITTEE FOR THE DIA CEO. THE MOTION PASSED UNANIMOUSLY 9/0/0.**

The following were relative comments from the Board:

- Asked if Board Member Shea serving as Chair of the committee would present a potential conflict if he were to be considered for the CEO position.

Board member Shea commented that in working through the process with City Council for over a year and before the board was identified, he was charged with developing the subject criteria and he is still under obligation to do that. He reminded the Board that the committee would

come back to the full board with the information for review and approval and that might be a good time to revisit the question of him being considered for the CEO position, adding that the criteria, etc., also requires City Council approval before the search and hiring process would begin.

It was noted that Board member Shea will be asking a few Board members to serve on the committee with him.

### **III. NEW BUSINESS**

Chairman Harris commented that the Board has a lot of work to do and is committed to make that happen. He proceeded with recommended Board member Oliver Barakat to serve as Vice Chair of the DIA Board.

**A MOTION WAS MADE BY BOARD MEMBER SHEA AND SECONDED BY BOARD MEMBER CLEMENTS APPROVING BOARD MEMBER OLIVER BARAKAT TO SERVE AS VICE CHAIR OF THE DIA BOARD. THE MOTION PASSED UNANIMOUSLY 9/0/0.**

Chairman Harris recommended Board member Jim Bailey to serve as Secretary of the DIA Board.

**A MOTION WAS MADE BY BOARD MEMBER CLEMENTS AND SECONDED BY BOARD MEMBER BISHOP APPROVING BOARD MEMBER JIM BAILEY TO SERVE AS SECRETARY OF THE DIA BOARD. THE MOTION PASSED UNANIMOUSLY 9/0/0.**

The following were relative comments from the Board:

- Suggested that the Board meet sooner than November 14, 2012, to start outlining some objectives, hearing from the public, etc.

Chairman Harris replied that he thought the Board needed to concentrate first on hiring a CEO and developing structure and responsibility, adding that he thought that person should be part of the process. He added that there is a list of priorities and issues that the Board needs to work on reiterating that the CEO should be a part of that process.

- Agreed that a meeting should be held prior to the November 14 scheduled meeting.

The Board discussed a date for a Board meeting prior to the to the November 14 meeting. The Board agreed on calling a special meeting of the Board on Tuesday, October 30, 2012, at 3p.m., location to be determined.

Board Member Shea commented that he thought he could have the criteria for the CEO available for the Board's review at the October 30, 2012 meeting.

The following were relative comments from the Board:

- Suggested that if Board members have specific matters that they would like addressed to contact staff.
- Requested a tutorial on the CRA process and the CRA itself, what powers the CRA Board has, etc.
- Requested information related to the Bostwick Building asking what if anything the Board and/or the city can do to work with the ownership to help structurally stabilize the building, adding that a lot of people in the community care about the building. He noted that the item was time sensitive as it is currently being concerned by City Council.
- Suggested that staff keep the Board informed of any items possibly going through or approaching the City Council process so that if deemed appropriate and necessary the Board would have an opportunity to formulate an opinion, recommendation, etc.

Mr. Crawford advised that staff can forward city wide public meeting notices related to downtown issues that may be occurring to the Board and offered to research and forward any legislation that has already been filed with City Council related to downtown to the Board.

Mr. Gabriel advised that the permit for demolition of the Bostwick Building has been denied by the Jacksonville Historic Preservation Commission (JHPC) and will be heard before the Land Use and Zoning (LUZ) Committee in the near future. Staff will provide the Board with the details of the next LUZ meeting (date, time, etc.).

The Board was advised that Michelle Stephens, OED Administrative Assistant to Acting Executive Director Paul Crawford would serve as a conduit between the Board members and staff, adding that she would ensure the information was routed accordingly.

#### **IV. PUBLIC COMMENTS**

The floor was open for public comments and advised that their time to speak was limited to three minutes.

- John Nooney, 8356 Bascom Road, Jacksonville, FL 32216
- Concerned that we have enough authorities already, but he wants to remain a cheerleader and go forward and be a part of a vibrant downtown. If anything happens it will ultimately be the result of legislation that will move the city forward. He referenced 2003-627, 2005-207, 2005-1283, 2007-451, 2007-733, 2009-442, 2010-604, 2010-675, 2011-560, 2012-402, 2012-202 and more. He hopes that the authority will consider the shipyards site and take into consideration the 680 foot pier and think of it as the free parking for the river especially as we are looking at regional partners. Has been addressing the Commissioners of FIND (FL Inland Navigation District) for five years

about a project for Jacksonville and all he needs is a sponsor. Five years later he still does not have a sponsor and that in and of itself is embarrassing. Will be embracing the DIA.

- Victor Cora, 11478 Elaine Dr., Jacksonville, FL 32218  
He is a champion of downtown. Talked about a project he is working on for downtown called JavaFest2014. The project is a celebration of coffee around the world that will make Jacksonville the coffee maker of the Southeast U.S.
- Evie Welch, 701 N. Ocean St.  
Lives and loves downtown; however, has been working with a problem for about 11 months. Mr. Bailey has been a key person to help them. She represents SHADCO (Sheriff's Advisory Council) for Zone 1. There is a high concentration of homeless downtown noting that it is a turnoff. The fallout of the perception that downtown is unsafe is part of the problem. The Sheriff cannot arrest itself out of the problem. The fallout has gone to Hemming Plaza. Suggested that the Hemming Plaza area needs to be redefined, as it is the front porch of this government square. They want a core that is immutable for all persons.
- Marvin Boutwell, 2800 Madrid Ave. East, Jacksonville, FL  
Noted that he was once a City engineer and once the Chief of Building and Zoning. He raised a few questions. Is the Board contemplating having a visionary action plan? An action plan is different than an actual plan. Does the Board have in their hearts the desire to create a specific plan to follow similar to when the court house was built or is the action plan something they are going to follow and from the action plan develop criteria? Who does he address for public input, what format and likelihood is there that the board will take interest in what he has to say? Need a subsystem in addition to the expressway system for people to get downtown. As part of the action plan, asked the board to put transportation in the forefront of their minds.
- Jim Love, Council Member District 14, 1740 South Edgewood  
Welcome and excited about the DIA.
- Lori Boyer, Council Member District 5, 2234 River Road  
Welcome and excited about the DIA. She received an email from the Florida Cities Association about a state wide CRA training in Daytona on October 24, 2012, for any board members available/interested to attend. Advised members that they are invited and welcome to attend and/or appear before the LUZ Committee. Referencing the Bostwick Building suggested that the Board at their next meeting may want to request a deferral on the subject in order to have more time to take a position. If the Board has an opinion they should make their opinion known. Requested email contacts, etc., for Board members.

Mr. Gabriel advised that the CRA training email will be forwarded to all Board members as well as Board contact information.

Downtown Investment Authority (DIA)

October 17, 2012

Page 8 of 8

It was noted that the LUZ Committee meets every two weeks on the opposite Tuesday of Council Meeting. The next LUZ Committee meeting is scheduled for Tuesday, November 7, 2012. The Bostwick Building appeal has not been scheduled for hearing on November 7, so it will be no sooner than the 14<sup>th</sup> of November that the committee would take up the appeal.

**V. ADJOURNMENT**

There being no further business, Chair Harris adjourned the meeting at approximately 3:41 p.m.

The next DIA meeting is scheduled for Tuesday, October 30, 2012 at 3:00 p.m.

Witness

Downtown Investment Authority

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Donald Harris, Chairman

Print Name: \_\_\_\_\_

Vote: In Favor: \_\_\_\_\_ Opposed: \_\_\_\_\_ Abstained: \_\_\_\_\_