

**Leon County Research and Development Authority**  
**Board of Governors Meeting**  
Thursday, April 6, 2017  
Knight Administrative Centre  
1736 W. Paul Dirac Drive, Tallahassee, FL 32310

**MINUTES**

**Members in Attendance:** Anne Longman (Chair), Keith Bowers, Dustin Daniels, Paul Dean, Kim Dixon, Kristin Dozier, Eric Holmes, Kim Moore, Dave Ramsay, Kim Williams

**Members not in Attendance:** April Salter

**Guests:** Ron Miller, Denise Bilbow, Peggy Bielby (LCRDA Staff); Stephanie Shoulet (NAI Talcor); Melissa VanSickle (Broad and Cassel)

1. Call to Order  
Chair Anne Longman called the meeting to order at 11:12am.
2. Introduction of Guests  
All present introduced themselves.
3. Modifications to Agenda  
Ron Miller noted two modifications to the Consent Agenda: 1. Item 6.d.ii. RFP 17-01 the schedule is subject to change, and 2. Item 6.i. General Counsel Contract, the extension date is September 30, 2018.
4. Public Comment  
None.
5. Approval of Draft Meeting Minutes, Board of Governors, February 2, 2017

*Kim Moore offered a motion to approve the February 2, 2017 Board of Governors Meeting Minutes. Kim Dixon seconded the motion, which passed unanimously.*

6. Consent Agenda
  - a. Treasurer's Report
    - i. Report January/February
    - ii. Monthly Financial Report, January 2017
    - iii. Monthly Financial Report, February 2017
  - b. Investments
    - i. Report, January 2017
    - ii. Report, February 2017
  - c. Executive Committee Report, March 29, 2017
  - d. Audit Committee
    - i. Report, March 21, 2017
    - ii. RFP 17-01 Professional Auditing Services  
The Executive Committee requests ratification of its approval of RFP 17-01 Professional Auditing Services as recommended by the Audit Committee.
  - e. Avalanche Mortgage on Leasehold Interest
    - i. Consent to Mortgage on Leasehold Interest  
The Executive Committee requests ratification of its approval of an agreement with Avalanche Partnership and Sunshine Community Lender consenting to a mortgage on the leasehold

interest on lot's 2E and 3E consistent with the requirements under Article 7 of the Authority's lease agreement with Avalanche. The lease requires consent from the Authority for mortgages where the proceeds are not applied in improving the property. The mortgage represents the refinancing of a previous mortgage.

ii. Consent to conflict of interest

The Executive Committee requests ratification of its approval to consent to Broad and Cassel's conflict of interest due to its representation of Sunshine in connection with the Avalanche mortgage, and representation of the Authority as General Counsel. The Chair agreed to Broad and Cassel's representation of the Authority with respect to the matter.

f. HVAC Preventative Maintenance Contract

The Executive Committee requests ratification of its approval of a services agreement with Parker Services to provide HVAC preventative maintenance services at an annual cost of \$11,572. The contract represents a 42% cost reduction, or an annual savings of \$8,232.

g. Purchasing Policy

The Executive Committee requests ratification of its approval of changes to policy 11-03 Purchasing Policy. The purpose of the changes to the policy is to clarify the authority delegated by the Board of Governors to conduct certain purchasing activities by the Executive Director of the Authority and other "Agents" as defined in the policy.

h. Credit Card Policy

The Executive Committee requests ratification of its approval of changes to policy 11-15 Credit Card Policy. The purpose of the changes to the policy is to delegate certain authority and responsibility to the Executive Director regarding the issuance of credit cards to staff and related credit limits, remove the Chair's responsibility for review and approval of the Executive Director's transaction consistent with policy 11-03 Purchasing Policy, and transfer the Treasurer's responsibility for review of credit card transactions to the Authority's Accountant.

i. General Counsel Contract

The Executive Committee requests ratification of its decision to forego competitive procurement for Legal Services, and extend the contract with Broad and Cassel (as assigned) under the same terms and conditions for an additional year through September 20, 2018.

*Kim Moore offered a motion to approve the Consent Agenda items, as modified. Kim Williams seconded the motion which passed unanimously.*

7. Audited Financial Statements - Dustin Daniels, Audit Committee Chair

*Kristin Dozier offered a motion to ratify the Executive Committee approval of the Audited Financial Statements for the fiscal year ended September 30, 2016. Dave Ramsay seconded the motion, which passed unanimously.*

8. Project Campus – Ron Miller, Executive Director

**Documents related to this agenda item are confidential pursuant to Ch. 288.075, Florida Statutes. Paul Dean and Dave Ramsay disclosed that they would recuse themselves from voting on this item and executed and filed Form 8B Memorandum of Voting Conflict. Dave Ramsay noted that he recused himself from voting on the item in the Executive Committee meeting for the same reason and filed a separate Form 8B.**

*Dustin Daniels offered a motion to approve the agreements related to Project Campus. Kim Moore seconded the motion, which passed 8-0 with 2 not voting.*

9. Jump Start Status Update—Kristin Dozier, Immediate Past Chair & Jump Start Committee Chair

Kristin Dozier reported that since the last committee meeting in January 2017, the committee representatives have met with the architects twice, and with the engineers. The business plan and financial

model will depend on what options those plans and assessments indicate. The project maybe phased. Mary Jo Spector has resigned from the committee but will continue to offer assistance, although not as a voting committee member. The US Department of Commerce, Economic Development Administration (EDA) representative Greg Vaday is highly engaged in assisting and advocating. Melissa VanSickle reported that the Authority is in a position to accept tax free donations without the creating a 501(c)(3), which is an extensive and complex undertaking. Staff will continue to explore the options including talking to Community Foundation of North Florida about the use of a pass-through 501(c)(3). Chair Anne Longman directed staff to get the EDA grant application and to start assembling required information.

10. Working with CRTPA and Road Prioritization Discussion—Kristin Dozier

Kristin Dozier reported that FSU, via Will Butler and Kevin Graham, made a presentation at the February 21, 2017 Blueprint IA Board of Directors meeting re: Future Plans for the Southwest Campus (including the roads and neighborhoods around Innovation Park, primarily Alumni Village). Blueprint and CRTPA are working in tandem on the 2020 infrastructure/road projects, and are using the same ranking. Both Orange Avenue and FAMU Way are highly ranked. Kristin recommended reaching out to Charles Hargraves (Blueprint/PLACE) and Greg Slay (CRTPA) and maintaining a dialogue about the plans.

Kristin also noted that she has been named to serve on the Board of Directors for the Apalachee Regional Planning Council as a Leon County Representative and to the Executive Committee as a Policy Board Member. The City is working on a Foreign-Trade Zone designation and Kristin will provide a report for the Board with details.

11. Chair's Report—Anne Longman, Chair

Anne Longman noted that the election of 2017-2018 officers will take place at the August 3, 2017 Board of Governors meeting and encouraged the new members to think about serving as officers. Anne also suggested the Board discuss Park planning at the August board meeting or hold a special meeting if necessary.

Keith Bowers left the meeting at 12:43pm. Kim Moore left the meeting at 1:03pm.

12. Staff Reports:

a. Director of Programs and Communications Report

Denise Bilbow reported that the Tech Grant Elevator Pitch night will be May 17, 2017. The five finalists will be announced April 12. The Entrepreneurs Club @ Innovation Park met for the first time on Feb. 28, 2017. EEP Class 13 is underway, and the Innovation Park website has been optimized for search engine results for keyword searches including "Innovation Park" and "North Florida Research Park" and "Florida Research Park".

b. Property Manager's Report

Stephanie Shoulet reported on building occupancy, non-routine repairs and maintenance, tenant issues, and her discussions with the landscaping company re: its scope of work, and updating the City Consolidated Dispatch re: GIS building locations.

c. Executive Director's Report

Ron Miller reported that the lakeside trail proposals will be presented to the Executive Committee. After construction, sponsorship opportunities for benches and other enhancements will be considered.

13. New Business

None.

14. Adjourn

The meeting adjourned at 1:15pm.

**Next Meeting: June 1, 2017**

(Subsequent meetings held the first Thursday of even numbered months.)

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

LAST NAME—FIRST NAME—MIDDLE NAME <b>Dean, T. Paul</b>		NAME OF BOARD, COUNCIL, COMMISSION, AUTHORITY, OR COMMITTEE <b>Leon County Research and Development Authority</b>	
MAILING ADDRESS <b>1769 E. Paul Dirac Drive</b>		THE BOARD, COUNCIL, COMMISSION, AUTHORITY OR COMMITTEE ON WHICH I SERVE IS A UNIT OF: <input type="checkbox"/> CITY <input type="checkbox"/> COUNTY <input checked="" type="checkbox"/> OTHER LOCAL AGENCY	
CITY <b>Tallahassee</b>	COUNTY <b>Leon</b>	NAME OF POLITICAL SUBDIVISION: 	
DATE ON WHICH VOTE OCCURRED <b>04/06/2017</b>		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, T. Paul Dean, hereby disclose that on April 6, 20 17 :

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

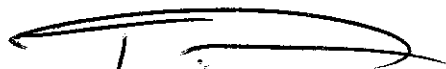
- inured to my special private gain or loss;
- inured to the special gain or loss of my business associate, \_\_\_\_\_ ;
- inured to the special gain or loss of my relative, \_\_\_\_\_ ;
- inured to the special gain or loss of Project Campus Company, by whom I am retained; or
- inured to the special 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:

Project Campus is an economic development project being considered by the Board of Governor's of the Leon County Research and Development Authority to which I am appointed. The details of the project are confidential pursuant to Section 288.075, Florida Statute. I am retained by the company associated with the project, and therefore recuse myself from voting on the matter before the Board.

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.

April 6, 2017  
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.



**APPOINTED OFFICERS (continued)**

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- 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 April 6, 20 17 :

(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 Project Campus Company \_\_\_\_\_, 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.

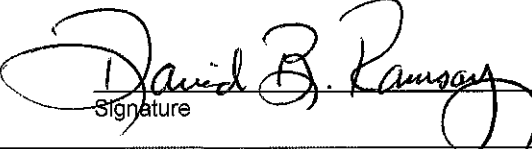
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