

Leon County Research and Development Authority
Board of Governors Meeting
Collins Building
2051 East Paul Dirac Drive, Tallahassee, FL 32310
Thursday, December 12, 2019
11:00am to 1:30pm

Minutes

Members in Attendance: Kimberly Moore, Eric Holmes, Dave Ramsay, Keith Bowers, Ray Bye, John Dailey, Kristin Dozier, Kevin Graham, Anne Longman, April Salter.

Members Not in Attendance: Sonjoy Goswami.

Guests: David Pollard and Alicia Wetherell, Tallahassee International Airport; Cristina Paredes and Steve Evans, Office of Economic Vitality; Stephanie Shoulet, NAI Talcor; Melissa VanSickle, Nelson Mullins Broad & Cassel; Ron Miller, Michael Tentnowski, Denise Bilbow, and Peggy Bielby, LCRDA Staff.

1. Call to Order

Chair Kimberly Moore called the meeting to order at 11:00am.

Kristin Dozier joined the meeting at 11:02am, April Salter joined the meeting at 11:04am.

2. Introduction of Guests

All present introduced themselves.

3. Airport Collaboration Opportunities Discussion---David Pollard, Director of Aviation, Tallahassee International Airport

In furtherance of goal 4(i) of the LCRDA Strategic Plan which states “Develop a collaboration plan jointly with Tallahassee Authority Board and senior leaders by engaging airport director with Executive Committee and/or Board to identify collaboration opportunities, David Pollard shared updates about increasing the airport profile, the status of the foreign trade zone, runway and terminal upgrades, and site readiness.

The Board discussed the importance of site-readiness and inventory assessment, both part of the LCRDA goals, and hosting a Board meeting at the airport and engaging partners to further collaboration. Partnering on grant funding requests could increase the odds of success with a single application. Cristina Paredes advised that the City of Tallahassee is conducting a site-readiness tabletop exercise in January 2020: putting together a draft project on airport property to run through city staff, growth management, permitting, stormwater, and utilities to gauge the quickness of response for expansion opportunities. Innovation Park long-term goals must acknowledge aging infrastructure and limited available undeveloped land.

4. Modifications to the Agenda

None.

5. Public Comment

None.

6. Approval of Draft Meeting Minutes, October 7, 2019

Keith Bowers offered a motion to approve the October 7, 2019 Board of Governors meeting minutes. Ray Bye seconded the motion which passed unanimously.

7. Consent Agenda

- a. Treasurer's Report
- b. Monthly Financial Reports
 - i. September 2019
 - ii. October 2019
- c. Investment Reports
 - i. September 2019
 - ii. October 2019

Ray Bye offered a motion to approve the Consent Agenda items. Anne Longman seconded the motion which passed unanimously.

David Ramsay joined the meeting at 12:02pm, John Dailey joined the meeting at 12:19pm.

8. Project WASP (later changed to Juggernaut)

The Executive Committee requests ratification of its proposal related to Project Wasp. Project Wasp is an economic development project with certain confidential business information pursuant to section 288.075, Florida Statutes.

Dave Ramsay announced that in order to avoid any possible appearance of a conflict of interest he would not participate in any discussion or votes regarding Project WASP.

Executive Director Ron Miller briefed each Board member individually in advance of the meeting. This is a confidential and multi-state competitive project: 386 new manufacturing jobs created over a 10-year period, \$45 million capital investment, Blueprint IA approval on Jan. 30, 2020, and company decision the first week of February 2020. LCRDA is being asked to provide a 12-acre outparcel plus the adjoining 4.7-acre state land lease parcel, allowing Roberts Avenue truck traffic access, to support North Paul Dirac relocation. The total 16.7 acres appraised value is \$805,000 and LCRDA paid \$650,000 for the 12-acre parcel in 1997. The company proposed two options: 1. The company purchases the land and develops the infrastructure 2. The City develops the land and the company has a lease to own option.

Cristina Paredes advised that OEV is still completing the project proposal but estimates that the company will qualify for 10 years targeted business program reimbursement of up to 100 percent of ad valorem taxes, including development fees. Not including equipment depreciation, this is a \$100+ million impact based on the \$45 million capital outlay. Pedestrian improvements options are being considered that will cost less than the \$4 million road closure option impact. The company qualifies for the State of Florida Targeted Industry Job Creation Program which reimburses based on the number of jobs created. The Qualified Target Industry Tax Refund incentive (QTI) includes refunds on corporate income, sales, ad valorem, intangible personal property, insurance premium, and certain other taxes depending on jobs created. QTI sunsets June 30, 2020. The job creation number of 386 new jobs includes manufacturing jobs, but not the R&D jobs, so that jobs number and its concurrent economic impact is expected to be revised upward as the company refines its proposal.

Ron Miller reported that the Executive Committee approved a preliminary proposal for selling the parcels to the company with certain incentives and concessions: purchase price of \$805,000, LCRDA pays partial closing costs, 10-year CAM fee abatement, payment terms for 5 years to with no interest: total value of \$213,000 (26.5% of the purchase price) which effectively reduces the price to \$35,000 per acre. The company declined and indicated it expected the property at zero cost.

Ron Miller and Cristina Paredes created a second proposal idea which Blueprint IA staff have not reviewed or approved: OEV invests an amount not to exceed \$805,000 to be used for LCRDA strategic plan identified capital projects, like pad-ready site development, lab space, Morgan building renovation for R&D, and any other OEV approved capital investment projects. The funds will be paid over not more than 5 years, and the land will be leased to the company through 2074 with claw back and sale provisions to assure the project is developed as anticipated. Substantial deviations from the agreement would require Board approval. Therefore, there are four options:

1. OEV investment proposal pending Blueprint IA approval.
2. Executive Committee proposal which the company rejected.
3. Company counterproposal of property at zero cost.
4. No further action.

Ron Miller noted that options 2, 3, and 4 could be conditioned on the outcome of option 1.

Steve Evans stated that the company has presented a unique opportunity and are a proven success, and he encouraged negotiations as the time-sensitive opportunity is significant. Cristina Paredes added that the project aligns with the targeted industries that have been approved by the Blueprint IA Board, supports the “Magnetic Capital of the World” claim, supports the airport supply chain goals, and that the company has been an exemplary community citizen.

After discussion the Board agreed to pursue Option 1, with a scheduled emergency “if needed” LCRDA Board of Governors meeting to be held on Jan. 31, 2020 if the Blueprint IA Board does not accept Option 1 at the Jan. 30, 2020 meeting.

John Dailey offered a motion to approve presenting the Option 1 proposal to the Blueprint IA Board at the January 30, 2020 meeting. Kristin Dozier offered a friendly amendment that the Board will convene in an emergency meeting on January 31, 2020 to consider additional options if Option 1 is not fully approved by the Blueprint IA Board. Ron Miller recommended that staff, OEV, and counsel are authorized to refine the specific terms of Option 1. Eric Holmes seconded the motion which passed unanimously with Dave Ramsay abstaining from the vote.

Ron Miller asked that the Board provide approval for him to amend the Planned Unit Development (PUD) to add the 12-acre outparcel subject to its requirements and at the same time do the other amendments that are needed to make the PUD consistent with the Covenants and Restrictions and also to subject the 12 acres to the Covenants and Restrictions that only requires a vote of the Board and filing of the appropriate instruments in the public records.

Ray Bye offered a motion to provide the requested authority. Eric Holmes seconded the motion which passed unanimously.

9. Executive Director Goals/Annual Evaluation

The Executive Committee requests approval of fiscal year 2019-20 goals for the Executive Director, and related updates to the Executive Director's Annual Evaluation form. Two versions of the evaluation form with a new section 10 are presented for consideration. The first version scores accomplishments for the five top level strategies. The second version scores accomplishment of each of the 15 specific tasks details in the goals.

Ray Bye offered a motion to approve the FY19/20 Goals and to utilize the first version of the evaluation form scoring accomplishments for the five top level strategies. Eric Holmes seconded the motion which passed unanimously.

Anne Longman left the meeting at 1:54pm.

10. Chair's Report

Kimberly Moore reported on the marketing matrix and calendar, and outreach to the Tallahassee Democrat.

11. Staff Reports

a. Executive Director

Ron Miller reported on goals including incubation and entrepreneurship development, asst maximization and readiness, and other activities.

b. Director of Entrepreneurship

Michael Tentnowski reported on the status of five grant applications, SBIR/STTR training, NFIL prospecting and programs.

c. Director of Programs and Communications

Denise Bilbow reported on two TechTopic events, E-Club, Collins Open House and Ribbon Cutting, Mentor Night and Trail Grand Opening. Tech Grant will be May 20, 2020.

d. Property Manager

Stephanie Shoulet reported on occupancy and non-routine repairs and maintenance.

12. New Business

None.

13. Adjourn

The meeting was adjourned at 1:59pm.

Upcoming meetings

Board of Governors Meeting

Thursday, February 13, 2020

11:00am – 1:30pm

Collins Building

2051 E Paul Dirac Dr

Tallahassee, FL 32310

FORM 8B MEMORANDUM OF VOTING CONFLICT FOR COUNTY, MUNICIPAL, AND OTHER LOCAL PUBLIC OFFICERS

LAST NAME—FIRST NAME—MIDDLE NAME Ramsay, David	NAME OF BOARD, COUNCIL, COMMISSION, AUTHORITY, OR COMMITTEE Leon County Research & Development Authority		
MAILING ADDRESS 2051 E Paul Dirac Dr	THE BOARD, COUNCIL, COMMISSION, AUTHORITY OR COMMITTEE ON WHICH I SERVE IS A UNIT OF: <input type="checkbox"/> CITY <input type="checkbox"/> COUNTY <input type="checkbox"/> OTHER LOCAL AGENCY		
CITY Tallahassee	COUNTY Leon	NAME OF POLITICAL SUBDIVISION: Special District	
DATE ON WHICH VOTE OCCURRED December 12, 2019	MY POSITION IS: <input type="checkbox"/> ELECTIVE <input checked="" type="checkbox"/> APPOINTIVE		

WHO MUST FILE FORM 8B

This form is for use by any person serving at the county, city, or other local level of government on an appointed or elected board, council, commission, authority, or committee. It applies to members of advisory and non-advisory bodies who are presented with a voting conflict of interest under Section 112.3143, Florida Statutes.

Your responsibilities under the law when faced with voting on a measure in which you have a conflict of interest will vary greatly depending on whether you hold an elective or appointive position. For this reason, please pay close attention to the instructions on this form before completing and filing the form.

INSTRUCTIONS FOR COMPLIANCE WITH SECTION 112.3143, FLORIDA STATUTES

A person holding elective or appointive county, municipal, or other local public office MUST ABSTAIN from voting on a measure which would inure to his or her special private gain or loss. Each elected or appointed local officer also MUST ABSTAIN from knowingly voting on a measure which would inure to the special gain or loss of a principal (other than a government agency) by whom he or she is retained (including the parent, subsidiary, or sibling organization of a principal by which he or she is retained); to the special private gain or loss of a relative; or to the special private gain or loss of a business associate. Commissioners of community redevelopment agencies (CRAs) under Sec. 163.356 or 163.357, F.S., and officers of independent special tax districts elected on a one-acre, one-vote basis are not prohibited from voting in that capacity.

For purposes of this law, a "relative" includes only the officer's father, mother, son, daughter, husband, wife, brother, sister, father-in-law, mother-in-law, son-in-law, and daughter-in-law. A "business associate" means any person or entity engaged in or carrying on a business enterprise with the officer as a partner, joint venturer, coowner of property, or corporate shareholder (where the shares of the corporation are not listed on any national or regional stock exchange).

* * * * *

ELECTED OFFICERS:

In addition to abstaining from voting in the situations described above, you must disclose the conflict:

PRIOR TO THE VOTE BEING TAKEN by publicly stating to the assembly the nature of your interest in the measure on which you are abstaining from voting; and

WITHIN 15 DAYS AFTER THE VOTE OCCURS by completing and filing this form with the person responsible for recording the minutes of the meeting, who should incorporate the form in the minutes.

* * * * *

APPOINTED OFFICERS:

Although you must abstain from voting in the situations described above, you are not prohibited by Section 112.3143 from otherwise participating in these matters. However, you must disclose the nature of the conflict before making any attempt to influence the decision, whether orally or in writing and whether made by you or at your direction.

IF YOU INTEND TO MAKE ANY ATTEMPT TO INFLUENCE THE DECISION PRIOR TO THE MEETING AT WHICH THE VOTE WILL BE TAKEN:

- You must complete and file this form (before making any attempt to influence the decision) with the person responsible for recording the minutes of the meeting, who will incorporate the form in the minutes. (Continued on page 2)

APPOINTED OFFICERS (continued)

- A copy of the form must be provided immediately to the other members of the agency.
- The form must be read publicly at the next meeting after the form is filed.

IF YOU MAKE NO ATTEMPT TO INFLUENCE THE DECISION EXCEPT BY DISCUSSION AT THE MEETING:

- You must disclose orally the nature of your conflict in the measure before participating.
- You must complete the form and file it within 15 days after the vote occurs with the person responsible for recording the minutes of the meeting, who must incorporate the form in the minutes. A copy of the form must be provided immediately to the other members of the agency, and the form must be read publicly at the next meeting after the form is filed.

DISCLOSURE OF LOCAL OFFICER'S INTEREST

I, David Ramsay, hereby disclose that on December 12, 20 19:

(a) A measure came or will come before my agency which (check one or more)

- inured to my special private gain or loss;
 inured to the special gain or loss of my business associate, _____;
 inured to the special gain or loss of my relative, _____;
 inured to the special gain or loss of _____, by whom I am retained; or
 inured to the special gain or loss of _____, which is the parent subsidiary, or sibling organization or subsidiary of a principal which has retained me.

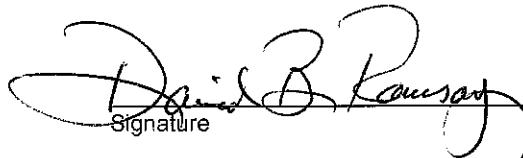
(b) The measure before my agency and the nature of my conflicting interest in the measure is as follows.

The entity is my client.

If disclosure of specific information would violate confidentiality or privilege pursuant to law or rules governing attorneys, a public officer, who is also an attorney, may comply with the disclosure requirements of this section by disclosing the nature of the interest in such a way as to provide the public with notice of the conflict.

December 12, 2019

Date Filed


Signature

NOTICE: UNDER PROVISIONS OF FLORIDA STATUTES §112.317, A FAILURE TO MAKE ANY REQUIRED DISCLOSURE CONSTITUTES GROUNDS FOR AND MAY BE PUNISHED BY ONE OR MORE OF THE FOLLOWING: IMPEACHMENT, REMOVAL OR SUSPENSION FROM OFFICE OR EMPLOYMENT, DEMOTION, REDUCTION IN SALARY, REPRIMAND, OR A CIVIL PENALTY NOT TO EXCEED \$10,000.