

200 S. BISCAYNE BOULEVARD
SUITE 2929
MIAMI, FLORIDA 33131
TEL: (305) 579-6675
FAX: (305) 371-2423

The Downtown Development Authority **Board of Directors** met on Friday, February 15, 2008 at 8:30 a.m. at the DDA office, 200 South Biscayne Blvd., Suite 2929, Miami, Florida 33131.

PRESENT:

Com. Joe M. Sanchez, Chairman
Alvin West, Treasurer
Sergio Rok, Secretary (Via Teleconference)
Neisen Kasdin (*State Cabinet Rep.*)
Jorge Gonzalez
Jose Goyanes
Jerome Hollo (Via Teleconference)
Nitin Motwani
Scott Robins (Via Teleconference)
Rodrigo Trujillo

ABSENT:

Com. Audrey M. Edmonson (*County Commission Rep.*)
Loretta Cockrum
Oscar Rodriguez
Tony Alonso
Jay Solowsky

OTHERS PRESENT:

Dana Nottingham	Josie Correa
Beatriz Barberio	Robert Geitner
Davon Barbour	H. Bert Gonzalez
Risha Daniel	Evelyn Herbello
Sandra Hernandez	Marta Martinez-Aleman
Cristina Raecke	Risa Polansky
Madelyne Raybourn	Tim Schmand
Yami Roa	Carolina Terrones
Mark Spanoli	Teresa Zorrilla
Dania Vergel	Veronica Xiques
Leo Zabezhinsky	Jennifer Becker
Basil Binns	Ana Maria Colmenaro

Chairman Sanchez called the meeting to order at 8:45 a.m.

I. Approval of the Minutes ~ *January 18, 2008 & January 28, 2008*)

Neisen Kasdin motioned to approve the minutes of January 18, 2008 & January 28, 2008, Rodrigo Trujillo seconded and the item passed unanimously by the board members present.

II. Financial Report ~ *As of January 31, 2008*

Carolina Terrones from BKR Garcia & Co. CPA, presented the Financial Report as of January 31, 2008 and stated that there were no reporting conditions.

III. Committee(s) Update
A. Operational Committees
• DRI Committee

Neisen Kasdin reported that the committee had met recently and discussed the following items:

- Submission of the Biennial Report
- Notification of Extension

B. Program Committees

- Economic Development / Research Program
- Davon Barbour reported that the committee had convened on February 6, 2008 and discussed the following:
 - « New Business Activity
 - « Business Outreach
 - « Reviewed the program guidelines and priorities of the Façade Improvement Program. Based on feedback from the committee, revisions have been made to the program. Outreach to the community will be started immediately.
 - « Retail Advisory Group will meet on February 20th.

- Marketing Program

Committee Chairman Rodrigo Trujillo reported that the committee has not convened due to scheduling conflicts.

Cristina Raecke officially introduced representatives of The Apple Organization.

- Service Delivery Program

Mark Spanioli provided a brief update on the following:

- « Ambassador Program: January's report documents their assistance with preventing and/or apprehending shoplifters, assistance with traffic direction, and continue to outreach to merchants.
- « Trash Receptacles: Department of Solid Waste has confirmed the order and expects delivery in 4-6 weeks. DDA intends to work with them on placement.
- « Meeting with Com. Bruno Barreiro: Jose Goyanes met with Com. Barreiro with respect to the county identifying funding source to assist with funding with the DET team and Ambassador Program.
- « WiFi : Jose Goyanes and Mark Spanioli meet with Luis Gazitua, Senior Advisor to County Mayor concerning the feasibility and funding for implementing WiFi on Flagler Street and Bayfront Park.
- « Brickell Avenue Streetscape JPA: Issue with respect to FDOT insisting that the City provide continued maintenance of the improvements has been resolved with the Department of Public Works and Assistant City Managers.

Chairman Sanchez directed that DDA meet with the Brickell Area Association and/or Home Owners Association to present DDA's Brickell Avenue Streetscape plan.

- Urban Design, Transportation & CIP Program

Adam Lukin stated that the committee has not convened, but is working on scheduling a meeting within the next few weeks.

IV. DDA Transition Updates

- Severance Committee

Chairman Sanchez reported that he had requested that DDA's City Attorney meet with the Executive Director and his attorney to iron out an agreement for the severance.

Assistant City Attorney Veronica Xiques informed the Board that prior to the agreement being finalized it must be signed-off by the City's Labor Department and Dana's attorney needs to sign-off on the language of the release even though his attorney has already agreed conceptually to the structure of the severance. What has been agreed upon is an annual payment of Dana's salary, which is \$181,912 in exchange for full settlement of all of Dana's claims against the DDA. A mutual termination and separation agreement would then be executed. The final day of Dana's employment would be based on up to a 30-day period. Anything in excess of that, the Board would have to authorize negotiations to extend and have a monthly amount set for his employment. As part of that agreement, Dana would waive his request for evaluation and any ensuing bonuses, vacation and unvested pension. He would also be waiving all asserted and non-asserted claims, which include the standard labor claims, which are whistle blower, federal and Florida civil rights acts, ADA, age discrimination, older workers benefit protection act, and employment discrimination. If he does sue after the execution of this agreement, he would have to give back all of the money that he is paid as consideration for entering into this agreement.

Al West stated that the Severance Committee had meet last night (2/14) and also agreed and approved the recommendation of this agreement. The Committee felt that it was a fair and equitable agreement and recommends approval of the board.

Neisen Kasdin motioned to approve the recommendation of the Severance Committee of the aforementioned mutual termination agreement as drafted by the City Attorney, seconded by Jose Goyanes, the item passed unanimously by the board members present.

Chairman Sanchez stated that once the Labor Department and Dana's attorney signed-off on the language, this agreement would be final.

- Search Committee

Neisen Kasdin reported that the Search Committee had met yesterday (2/14) on the following items:

- 1) A recommendation to hire as interim executive director Alyce Robertson, her resume was distributed for reference. Ms. Robertson comes recommended by City Manager Pete Hernandez and Mayor Manny Diaz who have both worked with her in the past. The intent is that she would be a loaned executive from Miami-Dade County, subject to her making final arrangement with the County Manager that would permit her to do this for a period of whatever time period is determined. She would also be able to be considered for a permanent position as well.
- 2) Based on discussions with the Mayor and City Manager, the committee is also recommending if needed to have a loaned executive from the City of Miami.
- 3) Executive Search Services RFP: the recommendation is that the search firm would be hired under a two phase process:
 - « Phase I, to assist DDA in developing goals, job description, review of mission statement, candidate criteria, etc.
 - « Phase II, to look for candidates that fit the criteria developed in Phase I.

Chairman Sanchez stated that it was important that the board have the opportunity to meet the candidate(s) being considered for interim executive director before voting.

The Board agreed.

Al West recommended that the presentation of the candidate(s) for consideration of the interim position be presented to the Search Committee and allow the full board to attend and have the RFP language ready for review at the same meeting.

Chairman Sanchez recommended scheduling a Search Committee in 2 weeks and inviting the candidate(s) and having the RFP language to review and be ready to vote on these items at the next Board meeting.

The Board agreed.

- Transition Committee

Chairman Sanchez reported that the Transition Committee's focus was to ensure that DDA continues on the current path, realizing that there will be some modifications to the plan presented by the Executive Director. It's important that while DDA under goes its transition, that it continue moving in one direction to accomplish its mission. The committee also wants to ensure that DDA focuses on the Audit and address/remedy the findings. That being said, the Chairman recommends that a Blue Ribbon Committee be formed to work with staff to address said findings. The Blue Ribbon Committee Members are:

- Miriam Lopez, CEO of Transatlantic Bank
- George Knox, Attorney
- Lewis Freeman, Forensic Auditor
- Tony Villamil, Economist
- Gary Ressler, Downtown Stakeholder

- DDA Office Move

The Board has stated its desire to relocate DDA's office. Macy's has offered storefront space, which DDA is exploring. DDA is also exploring the feasibility of purchasing its own building.

V. Legislative Item(s)

1. A RESOLUTION OF THE BOARD OF DIRECTORS OF THE MIAMI DOWNTOWN DEVELOPMENT AUTHORITY ("DDA") OF THE CITY OF MIAMI, FLORIDA APPROVING THE SUBMISSION OF THE DOWNTOWN MIAMI DEVELOPMENT OF REGIONAL IMPACT ("DRI") BIENNIAL STATUS REPORT TO THE SOUTH FLORIDA REGIONAL PLANNING COUNCIL FOR THE REPORTING PERIOD JANUARY 1, 2006 THROUGH DECEMBER 31, 2007.

Neisen Kasdin motioned to approve this item, Sergio Rok seconded and the item passed unanimously by the board members present.

2. A RESOLUTION OF THE BOARD OF DIRECTORS OF THE MIAMI DOWNTOWN DEVELOPMENT AUTHORITY ("DDA") OF THE CITY OF MIAMI, FLORIDA APPROVING THE SUBMISSION OF A NOTIFICATION FOR AN EXTENSION TO A PREVIOUSLY APPROVED DEVELOPMENT OF

REGIONAL IMPACT (“DRI”) PURSUANT TO THE 2007 FLORIDA STATUTE
SUBSECTION 380.06(19)(C).

Sergio Rok motioned to approve this item, Nitin Motwani seconded and the item passed unanimously by the board members present.

3. A RESOLUTION OF THE BOARD OF DIRECTORS OF THE MIAMI DOWNTOWN DEVELOPMENT AUTHORITY (“DDA”) OF THE CITY OF MIAMI, FLORIDA AUTHORIZING THE EXECUTIVE DIRECTOR TO EXECUTE AN AGREEMENT FOR THE LEASING OF TWO (2) BIZHUB C451 COPIERS WITH KONICA MINOLTA BUSINESS SOLUTIONS, USA, INC. FOR A TERM OF THIRTY-SIX (36) MONTHS AT AN AMOUNT NOT TO EXCEED FORTY THOUSAND DOLLARS (\$40,000).

Neisen Kasdin motioned to approve this item, Jorge Gonzalez seconded and the item passed unanimously by the board members present.

VI. Other Business

- Ethics Commission Presentation – *Scheduled for March 21, 2008.*

Sandra Hernandez informed the board that Robert Meyers, from the Ethics Commission, is scheduled for a presentation to the board on March 21, 2008. The presentation is expected to last 45 minutes to 1 hour in addition to the regular agenda duration.

- Inter-American Development Bank – Neisen Kasdin informed the Board that IDB is holding its hemispheric meeting in Downtown Miami in April and felt that it would be appropriate for Miami DDA to look at ways it could assist including financial assistance to make sure that it is the most successful meeting it can be. This ties into Miami’s present and future as the business capital of the Americas and to not be involved would be missing out.

Staff was directed to explore how Miami DDA could get involved.

With no further business, the meeting was adjourned.