



Downtown Investment Authority Agenda

**Hybrid Virtual In-Person Meeting
Wednesday, November 18, 2020 at 2:00 p.m.**

MEMBERS:

Ron Moody, Chairman
Braxton Gillam, Esq, Vice Chairman
Carol Worsham, Secretary
William Adams, Esq., Board Member
Oliver Barakat, Board Member

Jim Citrano, Board Member
Todd Froats, Board Member
Craig Gibbs, Esq., Board Member
David Ward, Esq., Board Member

I. CALL TO ORDER

II. PUBLIC COMMENTS

III. COMMUNITY REDEVELOPMENT AGENCY

- A. October 14, 2020 Community Redevelopment Agency Meeting Minutes
- B. Resolution 2020-11-01: Notice of Disposition River city
- C. Resolution 2020-11-02: REV Grant Term Sheet – Lot J

IV. DOWNTOWN INVESTMENT AUTHORITY

- A. October 14, 2020 Downtown Investment Authority Board Meeting Minutes
- B. Resolution 2020-11-03: Allocation of Development Rights- Lot J
- C. Resolution 2020-11-04: DIA Bylaw Amendment

V. PRESENTATIONS

- A. Consolidated Downtown Development of Regional Impact Abandonment: CHW
- B. Steve Kelley, Director of Downtown Real Estate and Development

VI. CEO INFORMATIONAL BRIEFING

VII. CHAIRMAN REPORT

VIII. ADJOURN

Please be advised that this will be a hybrid virtual in person meeting. Attendees may participate in person or virtually.

PHYSICAL LOCATION

Jacksonville Public Library-Main Library/Downtown
303 North Laura Street
Multipurpose Room (located in the Conference Center)
Jacksonville, Florida 32202

[CONTINUED ON FOLLOWING PAGE]

At present, all visitors are subject to a COVID-19 screening upon entering a City of Jacksonville building. In addition, a mandatory face covering requirement is in place for all public buildings pursuant to Emergency Executive Proclamation 2020-005.

Directions to Multipurpose Room: Upon entering Laura Street entrance to the Library, follow directions and signage for temperature check, then proceed into the Main Library. Walk counterclockwise around the grand staircase and you will see signs for the public elevators. Take the elevator down to level C for Conference Level. Exit the elevator and follow hallway out. Turn left out of the hallway and proceed through glass doors into Conference Center. The Multipurpose Room is the first room on the left.

VIRTUAL LOCATION

Interested persons desiring to attend this meeting virtually can do so via Zoom (including by computer or telephone) using the following meeting access information:

Join Zoom Meeting

<https://zoom.us/j/94032101658?pwd=SkZQdlEwZHJLOFJ4NHhNeVgvUHZUZz09>

Meeting ID: 940 3210 1658

Passcode: 418156

One tap mobile

+1 (301) 715-8592 (Washington D.C)

+1 (312) 626-6799 (Chicago)

Find your local number: <https://zoom.us/u/abPIB2san6>

Public Comment

Persons attending this meeting in-person or via Zoom will be given an opportunity to provide public comment during the designated public comment period. Interested persons who cannot attend this Hybrid meeting but who wish to submit public comments to be read during the public comment portion of the meeting regarding any matter on the agenda for consideration at the meeting may do so by emailing [Ina Mezini](mailto:Ina.Mezini@coj.net) at RMezini@coj.net up to 2:05 p.m. on November 18th, 2020. Public comments submitted by email must be received no later than 2:05 p.m. on November 18th, 2020; comments will be read during the public comment portion of the meeting. The meeting agenda and materials can be obtained electronically at <https://dia.coj.net/Meetings/Upcoming-Meetings/DIA>.

TAB III.A

OCTOBER 14, 2020 COMMUNITY REDEVELOPMENT AGENCY MEETING MINUTES



Downtown Investment Authority
Zoom Meeting

Wednesday, October 14, 2020 – 2:00 p.m.

Community Redevelopment Agency
MEETING MINUTES

DIA Board Members: Ron Moody, Chairman; Braxton Gillam, Esq., Vice Chairman; Oliver Barakat; Craig Gibbs, Esq.; David Ward, Esq.; Jim Citrano; Bill Adams, Esq.; and Todd Froats

DIA Board Members Excused: Carol Worsham, Secretary

Mayor’s Staff: None

Council Members: Council Member LeAnna Cumber, District 5

DIA Staff: Lori Boyer, Chief Executive Officer; Steve Kelley, Director of Development; John Crescimbeni, Contract, and Regulatory Compliance Manager; Guy Parola, Operations Manager; Lori Radcliffe-Meyers, Redevelopment Coordinator; and Ina Mezini, Marketing and Communications Specialist.

Office of General Counsel: John Sawyer, Esq.

I. CALL TO ORDER

Chairman Moody called the CRA Board Meeting to order at 2:00 p.m. and provided a statement relating to COVID-19.

Chairman Moody read an opening statement regarding authority and procedures for the virtual meeting.

Chairman Moody announced each DIA Board Member and staff present.

II. PUBLIC COMMENTS

Chairman Moody provided instruction for the public comment process.

The following persons made in-person public comments, made public comments virtually through Zoom, or provided comments that were read into the record by DIA Staff. Note: the subject matter of the comment(s) indicated to the right of each person:

Belton S. Wall
Brian Paradise
Natalie Soud
Laura Mann Magevney
Susan Aertker

River City Brewing Company Redevelopment
River City Brewing Company Redevelopment
River City Brewing Company Redevelopment
River City Brewing Company Redevelopment
River City Brewing Company Redevelopment

Candice Rue	River City Brewing Company Redevelopment
Steve Congro	River City Brewing Company Redevelopment
Lori Scott	River City Brewing Company Redevelopment
Natali Rosenberg	River City Brewing Company Redevelopment
Tiphonie Mattis	River City Brewing Company Redevelopment
Gabriel Dempsey	River City Brewing Company Redevelopment
Susan Caven	General Comments Regarding Riverfronts
Nancy Powell	River City Brewing Company Redevelopment, ULI “Jacksonville’s Southbank” T.A.P.

Board Member Braxton Gillam Joins Meeting

III. COMMUNITY REDEVELOPMENT AGENCY MEETING

A. SEPTEMBER 16, 2020, APPROVAL OF THE COMMUNITY REDEVELOPMENT AGENCY MEETING REVISED MINUTES

Having called for corrections, additions or other edits by his fellow board members and after receiving none, Chair Moody asked for a motion and second on the item.

Motion: Board Member Gillam moved to approve the September 16, 2020 Community Redevelopment Agency Minutes as distributed to the DIA Board in the October 14, 2020 Community Redevelopment Agency Meeting Agenda Packet.

Seconded: The motion was seconded by Board Member Gibbs

Vote: Aye: 7 Nay: 0 Abstain: 0

THE MOTION PASSED UNANIMOUSLY 7-0-0.

B. RESOLUTION 2020-10-01: RIVER CITY BREWING COMPANY TERM SHEET AND NOTICE OF DISPOSITION

A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) INSTRUCTING ITS CHIEF EXECUTIVE OFFICER (“CEO”) TO ISSUE A 30-DAY NOTICE OF DISPOSITION IN ACCORDANCE WITH THE NEGOTIATED DISPOSITION PROCEDURE ADOPTED BY DIA, FOR AN APPROXIMATELY 3.43 ACRE PARCEL OF CITY-OWNED REAL PROPERTY LOCATED GENERALLY BETWEEN MUSEUM CIRCLE AND THE ST. JOHNS RIVER, AND BETWEEN ST. JOHNS RIVER PARK AND MOSH ON THE EAST AND ST JOHNS MARINA BOAT RAMP AND THE ACOSTA BRIDGE ON THE WEST; AND IDENTIFIED BY DUVAL COUNTY TAX PARCEL NUMBERS 080270 1000 AND 08270-1001 AND A PORTION OF

PARCEL 080269 0500; APPROVING THE TERMS AND CONDITIONS INCLUDED AS EXHIBIT ‘A’ AND EXPRESSING THE INTENTION TO DISPOSE OF SAID PROPERTY SUBSTANTIALLY IN ACCORDANCE WITH THE NEGOTIATED TERMS TO RD RIVER CITY BREWERY, LLC (THE “COMPANY”) UPON EXPIRATION OF THE THIRTY DAY NOTICE PERIOD ABSENT HIGHER RESPONSIVE OFFERS; AND FINDING THAT THIS RESOLUTION FURTHERS THE BUSINESS INVESTMENT AND DEVELOPMENT (“BID”) PLAN, INCLUDING THE COMMUNITY REDEVELOPMENT AREA PLAN; PROVIDING AN EFFECTIVE DATE.

At the suggestion of CEO Boyer, Chairman Moody opens matter up for public comment prior to bringing Resolution 2020-10-01 into the DIA Board for discussion. Having no further public comments, Chairman Moody brings Resolution 2020-10-03 into the DIA Board for discussion.

Having been recognized by Chairman Moody, Board Member Citrano discloses his firm’s business relationship with the Related Group, acknowledging that he has provided the required Form 8 disclosure form to the Office of General Council and CEO Boyer, which was the circulated to the DIA Board Member. Note: Office of General Counsel attorney John Sawyer, Esq., reenters the meeting at a later time in the meeting and confirms Board Member Citrano’s ability to vote on the matter.

Having been recognized by Chairman Moody, CEO Boyer presents and discusses two Resolution 2020-10-01 versions and three Term Sheet versions for consideration by the DIA Board, as summarized below:

- *Resolution 2020-10-01, Version 1: is the resolution as distributed to the board in the October 14, 2020, CRA Board Meeting Agenda Packet. In this version the Term Sheet does not return to the DIA Board for further consideration post Notice of Disposition.*
- *Resolution 2020-10-01, Version 2: is an alternative resolution as distributed to the board at the October 14, 2020, CRA Board Meeting. In this version the Term Sheet does return to the DIA Board for further consideration post Notice of Disposition.*
- *Term Sheet, Version 1: the Term Sheet as presented and approved by the Strategic Implementation Committee at their October 9, 2020 meeting, at which time the committee voted to forward the term sheet with a recommendation of approval to the DIA Board.*
- *Term Sheet, Version 2: includes the terms and conditions within Term Sheet Version 1 with the addition of a requirement that “a restaurant/bar with not less than 1,800 square feet of heated and cooled space and not less than 3,200 square feet of outdoor seating” is included in the development.*
- *Term Sheet, Version 3: includes the terms of conditions in Version 2 with the addition of completion performance dates in Section 11 of the Term Sheet, Version 3, to be included by the developer for later consideration by the DIA Board.*

- *CEO Boyer provided a summary of the Strategic Implementation Committee's actions at their October 9, 2020 meeting, summarizing the existing ground lease and confirmed the lessee's agreement with the proposed developer to relinquish their interest in the property.*
- *CEO Boyer provided a summary of the Recaptured Enhanced Value (R.E.V. Grant), restaurant completion grant contained in Term Sheet Versions 2 and 3, and the processes that will occur following action by the Downtown Investment Authority, including the Notice of Disposition process.*
- *CEO Requested that Ina Mezini share images of the Glass and Vine restaurant within Peacock Park, Miami, Florida. Speaking to those images, Ms. Boyer provided an illustration of the proposed restaurant as required in Term Sheet Versions 2 and 3.*

Chairman Moody, having confirmed that the above concludes staff's comments, brought the item into the Board for discussion. In order of Board Member acknowledged by the Chair, the following discussion occurred:

Board Member Barakat

- *Thanked developer for their inclusion of retail post Committee action and sought confirmation from the developer that the restaurant will include river views. Steve Diebenow, Esq., on behalf of the developer responded that although the exact location of the restaurant has not been determined, and acknowledging it will not be a riverfront restaurant, did confirm will be river views from the restaurant.*
- *Speaking to the existing live oak trees to the east of the site, asked if they would remain. Speaking to an aerial of the site and Friendship Fountain, CEO Boyer illustrated the preservation of a river view corridor that will be created along the east of the site.*
- *Inquired as to the source of funding for the \$500,000 Completion Grant in Term Sheet Version 2 and 3. Citing the City's Public Investment Policy, CEO Boyer confirmed those funds would be provided by the City, not the DIA. Referencing precedent for providing a 50% completion grant based on an anticipated \$1,000,000 restaurant construction cost, Board Member Barakat made an analogy to the Retail Enhancement Program.*
- *Resiliency: asked developer to explain their resiliency strategy: CEO Boyer commented that the site is almost entirely impervious surface; no increase in impervious surface. Underground fuel storage tank, being relocated to above ground at a different location that is more inland and on higher ground. Steve Diebenow, Esq., speaking on behalf of the developer explained that Related Group is typically long-term holders of property along waterfronts and are experts in resiliency development.*

- *Speaking to M.O.S.H.'s future in flux, asked for confirmation that those 30 spaces would be generally available to the public and asked if the Term Sheet versions provided such flexibility of use. Steve Diebenow, Esq., speaking on behalf of the developer confirmed that those spaces would be open for the Downtown Investment Authority / City to use as its discretion.*

Board Member Ward

- *Thanked developer for their inclusion of retail post S.I.C. action and asked if Resolution Version 2 is the most recent resolution. After confirmation from CEO Boyer that it is, CEO Boyer provides a summary of the three Term Sheet versions presented to the Board for consideration.*
- *Citing his comments at the Strategic Implementation Meeting, Board Member Ward inquired as to financing performance requirements in the Term Sheets? After a suggestion by CEO Boyer that a financing performance requirement would be more appropriate for post-Notice of Disposition discussion, Board Member Ward stated he had no further comments.*

Board Member Gibbs

- *Inquired as to the use of the 30 parking spaces by the public. CEO Boyer responded that those spaces would be to the benefit of M.O.S.H. until such time as they were no longer needed and would then be open to the public.*
- *Inquiring as to marina usage, inquired as to how many boats launch on a monthly basis from the adjoining board ramp? CEO Boyer suggested that this is one of the busiest boat ramps and further stated that there are no other boat ramps within proximity to this area.*
- *Inquired as to the business success of the River City Brewing Company restaurant. CEO Boyer responded that the lessee has only paid the base rent and not the percentage rent (i.e. additional rent) in the last 5 years. CEO Boyer explained that the percentage rent is a portion of the revenues collected above a certain threshold. Having not reached that revenue threshold for payment to the City of the percentage rent indicates underperformance of the lessee's restaurant.*

Board Member Froats

- *Reiterated the collective desire of the Board the inclusion of a public aspect (i.e., retail/restaurant) to the development.*
- *Provided a brief summary of the existing lease and its effect on redevelopment options by the City / DIA.*
- *Expressed his support of the project as presented and strongly encouraged the City Council to approve disposal of the property and thanked the Related Group for including a restaurant.*

- *Provided summary of the public accessibility to the riverfront, its connection to both Friendship Fountain and the boat ramp, and emphasized the inclusion of public slips in the marina.*
- *Asked of the developer to confirm access to the restaurant from the Riverwalk. Steve Diebenow, Esq., on behalf of the developer confirmed this accessibility.*

Board Member Citrano

- *Addressing his question to CEO Boyer, inquired about the sufficiency of the number of public parking spaces under the Acosta Bridge and the number of boat trailer parking spaces adjacent to the boat ramp post development. Responding to Board Member Citrano, CEO Boyer confirmed that there will be no net loss of boat ramp parking and that a sufficient number of public parking spaces the Acosta Bridge will remain.*
- *Inquired about public access from the Riverwalk to the proposed restaurant. CEO Boyer confirmed that there will be public accessibility between the two.*
- *Stated that boat ramp is heavily used and is pleased that it is retained and improved in the development plan.*
- *States that the development furthers DIA's objective to bring 10,000 residents to Downtown.*

Vice Chair Gillam

- *Stated that this development is an example of the utilization of tax incentives to promote better quality development than we have historically experienced.*

Councilmember Cumber, District 5

- *Stated that she had attended the Strategic Implementation Committee meeting on October 9th, had communications with the Developers, had communications with CEO Boyer, and supports the incentives.*
- *Stated that the City functionally gave the property away when it entered into a 99 year lease.*
- *Speaking generally to parking demand in the urban core, stated that the City and DIA need to encourage more walkable, bikeable and transit supportive development in lieu of parking-intensive development plans.*

Chair Moody

- *Building upon Councilmember Cumber's observation that the City functionally gave the property away by entering into the 99 year lease, reminded his fellow board member of our lack of control of the property for the next 77 years.*

- *Based on an estimated a price per square foot [\$200.00] derived from the anticipated \$1,000,000 construction cost, stated that this would be a high-quality restaurant.*

Chairman Moody opened the floor to additional public comments. Seeing no further comments, Chairman Moody brought the item into the body for a motion.

CEO Boyer reminded the Board that there are two Resolution versions and three Term Sheet versions.

Motion: Vice Chair Gillam moved to adopt Resolution 2020-10-1 Version 2 and Term Sheet Version 3, both as presented the DIA Board.

Seconded: Board Member Gibbs seconded the motion.

Prior to the vote, CEO Boyer reads Board Member Citrano’s “Form 8B Memorandum of Voting Conflict for County, Municipal, and Other Local Public Officers.” Board Member Citrano’s ability to vote is confirmed by John Sawyer, Esq., of the General Counsel’s Office.

Note: Board Member Barakat acknowledged that his firm, CBRC, has performed work for the Related Group. A “Form 8B Memorandum of Voting Conflict for County, Municipal, and Other Local Public Officers” for Board Member Barakat is on file.

Board Member Adams enters meeting. Citing that he had entered the meeting after discussion of the item, elected to abstain from voting.

Vote: Aye: 7 Nay: 0 Abstain: 1 (Adams)

THE MOTION PASSED 7-0-1.

C. RESOLUTION 2020-10-02: REV GRANT TERM SHEET- DORO

A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY APPROVING A MARKET RATE MULTI-FAMILY HOUSING RECAPTURE ENHANCED VALUE GRANT (“REV GRANT”) BETWEEN THE DOWNTOWN INVESTMENT AUTHORITY AND JACKSONVILLE PROPERTIES I, LLC; AUTHORIZING THE CHIEF EXECUTIVE OFFICER (THE “CEO”) TO NEGOTIATE A REDEVELOPMENT AGREEMENT REGARDING SAME; AUTHORIZING THE CEO OF THE DOWNTOWN INVESTMENT TO EXECUTE SUCH AGREEMENT; PROVIDING AN EFFECTIVE DATE.

Steve Kelley, Director of Downtown Real Estate and Development, provided a summary of the development and R.E.V. Grant terms.

Total Development Costs (as presented): \$65,645,213
Total Development Cost (as underwritten): \$50,327,566

REV Requested: 65% / 15 years REV
Recommended: 65% / 15 years
REV Amount (Not to exceed): \$5,751,559

Mr. Kelley concluded and remained for questions from the Board.

Chair Moody then brought the item into the Committee for discussion. In order of Committee and Board Member acknowledged by the Chair, the following discussion occurred:

Vice Chair Gillam:

- *Stated that the site is inactive and supports the term sheet. Addressing his questions to staff, asks for confirmation of the construction costs and R.E.V. Grant value. Steve Kelley, Director of Downtown Real Estate and Development, confirms the underwritten construction costs at \$50.3 million, total construction costs as provided by the Developer at \$65.6 million, and states that the Resolution has been amended to include a R.E.V. Grant value of \$5,751,559.*

Board Member Adams

- *No questions*

Board Member Barakat

- *Expressed general frustration over Downtown vacancies and the loss of historic buildings. Stated the Downtown market is responding to reuse of historic buildings. Board Member Barakat recommended that an update of the B.I.D. and C.R.A. Plans should address use of incentives and demolition of buildings.*

Board Member Citrano

- *Addressing his question to staff, inquired as to the total parking included in the development plan. Steve Kelley, Director of Real Estate and Development, responded 289 spaces, which was then confirmed by Matthew Marshal, Vice President of Development with Rise.*

Board Member Froats

- *No Comments.*

Board Member Gibbs

- *No Comments.*

Board Member Ward

- *No Comments.*

Council Member Cumber

- *No Comments.*

Chairman Moody opened the floor to additional public comments. Seeing no further comments, Chairman Moody brought the item into the body for a motion.

Motion: Board Member Gibbs moved to approve the amended Resolution 2020-10-02 and the amended Term Sheet as provided to the Board.

Seconded: Board Member Froats seconded the motion.

Vote: **Aye: 8** **Nay: 0** **Abstain: 0**

THE MOTION PASSED UNANIMOUSLY 8-0-0.

ADJOURNMENT: Chairman Moody adjourned the Community Redevelopment Agency portion of the meeting at 3:47 p.m.

The written minutes for this meeting are only an overview of what was discussed. For verbatim comments of this meeting, a recording is available upon request. Please contact Ina Mezini at rmezini@coj.net to acquire a recording of the meeting.

TAB III.B

RESOLUTION 2020-11-01: NOTICE OF DISPOSITION RIVER CITY

RESOLUTION 2020-11-01

A RESOLUTION AUTHORIZING THE CHIEF EXECUTIVE OFFICER (“CEO”) OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) TO NEGOTIATE AND ENTER INTO A REDEVELOPMENT AGREEMENT FOR THE CONVEYANCE OF AN APPROXIMATELY 3.43 ACRE PARCEL OF CITY-OWNED REAL PROPERTY LOCATED GENERALLY BETWEEN MUSEUM CIRCLE AND THE ST. JOHNS RIVER, BETWEEN ST. JOHNS RIVER PARK AND MOSH ON THE EAST AND ST JOHNS MARINA BOAT RAMP AND THE ACOSTA BRIDGE ON THE WEST, AS MORE FULLY IDENTIFIED BY DUVAL COUNTY TAX PARCEL NUMBERS 080270 1000 AND 08270-1001 TOGETHER WITH A PORTION OF PARCEL 080269 0500, COLLECTIVELY “THE PROPERTY”; AUTHORIZING THE CEO TO INITIATE THE FILING LEGISLATION WITH THE CITY COUNCIL REGARDING THE SAME; AUTHORIZING THE CEO OF THE DIA TO TAKE ALL ACTION NECESSARY TO EFFECTUATE THE PURPOSES OF THIS RESOLUTION, INCLUDING THE EXECUTION OF A REDEVELOPMENT AGREEMENT, PURCHASE AND SALE AGREEMENT, OR FUNCTIONAL EQUIVALENTS; PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, via Ordinance 2012-0364-E, the City Council created the Downtown Investment Authority, designating the DIA as the City’s Community Redevelopment Agency for the Southside Community Redevelopment Area and authorizing it to approve and negotiate economic development agreements and dispose of City-Owned property; and

WHEREAS, the City owns an approximately 3.43 acre parcel of real property identified by Duval County Tax Parcel Numbers 080270 1000 and 080270-1001, currently encumbered by a ground lease entered into between the City, JEDC and Maritime Concepts, LLC (“Maritime”) as its tenant on July 31, 1998, as amended, for a term of 99 years commencing August 1, 1998 (“Ground Lease”) for the property commonly known as River City Brewing Company and its associated parking lot (“Ground Lease Property”), as shown on Exhibit “A” attached hereto; and

WHEREAS, at the October 14, 2020, DIA Board Meeting, in consideration of a proposal submitted by Related Development, LLC, the DIA agreed to issue a notice of intent to dispose of the Property and solicit other proposals therefor upon certain terms and conditions (“Notice of Intent”) and

WHEREAS, the DIA, in its capacity as the Community Redevelopment Agency for the Southside Community Redevelopment Area, in accordance with Chapter 122, Jacksonville Code of Ordinances, and Chapter 163, Part III, Florida Statutes, issued the Notice of Intent to dispose of that property commonly known as River City Brewing Company and its associated parking lot; and

WHEREAS, the purpose of the Notice of Intent was to solicit other proposals for the acquisition and redevelopment of the aforementioned Property, the minimum terms of which were included in the Notice of Intent published in the Jacksonville Daily Record on October 16, 2020; and

WHEREAS, _____ responses were received in response to the Notice of Intent; and

WHEREAS, after consideration of the proposal previously made by Related Group, LLC and the proposals received from the other _____ respondents to the Notice of Disposition, the DIA staff recommended that the DIA accept the proposal of _____; and

WHEREAS, at a publicly noticed meeting held on November 17, 2020, the DIA Retail Enhancement and Property Disposition Committee (“REPD”) recommended that the DIA Board accept the proposal of _____.

WHEREAS, the DIA desires to enter into a Redevelopment Agreement, Purchase and Sale Agreement, or functional equivalents with _____ for the redevelopment of the Property in accordance with those minimum terms and conditions set forth in Exhibit ‘B’ to this resolution,

NOW THEREFORE BE IT RESOLVED, by the Downtown Investment Authority:

Section 1. The recitals set forth above are true and correct and are hereby incorporated herein by this reference.

Section 2. The DIA Board hereby approves a disposition of the Property to _____ in accordance with the terms attached as Exhibit B attached hereto and made a part hereof.

Section 3. The DIA Board finds that this resolution furthers the following Redevelopment Goals:

Redevelopment Goal No. 1

Reinforce Downtown as the City’s unique epicenter for business, history, culture, education, and entertainment.

Redevelopment Goal No. 2

Increase rental and owner-occupied housing downtown, targeting key demographic groups seeking a more urban lifestyle.

Redevelopment Goal No. 4

Improve walkability/bikeability and connectivity to adjacent neighborhoods and the St. Johns River while creating highly walkable nodes.

Section 4. Authorizing the CEO to negotiate the terms of a Redevelopment Agreement, Purchase and Sale Agreement, or functional equivalents, with _____ for the redevelopment of the Property, subject to the minimum terms and conditions contained in Exhibit 'B' to this Resolution 2020-11-01.

Section 5. Authorizing the CEO to initiate legislation for approval by City Council of a Redevelopment Agreement, Purchase and Sale Agreements, or functional equivalents in accordance with the purposes of this Resolution.

Section 6. Authorizing the CEO of the Downtown Investment Authority to take all action necessary to effectuate the purposes of this Resolution, including the execution of a Redevelopment Agreement, Purchase and Sale Agreement, or functional equivalents, providing that such actions incorporate, at a minimum, the terms and conditions contained in Exhibit 'B' to this Resolution 2020-11-01.

Section 7. This Resolution, 2020-11-01, shall become effective on the date it is signed by the Chair of the DIA Board.

WITNESS:

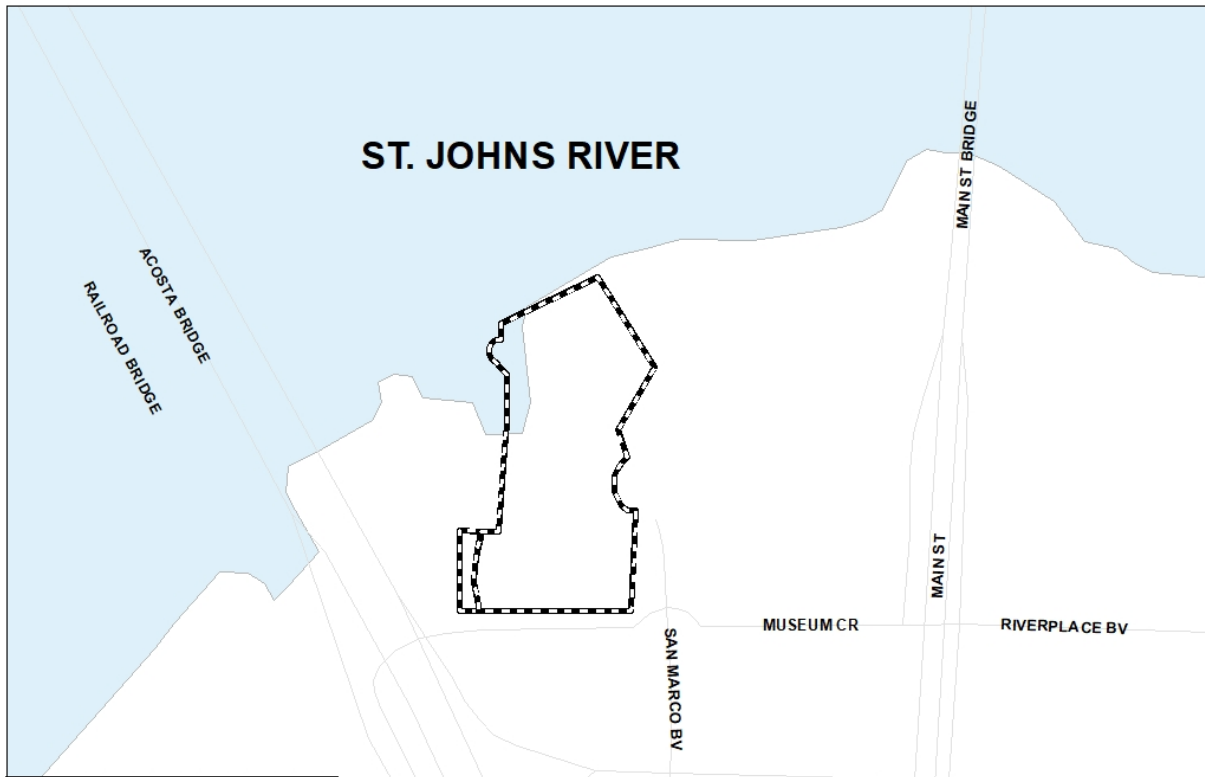
DOWNTOWN INVESTMENT AUTHORITY

Ron Moody, Chairman

Date

VOTE: In Favor: ___ Opposed: ___ Abstained: ___

Exhibit A to Resolution 2020-11-01
General map of Property



DUVAL COUNTY TAX PARCEL NUMBER 080270 1000
AND A PORTION OF PARCEL 080269 0500.

MAP IS FOR ILLUSTRATIVE PURPOSES
AND IS NOT TO SCALE.



Exhibit B to Resolution 2020-11-01
Term Sheet

(to be determined and substituted based on recommended proposal)

TAB III.C

RESOLUTION 2020-11-02: REV GRANT TERM SHEET – LOT J

RESOLUTION 2020-11-02

A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) RECOMMENDING APPROVAL OF A MARKET RATE MULTI-FAMILY HOUSING RECAPTURED ENHANCED VALUE GRANT (“REV GRANT”) BETWEEN THE DIA AND JACKSONVILLE I-C PARCEL ONE HOLDING COMPANY; INSTRUCTING ITS CHIEF EXECUTIVE OFFICER (“CEO”) TO TAKE ALL NECESSARY ACTION TO EFFECTUATE THE PURPOSES OF THIS RESOLUTION; PROVIDING AN EFFECTIVE DATE.

WHEREAS, Jacksonville I-C Parcel One Holding Company, LLC (the “Developer”), a joint venture between Gecko Investments, LLC (an affiliate of the Jacksonville Jaguars) and Jacksonville I-C Parcel One Holding Company Investors, LLC (an affiliate of The Cordish Companies), was formed for the purpose of creating a Master Development Plan and developing property commonly referred to as Parking Lot J and the Storm Water Detention Pond Area immediately to the west thereof (collectively “Lot J”), all of which is located within the Sports and Entertainment District of the Downtown Northbank Community Redevelopment Area; and

WHEREAS, Ordinance 2020-0648 (the “Legislation”) is currently pending City Council action, and includes a Development Agreement with the Developer for the redevelopment of Lot J; and

WHEREAS, the Development Agreement with the Developer provides for conveyance of portions of Lot J to the Developer, and provides for the creation of two luxury midrise buildings collectively known as the “Mixed-Use Component”; each building including a multifamily component with a minimum of 400 class “A” residential units between the two buildings, a parking component providing 700 parking spaces, and portions of the Live! component that provide retail and food and beverage operations to the public; and

WHEREAS, in accordance with the Development Agreement, the Developer Subsidiary will own the condominium interest in the residential units in each Mixed-Use Component building and the City will own the condominium interest in the parking garage and Live! components contained in such buildings; and

WHEREAS, financial assistance from the DIA is necessary and appropriate to make development of the residential portion of the Mixed-Use Component feasible thus increasing the number of residential units in the Downtown Northbank Community Redevelopment Area; and the DIA's assistance for this purpose is reasonable and not excessive, taking into account the needs of the Developer to make the residential portion of the Mixed-Use Component economically and financially feasible; and

WHEREAS, the DIA is authorized per section 55.108 *Economic Development* of the City Ordinance Code, and DIA's adopted BID Plan, to utilize the Tax Increment Finance District Trust Funds to foster the redevelopment of the Downtown Northbank Community Redevelopment Area; and

WHEREAS, the DIA BID Plan authorized by 2014-560-E authorizes a maximum of a 75% Market Rate Multi-Family Housing REV Grant for a maximum period of 15 years, to be determined based on evaluation of certain criteria, and to the extent a REV Grant term in excess of 15 years or based on different criteria is desired, City Council approval is required;

WHEREAS, Ordinance 2020-648 waives the provisions of the BID Plan with regard to requirements for the calculation of the amount of the REV Grant and the maximum term thereof, and authorizes a 75% Market Rate Multi-Family Housing REV Grant for a term of 20 years as set forth in the Development Agreement; and

WHEREAS, DIA is recommending approval of a REV Grant in an aggregate amount not to exceed \$12,500,000, calculated as up to 75% of the incremental increase in the municipal and county portion of ad valorem taxes received from the project for twenty (20) years on the condominium interest in the residential units in each Mixed-Use Component building, using the assessed value for the year 2020 as the "Base Year", which shall be \$9.00 per square foot of the underlying property actually conveyed for such development; and

WHEREAS, the Developer is required to make a minimum capital investment of \$95,000,000 in the Mixed-Use Component by the date that is 48 months from the Effective Date of the Development Agreement otherwise the REV Grant will be terminated and the Developer will repay the City the entire amount of the REV Grant that has been previously paid to the Developer, if any; and

WHEREAS, eligibility for the REV Grant does not require a minimum capital investment level for the development of the condominium residential units in the Mixed-Use Component independent of the minimum capital investment required for the Mixed-Use Component in total; and

WHEREAS, the REV Grant annual payments will be funded initially through the Northbank Downtown Redevelopment Trust Fund and

WHEREAS, the Downtown East portion of the Northbank Downtown TIF District has duration through December 31, 2045, pursuant to Section 163.387(2)(a), Florida Statutes, and the Development Agreement provides that should the Downtown East portion of the Combined Northbank Downtown TIF District terminate or expire prior to full payment of the REV Grant in accordance with such Development Agreement, the City shall pay any remaining portion of the REV Grant in accordance with the terms of the Development Agreement; and

BE IT RESOLVED, by the Downtown Investment Authority:

Section 1. The DIA finds that the recitals set forth above are true and correct and are incorporated herein by this reference.

Section 2. The DIA finds that this resolution furthers the following Redevelopment Goals and Strategic Objectives within the Northbank Downtown Community Redevelopment Area Plan:

Redevelopment Goal No. 1 - Reinforce Downtown as the City's unique epicenter for business, history, culture, education and entertainment.

Strategic Objectives:

1. Increase the opportunities for Downtown employment.
2. Support the expansion of entertainment and restaurant facilities.

Redevelopment Goal No. 2 – Increase rental and owner-occupied housing downtown, targeting key demographic groups seeking a more urban lifestyle.

Strategic Objectives:

1. Actively pursue a minimum of 3,850 built and occupied multi-family dwelling units by 2025; and strive to induce construction of 350 multi-family dwelling units per year.
2. Coordinate marketing efforts for downtown housing opportunities to achieve blanket coverage on a local, regional, state, and national level.

The Project increases the opportunities in the rental market, and contributes to the annual dwelling unit count goals.

Redevelopment Goal No. 3 - Simplify the approval process for downtown development and improve departmental and agency coordination.

1. Provide publicly owned land and building space for public and private development which will support and strengthen Downtown's commercial and residential base and comply with the other Redevelopment Goals.
2. Initiate public-private partnerships.

Redevelopment Goal No. 6 – Maintain a clean and safe 24-7 Downtown for residents, workers, and visitors.

1. Promote a larger residential presence through development opportunities of all types of price ranges, including mixed-income and mixed-use structures.
2. Provide increased walkability through: Support and attract additional commercial, service, residential, transportation, recreation, and open space uses.

The Project will allow for residential uses that do not currently exist in the immediate vicinity.

Section 3. The DIA hereby recommends approval of a REV Grant of up to 75% of the incremental increase in the municipal and county portion of ad valorem taxes generated from the condominium interest in the residential units in each Mixed-Use Component building above the Base Year taxable value, for twenty (20) years, in an amount not to exceed \$12,500,000 subject to the terms and conditions as captured herein, in the Legislation, and in the Development Agreement.

Section 4. The DIA hereby authorizes its CEO to take all necessary action to effectuate the purposes of this Resolution subject to the terms and conditions as captured herein, in the Legislation, and in the Development Agreement.

Section 5. This Resolution, 2020-11-02, shall become effective on the date it is signed by the Chair of the DIA Board.

WITNESS:

DOWNTOWN INVESTMENT AUTHORITY

Ron Moody, Chairman

Date

VOTE: In Favor: _____ Opposed: _____ Abstained: _____

SUPPLEMENTAL INFORMATION

LOT J REV GRANT STAFF REPORT

**Downtown Investment Authority
Lot J Multifamily REV Grant
Staff Report
October 30, 2020**

Applicant: Jacksonville I-C Parcel One Holding Company, a joint venture between Gecko Investments, LLC (an affiliate of the Jacksonville Jaguars) and Jacksonville I-C Parcel One Holding Company Investors, LLC (an affiliate of The Cordish Companies)

Project: A portion of the Lot J Development Project consisting of Two luxury mid-rise residential buildings similar in quality to The Cordish Companies’ developments in Kansas City and St. Louis (with a minimum of 400 units in the aggregate which shall be constructed with approximately 700 parking spaces located in one or more parking garages or as street parking) (the “Mixed-Use Component” of the Project)

Program Request: Recapture Enhanced Value (“REV”) Grant
REV Requested: 75% / 20 Years
REV Amount (Not to exceed): \$12,500,000

Scope of Review: 1. Consideration of Multifamily REV Grant; and 2. Allocation of Development Rights

The DIA’s scope of review of the Lot J Redevelopment Proposal currently pending before Council pursuant to bill 2020-648 is limited to consideration of the multi-family REV grant and the requested Allocation of Development Rights. We are reviewing the REV grant expressly because it is paid from the Tax Increment Funds of the Combined Northbank CRA. We are handling the allocation of development rights because DIA is the defined Master Developer under the Downtown Development of Regional Impact. The legislation and attached agreements contemplate that all other obligations are City obligations and not obligations of the Community Redevelopment Agency.

Pursuant to Florida Statutes, as a Community Redevelopment Agency, we have responsibility for redevelopment proposals within our boundaries to the extent that authority is delegated by City Council. Chapter 55 of the Ordinance Code retains to City Council some authority that could be delegated by statute, and among other things gives DIA the authority to dispose of “property acquired for or intended to be used for community redevelopment purposes.” Until very recently, we had been advised by legal counsel that property used by the City for other City purposes but within the boundaries of Downtown, did not meet that definition and was not subject to our disposition procedures and review. For several years, the Mayor’s office moved forward with negotiations on Lot J also with that understanding. We have now been advised that several case law interpretations now lead to the conclusion that City-owned and utilized property comes under DIA jurisdiction when it is made available for redevelopment. It is for this reason that 2020-648 contains numerous waivers of Chapter 55 and Chapter 500.

Section 19 of Ordinance 2020-648 waives the requirements of the BID plan with regard to the calculation of the amount of the REV grant and the maximum term thereof. Therefore, we are evaluating only consistency with the CRA Goals and the impact on the tax increment district.

Current Status

The City of Jacksonville is currently the owner of tax parcel 130572-0150 which is commonly referred to as Lot J and developed as 1,309 paved parking spaces. The property is currently committed to parking use pursuant to the Jaguars Lease and is managed by ASM Global. Lot J is currently assessed at a land value of \$9.00 per square foot for a total of \$3,618,531 with an additional \$42,057 of improvements such as asphalt and light fixtures. As City-owned property, the parcel is currently tax exempt. We are not reviewing any information regarding current income derived from use of the parking spaces that may be located on the parcels proposed to be developed for the future Mixed Use Component as this is City income and does not inure the tax increment District. For our purposes, the current income is zero and the base year assessed value is \$9.00 per square foot of the to-be-determined Mixed Use Component parcel or parcels.

Proposed Redevelopment

The development will create a minimum of 400 class “A” apartments between two luxury midrise buildings. The Mixed-Use component is contemplated to be structured as two independent condominium regimes, one for each building. In accordance with Section 5.3 (e) of the Redevelopment Agreement, the Developer Subsidiary, and beneficiary of the REV Grant, will own the residential condominium units in each building and the City will own the condominium interest in the Parking garage and Live! Components contained in such buildings.

As design of the Mixed Use Component is still conceptual in nature, we offer no comment on open space, recreational facilities for residents, and similar building amenities or on-site facilities for residents but note that per the Redevelopment Agreement the Developer is required to comply with the Downtown Overlay, design standards and the Comprehensive plan unless subsequent waivers are sought from City Council.

The Developer

The Cordish Companies’ are privately held, and were established in the Baltimore-Washington area in 1910. The founder’s grandson, David Cordish has been the Chairman and CEO of the company since 1968. Fourth generation members of the Cordish family play instrumental roles in the firm’s operations including:

Blake Cordish: Principal and Vice President of The Cordish Companies, as well as President of its Real Estate Development division responsible for the development, design and construction of the Company’s portfolio of commercial real estate, coworking spaces, entertainment districts, gaming, hotels, residential, restaurant and sports-anchored projects. Blake Cordish has overseen the development of several major projects within the Company’s portfolio including the Power & Light District in Kansas City, MO; Maryland Live! Casino & Hotel in the Baltimore/Washington Corridor; Fourth Street Live! in Louisville, KY; and the Seminole Hard Rock Hotels & Casinos in Hollywood and Tampa, FL.

Reed Cordish: Principal and Partner of The Cordish Companies, President of Entertainment Consulting International (ECI), an entertainment and restaurant company. Reed Cordish has played a pivotal role in developing the company's Live! brand, which has grown to encompass large-scale entertainment projects, sports-anchored districts, casinos, hotels and residential projects.

Jon Cordish: Principal, Vice President & the Director of Finance for The Cordish Companies of Baltimore, Maryland, USA.

Cordish holds themselves out as “the country’s largest and most successful developer of mixed-use districts developed in partnership with professional sports venues and team owners.” The firm has created similar districts including Ballpark Village in St. Louis and Xfinity Live! in Philadelphia, which are said to “transform stadium areas into year-round destinations to play, live and work.” Florida developments include Live! Resorts Pompano, the Seminole Hard Rock Hotel and Casino: Hollywood, and the Seminole Hard Rock and Casino: Tampa.

In addition to serving as master developer on projects, Cordish is shown to have in-house expertise and capabilities in business operations with departments for Construction, Architecture, Engineering, Leasing and Property Management, among others. The Cordish website indicates that it “owns and operate businesses as diverse as Live! Casino & Hotel Maryland, with over 3,400 full-time employees in this one project alone, to luxury apartments such as the One Light tower in Kansas City, to co-working offices spaces, such as Spark in Baltimore.”

Consistency with CRA Plan Goals:

The Mixed-Use Component is found to consistent with the following Goals:

Redevelopment Goal No. 2 – Increase rental and owner-occupied housing downtown, targeting key demographic groups seeking a more urban lifestyle.

1. Actively pursue a minimum of 3,850 built and occupied multi-family dwelling units by 2025; and strive to induce construction of 350 multi-family dwelling units per year.
2. Coordinate marketing efforts for downtown housing opportunities to achieve blanket coverage on a local, regional, state, and national level.

The Project increases the opportunities in the rental market, and contributes to the annual dwelling unit count goals

Redevelopment Goal No. 6 – Maintain a clean and safe 24-7 Downtown for residents, workers, and visitors.

1. Promote a larger residential presence through development opportunities of all types of price ranges, including mixed-income and mixed-use structures.
2. Provide increased walkability through: Support and attract additional commercial, service, residential, transportation, recreation, and open space uses.

The Project will allow for residential uses that do not currently exist in the immediate vicinity

The larger Project, of which the Mixed-Use Component is an integral part, is found to be consistent with:

Redevelopment Goal No. 1 - Reinforce Downtown as the City’s unique epicenter for business, history, culture, education, and entertainment.

1. Increase the opportunities for employment within Downtown.

2. Support the expansion of entertainment and restaurant facilities.

Redevelopment Goal 3 - Simplify the approval process for Downtown development and improve departmental and agency coordination

1. Initiate public-private partnerships
2. Provide publicly owned land and building space for public and private development which will support and strengthen Downtown's commercial and residential base and comply with the other Redevelopment Goals.

REV Grant Considerations:

As found in the BID Plan, "Tax Increment Financing (TIF) revenue is used to leverage public funds to promote redevelopment activities in community redevelopment areas. A TIF captures the future tax benefits of real estate improvements in a CRA to pay the current cost of making improvements as part of the Community Redevelopment Area Plan. A Redevelopment Trust Fund is established for the tax increment revenue and dedicated to redevelopment." The subject Mixed-Use Component of the redevelopment is located within the Northbank Downtown CRA with incremental tax revenue contributing to the balance in the Downtown East Redevelopment Trust Fund. As such, incremental contributions above the base line are eligible for appropriation to incentivize redevelopment activity within the CRA TIF district.

The Development Agreement, in Section 14.1, provides for a Recapture Enhanced Value ("REV") Grant on the Mixed-Use Component "in a total amount not to exceed \$12,500,000, payable in annual installments beginning in the first year following Substantial Completion of the Mixed-Use Component and inclusive of the applicable portion of the Conveyed Property on the City tax rolls at full assessed value (the Initial Year) and ending twenty years thereafter but not later than 2046 (the "Final Year").

Base Year: Since the Agreement defines the base year assessed value and the REV is only paid on the actual project revenues above the base year, the CRA will only be obligated to return a portion of the future revenue it actually receives. The CRA is protected from any obligation to make payments in excess of revenue received and the City will in fact receive tax revenue on the currently exempt base value.

Duration: Although the REV may extend beyond the life of the CRA, per terms of the Development Agreement, "Should the Downtown East portion of the Combined Downtown Northbank CRA ("TIF") terminate or expire prior to full payment of the REV Grant in accordance with this Agreement, the City shall pay any remaining portion of the REV Grant in accordance with the terms of this Agreement." The CRA can commit to payment of the REV throughout the remainder of its life and the Agreement addresses any impacts of expiration of the CRA prior to expiration of the 20-year REV term.

Annual Project Revenue: Only the residential condominium units within the Mixed Use Component will be taxable. Thus, the Annual Project Revenue generated by the Mixed-Use Component and on which the REV is paid will be limited to taxes paid on the residential condominium portion of the buildings. The definition of Annual Project Revenue in this Redevelopment Agreement is consistent with language used for all other REV grants and ensures that the CRA will not be required to pay a REV grant on assessed but tax-exempt value.

Development Budget: The Mixed-Use Component will provide a minimum of 400 residential units, which serves as the basis for the following analysis.

While the proposed construction costs and parcel footprint of the Mixed-Use Component are not yet finalized, the Agreement contemplates an aggregate cost for the Mixed Use component and hotel of approximately \$229 million and a reduction in the City's obligation if the minimum investment is less than that number. We cannot determine how that construction cost might be allocated between the components, and what portion of the costs for the Mixed-Use Component are attributable to the tax exempt parking garage and Live components of those buildings in order to directly calculate the potential REV grant.

However, in order to achieve the maximum REV payout, a calculation of the proposed REV is possible by calculation of the minimum expenditure required as an incremental increase in ad-valorem taxes, on real and tangible personal property, over the base year assessed property value. The land value of this parcel has been established by the Jacksonville Property Appraiser's Office as \$9.00 per square foot (\$3,618,531 / 402,059 total square feet). This valuation is also consistent with the value assigned to the surrounding parcels also owned by the City, including the adjacent retention pond which is also proposed to be part of the Lot J development

Given an estimated increase in value of 2% annually, City/County Operating Millage of 11.4419%, and an estimated footprint for the two buildings of 5 acres valued at \$9 psf, the required net incremental value generated to support the REV Grant is calculated at \$62,129,800. Grossing that amount to include the estimated value of the underlying parcel and the standard appraiser's discount assumption of 15% yields a required total gross development cost estimate of \$75,400,000 for the taxable residential condominium components. In light of aggregate minimum investment number of \$229,000,000 it is indeed likely that the residential component assessed value will reach this amount, and if it does not, the amount of the REV is proportionately reduced by definition.

The annual incremental Ad Valorem tax increase attributable to the City is estimated to average \$833,711 per year over the twenty-year REV period, with consideration given to the 4% early pay discount. With an average 75% REV payment estimated at \$625,283, the net incremental contribution to the TIF would approximate \$208,428 annually, or \$4,168,553 over the twenty-year REV period. The incremental increase towards the Duval County School Board, the St. John's River Water Management District, and Florida Inland Waterways is projected to average \$468,039 per year, or \$9,360,781 in total, over the twenty-year REV period and net of the 4% early pay discount.

Conclusion:

Given that the construction of the Mixed Use Component furthers the CRA goals for addition of residential units, that the CRA plan expressly contemplates the use of REV grants to incentivize market rate multi-family development, and that the CRA is protected in as much as it is only obligated to rebate a portion of the actual increase in tax revenues received by the tax increment district; we recommend approval of the 75% 20-year REV grant on the residential condominium portion of the Mixed Used Component.

**Jacksonville Downtown Investment Authority
Estimation of Tax Revenues**

Development Name:
Lot J Mixed-Use Component

Assets	Initial Value	Year 1	2	3	4	5	6	7	8	9	10
Land	(1) \$ -		\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Construction Costs	\$ -		\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Other Renovations (Taxable)	\$ -		\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Total Land and Buildings	\$ -	\$75,400,000	\$76,908,000	\$78,446,160	\$80,015,083	\$81,615,385	\$83,247,693	\$84,912,646	\$86,610,899	\$88,343,117	\$90,109,980
Assess. Assumption	(1) 85%	\$64,090,000	\$65,371,800	\$66,679,236	\$68,012,821	\$69,373,077	\$70,760,539	\$72,175,749	\$73,619,264	\$75,091,650	\$76,593,483
Growth Assumption	2.00%										
Less: Market Value Per COJ Property Appraiser	\$ 1,960,200	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)
Total Incremental Value Generated		\$62,129,800	\$63,411,600	\$64,719,036	\$66,052,621	\$67,412,877	\$68,800,339	\$70,215,549	\$71,659,064	\$73,131,450	\$74,633,283
2020 Approved Millages											
County Operating Millage	(2) 11.4419%	\$710,883	\$725,549	\$740,509	\$755,767	\$771,331	\$787,207	\$803,399	\$819,916	\$836,763	\$853,947
County Debt Serv. Millage	(2) 0.0000%	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
School Bd. Operating Millage	(2) 6.1500%	\$382,098	\$389,981	\$398,022	\$406,224	\$414,589	\$423,122	\$431,826	\$440,703	\$449,758	\$458,995
School Bd. Debt Ser. Millage	(2) 0.0000%	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Urban Service District 1 Millage	(2) 0.0000%	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
St. John's Water Mgt. Millage	(2) 0.2414%	\$14,998	\$15,308	\$15,623	\$15,945	\$16,273	\$16,608	\$16,950	\$17,298	\$17,654	\$18,016
FL. Inland Navigation Millage	(2) 0.0320%	\$1,988	\$2,029	\$2,071	\$2,114	\$2,157	\$2,202	\$2,247	\$2,293	\$2,340	\$2,388
Total Ad Valorem Taxes	17.8653%	\$1,109,968	\$1,132,867	\$1,156,225	\$1,180,050	\$1,204,351	\$1,229,139	\$1,254,422	\$1,280,211	\$1,306,515	\$1,333,346
County Ad Valorem Taxes		\$710,883	\$725,549	\$740,509	\$755,767	\$771,331	\$787,207	\$803,399	\$819,916	\$836,763	\$853,947
4% Discount for Nov. Payment		\$28,435	\$29,022	\$29,620	\$30,231	\$30,853	\$31,488	\$32,136	\$32,797	\$33,471	\$34,158
Incremental Ad Valorem Tax Increase		\$682,448	\$696,527	\$710,888	\$725,537	\$740,478	\$755,718	\$771,263	\$787,119	\$803,292	\$819,789
REV Grant Percent:	75.00%		75.00%	75.00%	75.00%	75.00%	75.00%	75.00%	75.00%	75.00%	75.00%
Applicable Grant		\$511,836	\$522,395	\$533,166	\$544,153	\$555,359	\$566,789	\$578,447	\$590,339	\$602,469	\$614,842
Portion of Ad Valorem that contributes to the TIF		\$170,612	\$174,132	\$177,722	\$181,384	\$185,120	\$188,930	\$192,816	\$196,780	\$200,823	\$204,947

(1) - Estimated value based on the Cost approach, therefore 85% of the valuation is used for assessment purposes.

(2) - 2020 Millage Rates are unchanged from 2019

(coj.net/departments/property-appraiser/docs/2019-millage-final.aspx)

**Jacksonville Downtown Investment Authority
Estimation of Tax Revenues**

**Development Name:
Lot J Mixed-Use Component**

Assets	Initial Value	11	12	13	14	15	16	17	18	19	20	Totals
Land	(1) \$ -	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Construction Costs	\$ -	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Other Renovations (Taxable)	\$ -	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Total Land and Buildings	\$ -	\$91,912,179	\$93,750,423	\$95,625,431	\$97,537,940	\$99,488,699	\$101,478,473	\$103,508,042	\$105,578,203	\$107,689,767	\$109,843,562	
Assess. Assumption	(1) 85%	\$78,125,352	\$79,687,859	\$81,281,617	\$82,907,249	\$84,565,394	\$86,256,702	\$87,981,836	\$89,741,473	\$91,536,302	\$93,367,028	
Growth Assumption	2.00%											
Less: Market Value Per COJ Property Appraiser	\$ 1,960,200	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)	\$ (1,960,200)	
Total Incremental Value Generated		\$76,165,152	\$77,727,659	\$79,321,417	\$80,947,049	\$82,605,194	\$84,296,502	\$86,021,636	\$87,781,273	\$89,576,102	\$91,406,828	
2020 Approved Millages												
County Operating Millage	(2) 11.4419%	\$871,474	\$889,352	\$907,588	\$926,188	\$945,160	\$964,512	\$984,251	\$1,004,385	\$1,024,921	\$1,045,868	\$17,368,969
County Debt Serv. Millage	(2) 0.0000%	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
School Bd. Operating Millage	(2) 6.1500%	\$468,416	\$478,025	\$487,827	\$497,824	\$508,022	\$518,423	\$529,033	\$539,855	\$550,893	\$562,152	\$9,335,789
School Bd. Debt Ser. Millage	(2) 0.0000%	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
Urban Service District 1 Millage	(2) 0.0000%	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0	\$0
St. John's Water Mgt. Millage	(2) 0.2414%	\$18,386	\$18,763	\$19,148	\$19,541	\$19,941	\$20,349	\$20,766	\$21,190	\$21,624	\$22,066	\$366,449
FL. Inland Navigation Millage	(2) 0.0320%	\$2,437	\$2,487	\$2,538	\$2,590	\$2,643	\$2,697	\$2,753	\$2,809	\$2,866	\$2,925	\$48,576
Total Ad Valorem Taxes	17.8653%	\$1,360,713	\$1,388,628	\$1,417,101	\$1,446,143	\$1,475,767	\$1,505,982	\$1,536,802	\$1,568,239	\$1,600,304	\$1,633,010	\$27,119,783
County Ad Valorem Taxes		\$871,474	\$889,352	\$907,588	\$926,188	\$945,160	\$964,512	\$984,251	\$1,004,385	\$1,024,921	\$1,045,868	\$17,368,969
4% Discount for Nov. Payment		\$34,859	\$35,574	\$36,304	\$37,048	\$37,806	\$38,580	\$39,370	\$40,175	\$40,997	\$41,835	\$694,759
Incremental Ad Valorem Tax Increase		\$836,615	\$853,778	\$871,284	\$889,141	\$907,354	\$925,932	\$944,881	\$964,209	\$983,924	\$1,004,033	\$16,674,211
REV Grant Percent:		75.00%	75.00%	75.00%	75.00%	75.00%	75.00%	75.00%	75.00%	75.00%	75.00%	
Applicable Grant		\$627,461	\$640,334	\$653,463	\$666,855	\$680,515	\$694,449	\$708,661	\$723,157	\$737,943	\$753,025	\$12,505,658
Portion of Ad Valorem that contributes to the TIF		\$209,154	\$213,445	\$217,821	\$222,285	\$226,838	\$231,483	\$236,220	\$241,052	\$245,981	\$251,008	\$4,168,553

(1) - Estimated value based on the Cost approach, therefore 85% of the valuation

(2) - 2020 Millage Rates are unchanged from 2019

(coj.net/departments/property-appraiser/docs/2019-millage-final.aspx)

TAB IV.A

**OCTOBER 14, 2020 DOWNTOWN INVESTMENT AUTHORITY BOARD MEETING
MINUTES**



Downtown Investment Authority
Zoom Meeting
Wednesday, October 14 2020, at 3:47 p.m.

Downtown Investment Authority
MEETING MINUTES

DIA Board Members: Ron Moody, Chairman; Braxton Gillam, Esq., Vice Chairman; Oliver Barakat; Craig Gibbs, Esq.; David Ward, Esq.; Jim Citrano; Bill Adams, Esq.; and Todd Froats

DIA Board Members Excused: Carol Worsham, Secretary

Mayor's Staff: None

Council Members: Council Member LeAnna Cumber, District 5

DIA Staff: Lori Boyer, Chief Executive Officer; Steve Kelley, Director of Development; John Crescimbeni, Contract and, Regulatory Compliance Manager; Guy Parola, Operations Manager; Lori Radcliffe-Meyers, Redevelopment Coordinator; and Ina Mezini, Marketing and Communications Specialist.

Office of General Counsel: John Sawyer, Esq.

CALL TO ORDER: Chairman Moody called to order the Downtown Investment Authority Board Meeting at 3:47 p.m.

IV. DOWNTOWN INVESTMENT AUTHORITY MEETING

A. SEPTEMBER 16, 2020, DOWNTOWN INVESTMENT AUTHORITY BOARD MEETING APPROVAL OF THE MINUTES.

Motion: Vice Chair Gillam moved to approve the minutes as presented

Seconded: Boardmember Citrano seconds the motion

Seeing no further discussion, the motion passes as follows:

Vote: Aye: 8 Nay: 0 Abstain:

THE MOTION PASSED UNANIMOUSLY 8-0-0

B. RESOLUTION 2020-10-03: ALLOCATION OF DEVELOPMENT RIGHTS - DORO

A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) ALLOCATING UP TO ONE HUNDRED FORTY-FOUR (144) UNITS OF MULTI-FAMILY DEVELOPMENT RIGHTS AND UP TO TEN THOUSAND (10,000) SQUARE FEET OF COMMERCIAL RETAIL DEVELOPMENT RIGHTS FROM THE NORTHSIDE EAST COMPONENT AREA OF THE CONSOLIDATED DOWNTOWN DEVELOPMENT OF REGIONAL IMPACT (“DRP”) TO JACKSONVILLE PROPERTIES I, LLC, FOR USE ON DUVAL COUNTY TAX PARCELS 131133 0000, 131134 0000, 131135 0000, AND 131136 0000 (“PROPERTY”); AUTHORIZING THE DIA CHIEF EXECUTIVE OFFICER TO EXECUTE ANY CONTRACTS AND DOCUMENTS AND OTHERWISE TAKE ALL NECESSARY ACTION IN CONNECTION THEREWITH TO EFFECTUATE THE PURPOSES OF THIS RESOLUTION; PROVIDING FOR AN EFFECTIVE DATE.

Guy Parola, Operations Manager, provided a brief presentation on Resolution 2020-10-03. Mr. Parola provided a summary on the internal conversion of development rights within the project, and further summarized the balance of necessary development rights for the 247 multi-family units and 9,000 square feet of commercial entitlements allocated by Resolution 2020-10-03.

The aforementioned concluded staff’s presentation. Chair Moody then brought the item into the Committee for discussion. In order of Committee and Board Members acknowledged by the Chair, the following discussion occurred:

Motion: Boardmember Gibbs moved to approve Resolution 2020-10-03 as presented

Seconded: Vice Chair Gillam seconds the motion

Seeing no further discussion, the motion passes as follows:

Vote: Aye: 8 Nay: 0 Abstain:

THE MOTION PASSED UNANIMOUSLY 8-0-0

V. CEO INFORMATIONAL BRIEFING CHAIRMAN REPORT

- CEO Boyer requested a special meeting of the DIA Board tentatively scheduled for October 28th to discuss the Lot J development proposal.
- CEO Boyer confirmed that the new Downtown Historic Preservation programs [Historic Preservation and Revitalization Trust Fund “HPRTC” and Downtown Preservation and Revitalization Program “DPRP”, Ordinance 2020-527] were approved by City Council on October 13th.

- CEO Boyer discussed the potential for in-person meetings beginning in November. CEO Boyer discussed potential locations and implementation.
- CEO Boyer provided an update on the BID / CRA Professional Services RFP, noting that at the City's Professional Services Evaluation Committee, the highest ranked responded was confirmed [GAI/Community Solutions Group] and contract/fee negotiations have begun. CEO Boyer provided a brief summary of the four tasks comprising the Scope of Services.
- CEO Boyer informed the Board that public records requested relating to the MPS lawsuit have been submitted.

The above concluded CEO Boyer's report.

V. CHAIRMAN REPORT

- Chairman Moody thanked CEO Boyer for her hard work and dedication.

The above concluded Chairman Moody's report.

VI. ADJOURN

ADJOURNMENT: Seeing no further discussion from the Board, Chairman Moody adjourned the meeting at 4:03 p.m.

The written minutes for this meeting are only an overview of what was discussed. For verbatim comments of this meeting, a recording is available upon request. Please contact Ina Mezini at rmezini@coj.net to acquire a recording of the meeting.

TAB IV.B

RESOLUTION 2020-11-03: ALLOCATION OF DEVELOPMENT RIGHTS – LOT J

RESOLUTION 2020-11-03

A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) ALLOCATING FIVE HUNDRED (500) UNITS OF MULTI-FAMILY, TWO HUNDRED AND FIFTY (250) HOTEL ROOMS, FIFTY THOUSAND (50,000) SQUARE FEET OF OFFICE, AND TWO HUNDRED THOUSAND (200,000) SQUARE FEET OF COMMERCIAL ENTITLEMENTS TO JACKSONVILLE I-C PARCEL ONE HOLDING COMPANY (“DEVELOPER”); ALLOCATING THESE ENTITLEMENTS FROM THAT APPROXIMATELY NINETY-FOUR (±94) ACRE AREA COMMONLY REFERRED TO WITHIN THE CONSOLIDATED DOWNTOWN DEVELOPMENT OF REGIONAL IMPACT (“DRI”) AS “THE SHIPYARDS, METROPOLITAN PARK AND LOT J” FOR USE ON THAT PROPERTY COMMONLY REFERRED TO AS “LOT J”, AS MORE FULLY ILLUSTRATED BY EXHIBIT ‘A’ TO THIS RESOLUTION; UTILIZING THE “SHIPYARDS LAND USE TRANSPORTATION/TRADE-OFF MATRIX” WITHIN THE DRI DEVELOPMENT ORDER TO EFFECTUATE THE CONVERSION OF ONE HUNDRED SIXTY-SIX THOUSAND FOUR HUNDRED AND FORTY-FOUR (166,444) SQUARE FEET OF GENERAL OFFICE ENTITLEMENTS TO ONE-HUNDRED THOUSAND SQUARE FEET OF COMMERCIAL ENTITLEMENTS; PROVIDING THAT ANY UNUSED ENTITLEMENTS AS OF SIXTY (60) MONTHS FROM MEMORIALIZATION OF THIS ALLOCATION OF DEVELOPMENT RIGHTS INTO AN EXECUTED REDEVELOPMENT AGREEMENT, OR FUNCTIONAL EQUIVALENT, SHALL RETURN TO THE DIA FOR FUTURE ALLOCATIONS LIMITED TO USE ON THE “SHIPYARDS, METROPOLITAN PARK AND LOT J” PROPERTY; AUTHORIZING THE DIA CHIEF EXECUTIVE OFFICER TO EXECUTE ANY CONTRACTS AND DOCUMENTS AND OTHERWISE TAKE ALL NECESSARY ACTION IN CONNECTION THEREWITH TO EFFECTUATE THE PURPOSES OF THIS RESOLUTION; PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, through its adoption of Ordinance 2012-0364, the DIA was created to serve as the Community Redevelopment Agency for Downtown Jacksonville; and

WHEREAS, pursuant to Ordinance 2014-0560-E, DIA is the “Master Developer” with respect to the Consolidated Downtown Development of Regional Impact (“DRI”) Development Order; and

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

WHEREAS, through its adoption of Ordinance 2001-450-E and approval of a Notice of Proposed Change (“NOPC”) to the DRI, the City Council amended the DRI Development Order to allocate 150 boat slips, 662 multi-family units, 100,000 square commercial, 1,000,000 square feet of office, and 350 hotel rooms to Trilegacy Group, LLC., for use on the 44.7 acre “Shipyards” property; and

WHEREAS, through its adoption of Ordinance 2001-450-E, the City Council removed the abovementioned entitlements from use on other properties within the Northside Component Area of the DRI; and

WHEREAS, through its adoption of Ordinance 2005-390-E and its companion NOPC, the City Council assigned those entitlements previously allocated to Trilegacy Group, LLC., to Landmar Group, LLC., continuing the limitation of those entitlements for use on the 44.7 acre “Shipyards” property; and

WHEREAS, through its adoption of Ordinance 2005-391-E, the City Council approved an additional 250 marina slips allocation to the “Shipyards” entitlements; and

WHEREAS, due to the downturn of the real estate market, in 2009 LandMar Group, LLC., was unable to development the Shipyards property and filed for bankruptcy protection, a result of which was the City Council adopting Ordinance 2010-430-E, which effectuated the City obtaining title to the Shipyards property and the accompanying entitlements; and

WHEREAS, through its adoption of Ordinance 2018-0771 and its accompanying NOPC, the City Council expanded the geographic boundaries of the Shipyards entitlements to include the Shipyards, Metropolitan Park and Lot J properties, but did not increase the amount of previously allocated entitlements specifically assigned to these properties in the aggregate; and

WHEREAS, Ordinance 2020-0648 is currently pending City Council action, and includes a Development Agreement with the Developer for the redevelopment of Lot J; and

WHEREAS, the abovementioned Development Agreement includes an allocation of 500 multi-family units, 200,000 square feet of commercial, 250 hotel rooms and 50,000 square feet of office entitlements from the Shipyards, Metropolitan Park and Lot J properties; and

WHEREAS, there are sufficient entitlements for an allocation of multi-family, hotel room and office entitlements within the Shipyards, Metropolitan Park and Lot J allocation; and

WHEREAS, there are 100,000 square feet of existing commercial entitlements within the Shipyards, Metropolitan Park and Lot J allocation, with the balance of the requested 200,000 square feet effectuated by conversion of 166,444 square feet of office entitlements to 100,000 square feet of commercial entitlements through utilization of the “Shipyards Land Use Transportation/Trade-Off Matrix” within the DRI Development Order; and

WHEREAS, both the allocation and conversion of entitlements require action by the DIA as the Master Developer for Downtown; and

WHEREAS, upon adoption of Resolution 2020-11-03 by DIA and Ordinance 2020-0648 by City Council, there will be a remaining balance of 400 marina slips, zero square feet of commercial, 162 multi-family units, 100 hotel rooms, and 783,556 square feet of office entitlements for use on the Shipyards and Metropolitan Park,

NOW THEREFORE, BE IT RESOLVED, by the Downtown Investment Authority:

Section 1. The DIA finds that the recitals set forth above are true and correct and are incorporated herein by this reference.

Section 2. The DIA converts one-hundred sixty-six thousand four hundred and forty-four (166,444) square feet of office entitlements within the Shipyards, Metropolitan Park and Lot J allocations to one hundred thousand (100,000) square feet of commercial entitlements.

Section 3. The DIA allocates five hundred (500) units of multi-family, two hundred and fifty (250) hotel rooms, fifty thousand (50,000) square feet of office and two hundred thousand (200,000) square feet of commercial entitlements to Jacksonville I-C Parcel One Holding Company for use on that property referred to as Lot J and as more fully illustrated by Exhibit 'A' to this resolution.

Section 4. Jacksonville I-C Parcel One Holding Company may assign entitlements from the allocation for use on Lot J to others, but only for use on Lot J, pursuant to provisions governing such within a Redevelopment Agreement approved as part of adoption of Ordinance 2020-0648 by the City Council.

Section 5. Any balance of unused entitlements as of sixty (60) months from the date of execution of a Development Agreement shall return to the DIA without further action by the DIA.

Section 6. The DIA Chief Executive Officer is authorized to execute any contracts and documents and otherwise take all necessary action in connection therewith to effectuate the purposes of this resolution.

Section 7. This Resolution 2020-11-03 shall become effective on the date it is signed by the Chair of the DIA Board.

[SIGNATURES ON FOLLOWING PAGE]

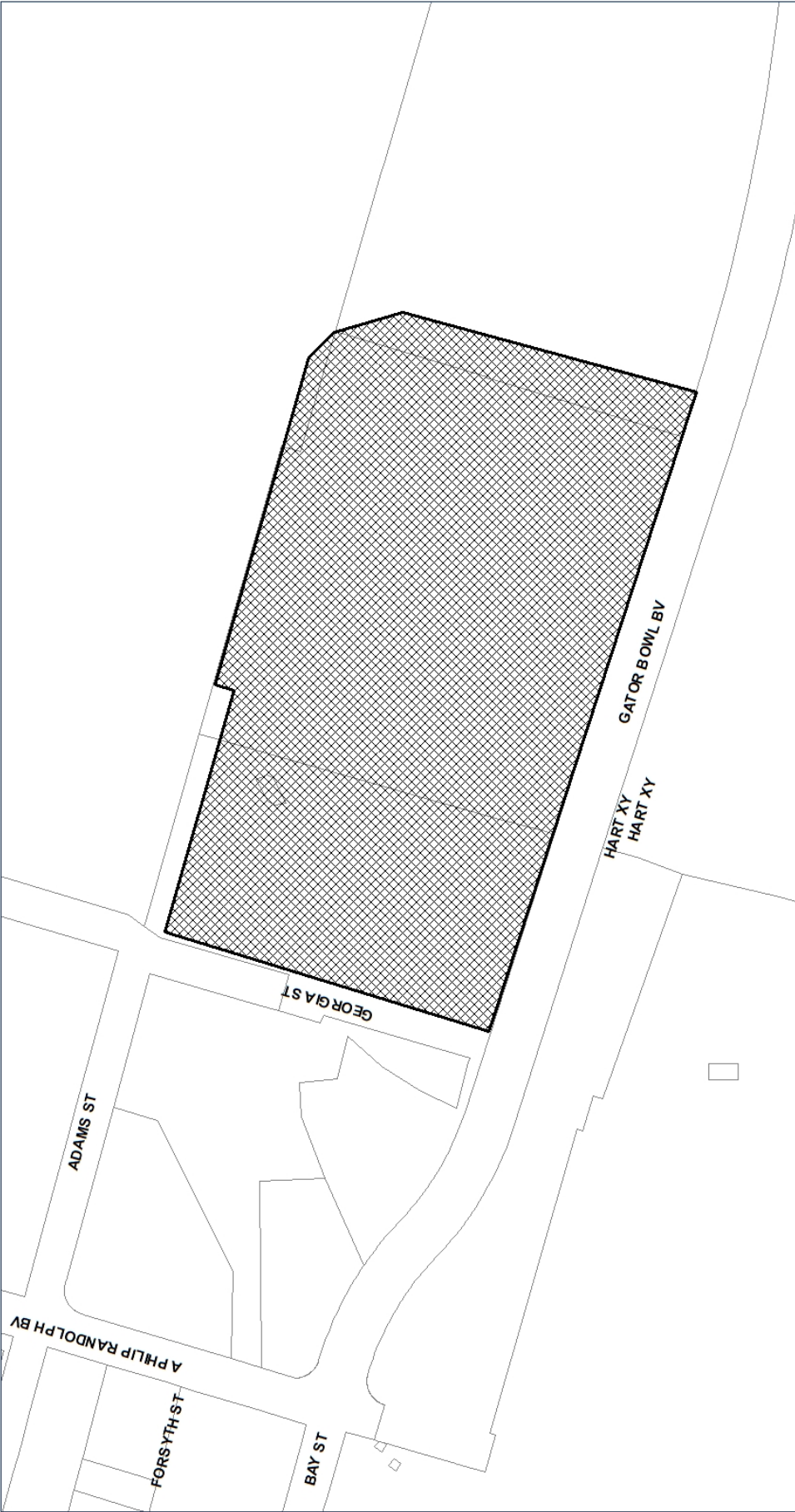
WITNESS:

DOWNTOWN INVESTMENT AUTHORITY

Ron Moody, Chairman

Date

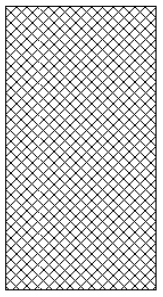
VOTE: In Favor: _____ Opposed: _____ Abstained: _____



**RESOLUTION 2020-11-03
EXHIBIT A**

NOT TO SCALE

LOT J



SUPPLEMENTAL INFORMATION

**LOT J ALLOCATION OF DEVELOPMENT RIGHTS
MEMORANDUM**



Downtown Investment Authority

MEMORANDUM

DATE: November 18, 2020

TO: DIA Board of Directors

THROUGH: Ron Moody, Chair

FROM: Guy Parola, Operations Manager

RE: Resolution 2011-11-03, Lot J Allocation of Development Rights

Background

The City obtained title to the Shipyards property and the entitlements for that property in 2010. Upon the creation of DIA as the Community Redevelopment Agency and Master Developer for Downtown via Ordinances 2012-0364-E and 2014-560-E, respectively, the Shipyards property and its entitlements fell under the responsibility of the DIA. The following documents how the Shipyards were entitled and, ultimately, how the entitlements and the Shipyards became property of the City:

- Ordinance 2001-450-E: the City adopts a Notice of Proposed Change (“NOPC”), amending the Consolidated Downtown Development of Regional Impact (“DRI”) to specifically allocate 150 boat slips, 662 multi-family units, 350 hotel rooms, 100,000 square feet of commercial and 1,000,000 square feet of office for use solely on the Shipyards Property in companion to a Development Agreement with Trilegacy Group, LLC. (in contrast to our typical allocations which do not carve such entitlements out of the DRI and assign them to specific parcels);
- Ordinance 2005-390-E: the City adopts an NOPC to assign the entitlements to Landmar Group, LLC., as part of a Development Agreement with Landmar Group, LLC., for use specifically on the Shipyards property;
- In 2009, Landmar Group, LLC., files for bankruptcy protection, ultimately reaching an agreement with the City for conveyance of the Shipyards property and its entitlements to the City (at this point the entitlements are again in City control but still assigned to specific property via the NOPC); and
- In 2018, through the adoption of Ordinance 2018-0771-E and its companion NOPC, the City expanded the geographic area for which the Shipyards entitlements could be applied to include Metropolitan Park and Lot J; noting, however, that the amount of entitlements did not increase.

Request

It is being requested that the Downtown Investment Authority allocate from the existing pool of entitlements for the Shipyards, Metropolitan Park and Lot J, the following:

- 500 multi-family units;
- 250 hotel rooms;
- 50,000 square feet of office; and
- 200,000 square feet of commercial.

Note: the amount of commercial entitlements exceeds the existing 100,000 square feet of commercial entitlements afforded to the Shipyards, Metropolitan Park and Lot J properties. Therefore, utilizing the “Shipyards Land Use Transportation/Trade-Off Matrix”, 166,444 square feet of office entitlements are being converted to 100,000 square feet of commercial.

Remaining Balance of Entitlements

The Shipyards, Metropolitan Park and Lot J properties are entitled for 400 marina slips, 1,000,000 square feet of office, 100,000 square feet of commercial, 662 multi-family units, and 350 hotel rooms in the aggregate. Post allocation, the following balances will remain available for future allocation by the DIA on Metropolitan Park and the Shipyards property:

- 162 multi-family units;
- 100 hotel rooms;
- Zero square feet of commercial;
- 400 marina slips; and
- 783,556 square feet of office.

[APPLICABLE CONVERSION TABLE ON FOLLOWING PAGE]

Shipyards Land Use Transportation/Trade-Off Matrix

		ITE Code	220	310	420	710	820
FROM	ITE Code	Land Use/Units	Multi-Family Dwelling Unit	Hotel Room	Marina Berth	Gen Office 1,000 SF	Retail Com 1,000 SF
	220	Multi-Family/Dwelling Unit	1.0000	1.0508	3.2632	0.4161	0.2500
	310	Hotel/Room	0.9516	1.0000	3.1053	0.3960	0.2379
	420	Marina/Berth	0.3065	0.3220	1.0000	0.1275	0.0766
	710	General Office/1,000 SF	2.4032	2.5254	7.8421	1.0000	0.6008
	820	Retail Commercial/1,000 SF	4.0000	4.2034	13.0526	1.6644	1.0000

Example: How many hotel rooms can be exchanged for 100,000 square feet of General Office? Answer: $100 (1,000 \text{ SF}) \times 2.5254 = 253 \text{ Rooms}$

TAB IV.C

RESOLUTION 2020-11-04: DIA BYLAW AMENDMENTS

RESOLUTION 2020-11-04

A RESOLUTION OF THE DOWNTOWN INVESTMENT AUTHORITY (“DIA”) AMENDING SECTION 6.4 (QUORUM) OF THE DIA BYLAWS; DIRECTING BYLAWS TO BE AMENDED; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the DIA Board of Directors adopted the original DIA Bylaws at their regular meeting of October 30, 2012, and amended such Bylaws at their regular meeting of August 7, 2019, and

WHEREAS, the DIA is authorized to amend provisions of the DIA Bylaws pursuant to Section 14.4 of the current Bylaws; and

WHEREAS, Executive Order 20-69, issued by Governor DeSantis on March 20, 2020, suspended any Florida statute requiring a quorum to be present in person and further allowed local government bodies to utilize communications media technology such as telephonic and video conferencing, and

WHEREAS, Executive Order 20-69 expired at 12:01 a.m. November 1, 2020; and

WHEREAS, Florida Attorney General Advisory Legal Opinion AGO 2020-03 concludes that “any statutory quorum requirement to conduct public business requires the quorum to be present; and that members present by electronic means could not count toward establishing the quorum”; and

WHEREAS, Florida Attorney General Legal Advisory Opinion AGO 2003-41 concludes that “where a rule or statute contemplates that a meeting will be held in a public place with the members physically present, the participation of an absent member in the meeting by telephone conference should be permitted only in extraordinary circumstances and when a quorum of board members is physically present at the meeting” and further provides that a board may determine when such an absence constitutes an extraordinary circumstance; and

WHEREAS, a guidance memorandum issued by the Office of General Counsel dated November 3, 2020 concludes that “a City Board may permit members to use communications media technology to attend, participate and vote at public board meetings after Executive Order 20-69 expires, provided that: (1) a physical quorum is present at the meeting place that is reasonably open to the public; (2) extraordinary circumstances, such as COVID-19, exist that prevent a member from physically attending the meeting place in person; (3) the board member and public attending the meeting place in person can hear and understand any board member that attends the meeting via communications media technology; and (4) such electronic participation by the member is not prohibited by the board’s charter, ordinance, bylaws or other applicable governance documents”; and

WHEREAS, in order to insure compliance with various statutory requirements as interpreted by the Florida Attorney General and the guidance memorandum issued by the Office of General Counsel, the DIA desires to amend Section 6.4 (Quorum) of the DIA Bylaws to allow for the board, when an in person meeting quorum has been established, to determine whether a circumstance preventing a board member from attending the in person meeting is an extraordinary circumstance thereby allowing the board member to participate in and vote during the meeting via communications media technology.

NOW THEREFORE, BE IT RESOLVED by the Downtown Investment Authority:

Section 1. The DIA finds that the recitals set forth above are true and correct and are incorporated herein by this reference.

Section 2. The current DIA Bylaws, adopted October 30, 2012, as amended on August 7, 2019, are hereby further amended, in part, to read as follows:

~~**6.4 Quorum:** All decisions and recommendations of the Board shall require a concurring vote of a majority of the members present. Six (6) members shall establish a quorum. Tie votes shall result in the subject agenda item being continued to the next meeting of the Board. If at any time during the meeting the quorum is lost, such shall be stated in the minutes and no further final action may be taken by the Board.~~

6.4 Quorum: Six (6) members shall establish a quorum. All decisions and recommendations of the Board shall require a concurring vote of a majority of the members participating. Tie votes shall result in the subject agenda item being continued to the next meeting of the Board. If at any time during the meeting the quorum is lost, such shall be stated in the minutes and no further final action may be taken by the Board.

For board meetings (including committee meetings) required to be held at a physical meeting place, a board member may attend, participate, and vote at such meetings using communications media technology (as that term is defined in 28-109, Florida Administrative Code), if (1) the meeting has been properly noticed, (2) a quorum of the board is physically present at the meeting place; and (3) such board member is unable to physically attend the meeting place due to an extraordinary circumstance. Such member's attendance at a board meeting via communications media technology will not be considered an absence for such member. Additionally, such member's attendance may not be counted towards the board's establishment of a quorum. For purposes of this provision, the board hereby approves the following circumstances as extraordinary circumstances that may prevent a board member from physically attending a board meeting in-person (an "Approved Extraordinary Circumstance"):

1. Illness, injury or other health matters; or
2. Out-of-town business related trips.

A board member who attends a board meeting via communications technology due to an Approved Extraordinary Circumstance may do so without further necessary action by the board as long as such member notifies the board chair and board staff prior to the meeting. The board may approve additional extraordinary circumstances, as may be presented to the board, on a case by case basis in the board's good judgement.

Section 3. The staff of the DIA is directed to prepare a revised version of the DIA Bylaws, to be dated November 18, 2020, incorporating the amendment above.

Section 4. This Resolution shall become effective on the date it is signed by the Chairman of the DIA Board.

WITNESS:

DOWNTOWN INVESTMENT AUTHORITY

Ron Moody, Chairman

Date

VOTE: In Favor: _____ Opposed: _____ Abstained: _____