

41A



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.

CRAWARC BOARD JOINT WORKSHOP MINUTES

Thursday, January 25, 2018 3:00 p.m.

City Hall – 1st Floor Conference Room

Delray Beach, FL 33444

STAFF PRESENT:

Jeff Costello	Joan Goodrich	Elizabeth Burrows	David Tolces
Lori Hayward	Renee Jadusingh	Susan Shaw	Kaliah Lewis
Kristyn Cox			

OTHERS PRESENT:

Yvonne Odum	Grecia Edmond	Ernestine Holliday	Price Patton
Shirley Johnson	Ari Whiteman	Eric Camacho	Ron Gilinsky
Mitch Katz	George Long		

1. Call to Order

Vice Chair Balestriere called the Workshop to order at 3:10 pm.

2. Attendance

CRA Board: Cathy Balestriere, Dedrick Straghn, Reggie Cox, Morris Carstarphen, Sandy Zeller

WARC Board: Chuck Ridley, Peter Perri, Zack Straghn, Dorothy Ellington, Anne Stacey-Wright, Patricia Wright, Raiko Knight, Rhonda Williams-Turner

3. Discussion –

a. CRA and WARC Partnership Agreement

Ms. Balestriere asked if anyone had any issues with there being some Board members who were not in attendance. There were no issues and Executive Director Jeff Costello noted the item is for discussion and the revisions resulting from this discussion will be presented to the CRA Board at a future meeting.

Mr. Costello reviewed some of the background on the item. He noted that at the last CRA Board Meeting direction was given for the Executive Director, WARC Chair, CRA Board Liaison to WARC and the CRA Board Attorney to meet and formulate an Agreement to be used as a framework for this Joint Workshop discussion. He stated there was a

41A

revised copy of the Agreement which was sent out that contains strike-throughs and underlines based on comments by the WARC Board. Mr. Costello noted that the CRA has traditionally assisted other non-profits with regard to capacity building, administrative, and financial assistance.

Mr. Zeller asked if there was a copy of the changes to The Set Transformation Plan (TSTP). Mr. Costello said there was not and that The Plan was sent to the City Commission with a spreadsheet with the recommended changes from the CRA Board. Ms. Balestriere said in order to get through the document at hand the Board needs to focus just on the Partnership Agreement. Mr. Zeller did not understand why this Agreement is needed and why it is being worked on without updating the Community Redevelopment Plan first. He did not feel the Board had the authority to negotiate such an Agreement. Attorney Tolces stated he went through the Redevelopment Plan which contains several references to WARC, and he said that the discussion today will help to determine if any amendment to the Redevelopment Plan is needed. Mr. Zeller felt the scope of this Partnership Agreement is far beyond the general terms contained in the Redevelopment Plan. He believed this is an unprecedented Agreement that exacerbates the problem with TSTP which may be impacted by the proposed legislation regarding CRA's. Mr. Tolces said there are two different things – this Partnership Agreement and TSTP and that there may be elements that will require amending the Redevelopment Plan. As to the legislation, he said no one knows what will happen so the Board has to operate within the statutes that are currently in place. Mr. Zeller wanted the Board to make a formal request to legal counsel to provide a written opinion of statutory and case analysis on how the CRA has the authority to proceed with an Agreement of this type. Mr. Cox asked Mr. Costello if he was aware of Mr. Zeller's question on the legal threshold of the Agreement. Mr. Costello responded affirmatively, and said he had informed Mr. Zeller the Board could move forward with the Agreement and once that is done it all has to tie back into the Redevelopment Plan. He noted he did inform the CRA Attorney as well of the question and response. Mr. Costello stated the Community Land Trust, the Delray Beach Marketing Cooperative, the Creative City Collaborative were all created through similar agreements and were initially funded by the CRA. Mr. Tolces noted that whether those Agreements were Funding Agreements or Program Agreements they provided for the sharing of staff, funding, and programming. Mr. Zeller reiterated his request for a written legal opinion. Mr. Tolces stated that request should be brought up at a Board Meeting and have a vote of the Board on the request. He added that the CRA has the authority to enter into an Agreement with an entity such as WARC so long as the provisions are consistent with the Redevelopment Plan.

The Boards proceeded to go through the draft Partnership Agreement beginning on page 4 Section 3. It was suggested that in line 2 of Subsection A the word 'shall' be changed to 'may' and the word 'staff' be inserted before liaison to read "The Set Redevelopment Director 'may' serve as the CRA's 'staff' liaison to the WARC Board...". Mr. Costello noted that Ms. Cox, West Atlantic Redevelopment Director, basically serves in that capacity currently. Mr. Cox clarified that the CRA Board Liaison (which he currently is) actually has specific duties to and he felt that was 'actual work' and should therefore be a paid staff role. He said Ms. Cox is basically already filling that role. After some discussion, Ms. Balestriere suggested that Mr. Tolces make the verbiage correlate to what the By-Laws state which was acceptable to both Boards. In Subsection B, it calls

for one full time Operations Coordinator position to be funded by the CRA. Mr. Ridley stated that the latest date for adding that position would be 2020, and Mr. Cox felt that position should be filled by October 1, 2018. There was some discussion regarding a job description for the position which has not yet been drafted. Ms. Cox explained some of the responsibilities of that position are yet to be developed but there are already tasks such as the coordination of committee structure, daily communications with the community etc. where assistance is already needed. Mr. Ridley added that it was also necessary to effectively carry out the Sunshine requirements. Mr. Cox noted that the key recommendation in WARC's Strategic Plan, which was funded by the CRA, was full time staff as being essential and so the CRA should also provide the means to make fulfillment of the Strategic Plan successful. Ms. Balestriere stated when the position is ready to be funded and has a job description, it will have to come back to the Board for approval so it could be added to the Agreement as an addendum at that time. Mr. Perri stated that Ms. Cox's workload is too much for one person. Ms. Balestriere said the Board only gives direction to Mr. Costello, and Ms. Ellington also noted that Mr. Costello decides the staffing requirements and directs personnel. They felt if a second staff person is needed for WARC then Mr. Costello should bring that request to the Board along with a job description as is done with any other CRA staff position. Mr. Tolces stated the goal is to create a position and fund it effective October 1, 2018, so he suggested that subject to budget appropriations and the creation of a job description the CRA could hire an Operations Coordinator to be funded by the CRA and supervised by The Set Redevelopment Director by no later than October 1, 2018. The proposal was acceptable to both Boards.

In regard to Section 3 in Subsection C on page 4, regarding CRA staff support, Ms. Balestriere felt it was not relevant to this document and does not need to be included. Mr. Perri felt there was no harm keeping it just to confirm that staff support will be provided for WARC initiatives. It was decided after some discussion to put that clause into the Agreement as a Whereas clause. Subsection D, Professional Consultancy Support, was then discussed and it was noted that this is already taking place, and that separate agreements would need to come before the Board for any consultants that need to be hired. Mr. Tolces stated that the important thing to note is that most of the revisions have to do with policies and programs which legal counsel does not generally work with, and that once those are agreed to, then legal can look at the language for legal accuracy. Mr. Straghn sought consensus to change the 'shalls' to 'mays' in this portion of the document. Mr. Tolces reminded the Boards that the CRA is statutorily bound by the budget. Ms. Balestriere asked about Subsection E, Office Space and Equipment for WARC. Mr. Costello stated it will be determined as things move forward as to whether it would be in the CRA offices or another location. Ms. Balestriere said she is thinking beyond the current Board and said for the future it would be good to have WARC have co-op space and share resources with another entity(ies).

In Section 5, Subsection A, Ms. Balestriere suggested it should say "Managing public relations 'in conjunction with' the CRA..." and also include "in conjunction with" in both Subsections B and C which was agreeable to the Boards. In Section 6, it was suggested to omit Subsection B (Managing relationships between the CRA, City and Community). After further discussion it was decided to combine all the sub-sections A, B, C, and D into one paragraph.

For Section 7, there was consensus to omit the whole Sub-section. For Section 8, Ms. Balestriere stated that any agency funded by the CRA has to follow those same guidelines and that WARC will not be treated any differently than any other agency during the funding/budgeting process. Ms. Balestriere voice a concern about when WARC submits their budget whether the CRA Board will have the ability to review each line item to assure its eligibility for funding and be able to remove anything inconsistent. Mr. Costello reviewed how the CRA budget process works. After some discussion, Attorney Tolces stated he will flesh out the language for the funding requirements in Section 8 so they are spelled out more specifically. Ms. Balestriere noted that additional funding from sources other than the CRA will be needed and asked how WARC thought they would go about that. Mr. Ridley reviewed some of the additional funding options including researching available grant funding, agreements with other partners, special fundraising events with sponsorships, etc. and said WARC does have a draft Fund Development Plan. He noted that WARC is clear they will need to phase in other financial options and that multiple funding streams will be needed, but that initially CRA funding will be needed for staffing etc. Ms. Balestriere suggested it be added into the document that WARC will also be procuring their own additional funding. Mr. Costello noted that everything which WARC will be working on may not be consistent with the CRA's mission and that will be determined during budget review.

Ms. Balestriere wanted to add the word 'sufficiently' in Section 15 the first sentence so it would read "If the CRA determines that WARC is not achieving the stated impacts and outcomes or is otherwise not 'sufficiently' furthering the CRA's goals and objectives..." and also in the last sentence to add 'sufficiently' before "filling the CRA's goals and objectives." There were no objections to adding that word. Mr. Zeller wanted to add in Section 12 the second sentence the phrase "in accordance with generally accepted accounting procedures" after "WARC hereby agrees to maintain books, records and documents". Discussion ensued as to what is meant by 'generally accepted accounting procedures' and whether that was required of all entities to which the CRA provides funding. It was left to legal counsel to research the CRA funding agreements and if it is not included then the Board can decide if they want to add that phrasing to all funding agreements for the next fiscal cycle. Ms. Hayward noted that all the non-profits receiving funding get annual audits. Ms. Ellington felt that would be important to have in the document that WARC will provide an annual audit of their books.

In reference to the term of the Agreement, Mr. Tolces referred to Page 4 Section 2 where it says it will be renewed annually pursuant to the CRA's annual budgeting process. He stated that if the WARC budget is approved and funding is included in the budget then the Agreement continues in effect and there is no need to come back with an amendment on an annual basis. Ms. Balestriere asked if WARC had considered any other partners to be included in the Agreement like the City or the Chamber of Commerce. Ms. Cox stated that the coalition building strategy is through MOU's between WARC and each individual organization and that currently WARC is in conversation with the DDA and Healthier Delray to that end. She added that in the future an Agreement with the City might well be in order.

Mr. Zeller asked if this Agreement is an item that is scheduled to be discussed at the City Commission/CRA Board Joint Workshop on Monday (January 29th) Mr. Costello said this

Agreement is not but that he would make the results of this workshop known to the City Manager. He added that the City Commission is aware of this Workshop. Ms. Balestriere confirmed that the revisions will be made and that it will return to the CRA Board. Board consensus was to give an update to the City Commission at the Joint Workshop on January 29th. Mr. Tolces stated that he will send the document to Mr. Ridley, Mr. Cox, Mr. Costello and Ms. Cox once the revisions have been made. It was decided that at that point it will go back to the WARC Board and then back to the CRA Board for approval.

5. Adjournment

The Workshop was adjourned at 5:22 pm.

Jeff Costello, Executive Director

Annette Gray, Board Chair