



If any person decides to appeal any decision made by the Board with respect to any matter considered at this meeting, that person will need a record of the proceedings, and that, for such purpose, the person may need to ensure that a verbatim record of the proceedings is made, which record includes the testimony and evidence upon which the appeal is to be based.

REGULAR MEETING MINUTES
April 28, 2016, 5:30 p.m.
Environmental Services – 434 S. Swinton Avenue
Delray Beach, FL 33444

STAFF PRESENT:

Jeff Costello	Kristyn Cox	Susan Shaw
Thuy Shutt	Elizabeth Burrows	D. J. Doody
Joan Goodrich	Yuberca Pena	

OTHERS PRESENT:

Jane Smith	Colin McCann	Brian LaMotte
Cindy Burns	Mark Veil	Dan Schwartz
Brian Rosen	Kristin	Brent Schillinger
Tom Fleming	Ian Gaven	Cecelia Boone
Benjamin Carter	Marjorie Waldon	Drew Tucker

1. Call to Order

Chairman Cox called the Meeting to order at 5:40.

2. Roll Call

Present: Reggie Cox, Cathy Balestriere, Bill Branning, Daniel Rose, Herman Stevens

Absent: Paul Zacks, Joe Bernadel

3. Approval of Agenda

Mr. Stevens made a motion to approve the Agenda. The motion was seconded by Mr. Branning and passed unanimously.

4. Approval of the Minutes

A. Minutes of April 14th Meeting

Mr. Branning made a motion to approve the Minutes which was seconded by Mr. Stevens and passed unanimously.

5. Public Comments on Non-Agenda and Consent Agenda Items - None

6. P&Z –

A. Oceanside Veterinary Clinic Conditional Use Request

CRA Executive Director Jeff Costello presented the Conditional Use Request for the property located at the NW corner of SE 5th Avenue and SE 9th Street which contains two commercial structures. Mr. Costello

AKC

stated the request seeks to allow the establishment of a veterinary clinic in the southern structure. The only site improvement proposed is the installation of a bike rack.

The Board Chair asked for public comments. There were none.

Board Consensus was supportive of the request.

7. Consent Agenda

A. CRA Monthly Financials – February, 2016

B. Fiscal Year 2015/16 First Quarter Reports

1. Trolley

2. Delray Beach Marketing Cooperative

3. A-GUIDE Reports

a. Delray Beach Community Land Trust

b. Delray Beach Public Library

c. Old School Square

d. EPOCH

Mr. Branning made a motion to approve the Consent Agenda. The motion was seconded by Mr. Rose and passed unanimously.

8. Old Business - None

9. New Business

A. Presentation of Audit for Fiscal Year 2014/15

Mr. Mark Veil of Caler, Donten, Levine, Cohen, Porter & Veil, PA, gave an overview of the firm's findings for the CRA's 2014/15 Financial Audit. He reported that the Audit was given the highest form of opinion that they can give. He reviewed the Balance Sheets and Income Statements and said everything was in order. There was one finding regarding the recording of disposal of several properties which were not recorded as disposals in the CRA's capital asset records, and Mr. Veil noted that this matter has since been corrected. He was available to answer any questions from the board.

The Chairman asked for Public Comments. There were none.

Ms. Balestriere thanked Lori Hayward and staff for a job well done. She made a motion accept the Audit Report as presented by Caler, Donten, Levine, Cohen, Porter & Veil P.A. Mr. Rose seconded the motion which passed unanimously.

B. Discussion – FY 2015/16 A-GUIDE Funding - Creative City Collaborative

Finance & Operations Director Lori Hayward presented the item. She reviewed the background of the item, reviewed the items that the Board had requested be provided prior to entering into a Funding Agreement for FY 2015/16, and the status of receipt of those items. As of April 26th, Staff had received the 2014/15 Draft Audit & updated Management Letter in which two of ten items were not recognized as having been completed. Also, after receiving the CCC's 2014/15 draft Audit, Staff had requested an explanation of the overdraft of \$10,268 appearing on both pages 3 and 11 of the CCC's draft Audit which was given verbally. The CRA has received an executed lease, and an Accounting Policies & Procedures Manual which was not recognized as completed in the updated Management Letter. The CCC has stated that the Manual is a work in progress as they do not have sufficient staff to segregate the duties.

Additionally the Strategic Plan has not been finalized, and it won't be for a few more months. Ms. Hayward reviewed some recent correspondence from the CCC which included an emergency funds request. It was noted that the CCC received a temporary \$50,000 loan from members of the Board of Directors in order to continue operating. Currently, Keith Garsson is Director of Operations and Dan Schwartz is the Director of Finance & Administration.

Mr. Garsson and Mr. Schwartz introduced themselves and addressed the Board. Mr. Garsson confirmed that no one has replaced Alyona Ushe as Executive Director, so he and Mr. Schwartz are acting as Co-Directors. Mr. Garsson noted a Strategic Plan has not been put in place as the Management Team has only been in place for three weeks. Mr. Schwartz reviewed the status of the items needed by the CRA. He noted all monies go into the CCC Delray Beach bank account and that all signature cards for the bank have been updated. They did state that all the copies of invoices, checks and documentations have not been submitted yet as that will take approximately 30 hours of staff time so they should be able to have that within a week. Mr. Schwartz reported that two board members are working on sourcing a facilitator to start the process of developing a good Strategic Plan.

The Board Chair asked for Public Comments.

Ms. Evelyn Dobson, resident and Executive Director of the Delray Beach Community Land Trust, commented that the A-GUIDE was intended to set a standard for funding non-profits. She asked the Board to consider how this has gone so far. She noted that when the CLT applied for funding, the 2014/15 Audit was a requirement for approval, and she asked if the Board would have made the same concessions for any of the other agencies which receive funding.

Mr. Branning inquired as to the status of the legal entities for the Delray Beach and Pompano Beach CCC's. Mr. Schwartz stated that until August 2015, both Delray and Pompano were under the same EIN number even though they were operating separately i.e. separate payrolls, audits, etc., and each had their own DBA. In August, a new entity was created and the two organizations have operated separately since that time. Mr. Branning asked if a 2015/16 Application for Funding had been submitted to the CRA. Ms. Hayward stated yes the A-GUIDE Committee had received and reviewed the CCC application, and that was when the Committee and Board made stipulations regarding items needed to receive funding. She said the funding was budgeted, but that payment of it was subject to the receipt of specific items not unlike the ones currently being discussed. The CCC draft Audit did require two bank accounts for the CCC, one operating and one payroll, which Ms. Hayward said was fine. CRA Counsel D. J. Doody got clarification that the Delray and Pompano organizations are both corporations with separate officers and directors.

Ms. Hayward inquired when the final Audit would be ready. Mr. Schwartz responded at least another 2-3 weeks. Mr. Schwartz added that his concern was with the Strategic Plan as it will take more time. Mr. Branning suggested perhaps a schedule would be acceptable to the CRA. Mr. Garsson explained the difficulty of needing to book shows to meet the funding goals but the CCC needs money for deposits, airfare, etc. so it is kind of a 'catch 22'. He said the theater may go dark but the intention is to have concert dates filled with a goal of 52 weeks a year. Mr. Branning asked if there was a rationale to update the application so that the desired outcomes in the A-GUIDE application do not fall short. Ms. Balestriere inquired as to the reason for Co-Directors. It was explained that the CCC Board wants to do a thorough search for an Executive Director, and some potential candidates had been identified were too expensive. She noted some concerns in this transitional management team being able to produce the A-GUIDE. Ms.

Schwartz stated they were also working with a grant writer for some assistance with that and he thinks they can produce it. There was some discussion regarding the \$10,268 overdraft, which Mr. Schwartz explained was a book overdraft – that checks were drawn at a time when there was not enough money in the account at the same time the checks were cut. He said the bank had a positive balance but the books had a negative balance. Ms. Hayward asked if the Auditor had received a copy of the Policies & Procedures Manual. Ms. Schwartz responded yes it was received shortly after the draft Audit was completed. He said they have discussed it, with the Auditor making some recommendations. Mr. Rose stated the Arts Garage does bring people to visit Delray Beach and that is part of the Return on Investment. He noted the CCC is crawling out of a hole and he feels the CRA needs to assist them.

Mr. Cox said he thought there was no need to look past the first quarter at this time. More time is needed to receive the final Audit, and he felt the CCC had failed in their ability to meet the A-GUIDE requirements. Ms. Balestriere commented she needs to have the confidence that the CCC can meet the expectations of the A-GUIDE requirements. Mr. Costello stated the CRA needs to be a good steward of public funds and wants to insure the CRA funds are being spent properly. Mr. Branning agreed with Mr. Cox that the focus is on the first quarter but he wanted to make a motion for the first two quarters.

Mr. Branning made a motion that the CRA enter into a FY 2015-16 A-GUIDE Funding Agreement with the CCC for the first and second quarters, subject to the stipulations as follows:

To receive FY 2015-2016 A-GUIDE funding for the first quarter the following must be provided to CRA Staff:

- a) All bank accounts affiliated with the Pompano Beach CCC must be closed. A document with account signers for the CCC is provided to CRA staff. The open bank account should be named Delray Beach CCC and use the Delray Beach CCC EIN number.
- b) All invoices, checks issued deposits and supported documentation for expenses associated with the CRA funds for the first quarter of FY 2015-2016 are properly submitted and accepted. (amended to include 'by CRA Staff').
- c) An explanation be provided by the CCC Auditor to the CRA of the bank overdraft amount of \$10,268 with an updated draft of the Audit showing the elimination of the overdraft amount on page 3 along with an explanation from the auditor to explain the overdraft item of \$10,268 on page 11.

To receive FY 2015-2016 A-GUIDE funding for the second quarter the following must be provided:

- a) Submittal of the CCC's May 2016 bank statement to ensure all CRA funds are deposited into one account and only Delray Beach CCC transactions are taking place in the bank bank account.
- b) A finalized CCC FY 2014-2015 Audit.
- c) A finalized Strategic Plan or a schedule and a written process for providing a Strategic Plan acceptable to the CRA be provided.

Ms. Balestriere seconded the motion. Mr. Cox asked if the items from 1st quarter b) would be brought back to the Board. Mr. Costello said if the numbers do not tie together they will not be accepted by staff. It was decided to amend the motion to include "accepted by CRA Staff" at the end of Item first quarter b). The amended motion was voted on and passed unanimously.

C. First Amendment to Continuing Contracts Agreements for Development Services Time Extension:

Contract Manager Yuberca Pena presented the item. She reported that on July 25, 2013, the CRA Board approved Continuing Contract Agreements for Project Development, Financial, and Real Estate Management Analysis and Services with four firms. Those contracts were all for three (3) years, with the option to renew on an annual basis for up to three (3) additional one (1) years terms. The initial three year term is set to expire on August 14, 2016, and Staff would like to extend the contracts with the four consultants for an additional year.

The Chair asked for Public Comments. There were none.

PMG Associates

Mr. Rose made a motion to approve the First Amendment to the Agreement with PMG Associates, Inc. to provide for Project Development, Financial, and Real Estate Management Analysis and Services, and extend the term for a period of twelve (12) months, expiring on August 14, 2017. The motion was seconded by Mr. Branning and passed unanimously.

Redevelopment Management Associates, LLC

Mr. Rose made a motion to approve the First Amendment to the Agreement with Redevelopment Management Associates, LLC to provide for Project Development, Financial, and Real Estate Management Analysis and Services, and extend the term for a period of twelve (12) months, expiring on August 14, 2017. The motion was seconded by Mr. Branning and passed unanimously.

IBI Group

Mr. Rose made a motion to approve the First Amendment to the Agreement with IBI Group to provide for Project Development, Financial, and Real Estate Management Analysis and Services, and extend the term for a period of twelve (12) months, expiring on August 14, 2017. The motion was seconded by Mr. Branning and passed unanimously.

WTL+a

Mr. Rose made a motion to approve the First Amendment to the Agreement with WTL+a to provide for Project Development, Financial, and Real Estate Management Analysis and Services, and extend the term for a period of twelve (12) months, expiring on August 14, 2017. The motion was seconded by Mr. Branning and passed unanimously.

D. Arts Warehouse

1. Request for Bids - Arts Warehouse

Assistant Director Thuy Shutt presented the item and gave some background. She reported that on February 11, 2016, the CRA Board authorized Staff to bring back a Request for Bids (RFB) to renovate the Arts Warehouse, and to fund the project in two (2) fiscal years. There is \$1.3 million dollars in funding for the construction associated with the Arts Warehouse renovations in the FY 2015-16 CRA Budget, with \$1.5 million pending approval for the FY 2016-17 Budget. If approved, the RFB would be advertised on Sunday, May 1, with a mandatory pre-bid conference and walk-thru on Friday, May 13, 2016, at 3:00 pm at the project site. It is anticipated that an organization will be selected by the end of August.

Ms. Shutt presented an Add-Delete Addendum which was given to each Board Member outlining some changes to the submitted RFB as follows:

- 1) Section 24, Page IB-11, adding CRA's to read "issuance is pending payment of CRA's outstanding

fees. On that same page, Section 26, board consensus was to delete the first sentence of the second paragraph referring to "the policy of the CITY....".

2) Delete the Cone of Silence Reference and replace with CRA's No Lobbying/Contact Permitted provisions on Page IB-12 as well as page P-19.

3) Amend Page P-2, Section b, to delete the last sentence of the paragraph beginning with "Bidder warrants and represents that there are no defects, errors,.....".

4) Replace Pages P-4 through P-6 and replace with new pages A-2.1 through A-2.3 which were provided. Mr. Branning requested that on those pages, the term Unit Price be changed to Scheduled Amount and then Extended Total Price to be changed to Scheduled Total Amount. There was a consensus to make the changes.

5) Reference needs to be inserted for recent enacted legislation regarding certification for Scrutinized Companies that Boycott Israel List, Scrutinized Companies with Activities in Sudan List or the Scrutinized Companies with Activities in the Iran Petroleum Energy Sector List. Staff will work the CRA Attorney on this verbiage.

The Chair asked for Public Comments. There were none.

Mr. Branning made a motion to authorize Staff to issue the Request for Bids (RFB) for the renovations of the Arts Warehouse located at 313 NE 3rd Street accepting the add-delete amendments as stated above. Ms. Balestriere seconded the motion which passed unanimously.

2. Request for Qualifications – Operations and Management of Arts Warehouse

Ms. Shutt presented the item, giving a brief overview of the history. In anticipation of the Arts Warehouse being renovated in the next two year, Ms. Shutt stated the RFQ is for a qualified entity to operate and manage the Arts Warehouse. Dates and times are established for a pre-submittal meeting, site inspections, submission deadlines, and various review processes. It is anticipated that an organization will be selected by the end of August.

The Board Chair asked for Public Comments.

Drew Tucker, Urban Programming, asked for clarification as to whether an investment is needed on the part of the organization who is awarded this bid, or if that was just for the construction aspect of the project.

Ms. Shutt clarified that this bid will involve a negotiated fee for the operation and management of the Arts Warehouse and is just for qualifications. The RFQ also indicates financial submittal requirements of the respondents. Ms. Shutt added that after the bid is awarded a contract will be negotiated. Mr. Rose made a motion to authorize Staff to issue a Request for Qualifications for a qualified entity to operate and manage the Arts Warehouse. The motion was seconded by Mr. Branning. Mr. Branning had concerns about Exhibit E, Insurance Requirements, as being applicable particularly in reference to item D where it refers to construction costs. Board consensus was to amend the motion to include "subject to review of Exhibit E with the CRA's Insurance Advisor". Mr. Cox asked if there has been any economic impact analysis prepared for this project. Mr. Costello stated there had been one prepared when the CRA made a submission to the State Appropriations Committee for funding. Ms. Shutt recalled that it would produce some \$60 million dollars over five years as an impact return. Staff will email the information on the economic impact to the Board. The motion passed unanimously.

E. Executive Director Employment Agreement

Ms. Hayward introduced the item. She stated that since his employment as Executive Director began on January 12th, the CRA would like to amend the agreement to change the annual review date from October 1st to January 12th for purposes of consistency.

The Board Chair asked for Public Comments. There were none.

Mr. Rose made a motion to approve the First Amendment to the CRA's Executive Director Employment Agreement with Jeff Costello. Ms. Balestriere seconded the motion which passed unanimously.

F. Temporary Use Agreement – Foster Marine Contractor's Inc.

Ms. Shutt introduced the item. She reviewed the request from Foster Marine Contractors, Inc. to utilize two CRA-owned properties for staging purposes and storage of fill and aggregate material associated with the Capital Improvement Program for the reconstruction of SW 2nd Terrace between SW 7th and 8th Avenues.

The Board Chair asked for Public Comments. There were none.

Mr. Branning made a motion to approve the Temporary Use Agreement between the CRA and Foster Marine for the use of the properties located at 14 and 18 SW 12th Avenue. Mr. Rose seconded the motion which passed unanimously.

10. Other Business

A. Comments by Commissioners

Mr. Cox reported that WARC held a Goal Setting Session this past Saturday and thanked those who attended. They discussed the branding initiative for "The Set", and he felt it was a successful meeting. There will be an event in May that will be separate from the DBMC's 'Sets in the West'. He also commented that there will be an end of year summary that WARC along with the NW/SW Alliance have put together which will be coming to the CRA Board. The report is a summation of the collaboration of the two entities over the last five years. He would also like to have the Executive Director look at the option of drafting a Memorandum of Understanding (MOU) between WARC and the CRA. The reason for that he stated is within the Purchase & Sale Agreement there are components contained in the CBA Agreement. While the CRA is not part of the CBA, the CRA did sign the Purchase Agreement of which the CBA is a part, and there are points in the CBA that Counsel and the Director could find merit an MOU between WARC and the CRA. He would like, with Board consensus, to have the Executive Director look into it and see if an agreement could be brought back to the Board. Attorney Doody noted he would be happy to look into that with Mr. Costello. Board consensus was supportive.

B. Comments by Board Attorney – None

C. Comments by Executive Director

Mr. Costello thanked Ms. Hayward, Ms. Pena and Staff for their work on the CCC documentation which has been extensive. Regarding Old School Square, the City has been working with an architect on the OSS repairs and the costs are escalating so that will be coming to the Board. Also, he noted that while the Board approved bi-monthly Workshops, with the Budget for 2016/17 coming up there will probably need to be workshops through the rest of the year. Mr. Rose asked for an update on honoring Coach

Doozie. Mr. Costello reported he is working on that with Alberta Gaum at Parks and Recreation and has contacted family members, and various options are being looked into with the family's assistance.


D. Comments by Staff

West Atlantic Redevelopment Director Kristyn Cox noted that she is the Staff liaison for WARC, and there are a number of projects in her job description that WARC has the lead on, yet there is no funding agreement or MOU for the CRA to provide any assistance to further those initiatives. She has spoken with CRA Attorney David Tolces regarding her fundraising ability since she is CRA Staff, and there are also the Branding Initiative, the CBA, Plan Updates etc. which should be covered by some sort of partnership agreement.

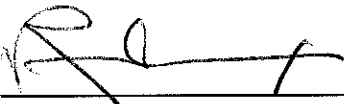
Economic Development Manager Elizabeth Burrows reminded the Board of the proclamation photo opportunity with the Mayor on Tuesday, May 3rd at 5:30. She also reviewed the We ♥ Small Biz events coming up for the month of May such as the MiniCon on May 4th which is almost sold out. She would appreciate support and participation at any and all of the events.

11. Adjournment

There being no further business the meeting was adjourned at 7:45.



Jeff Costello



Reginald Cox