

Leon County Research and Development Authority
Board of Governors Meeting
Collins Building
2051 East Paul Dirac Drive
Tallahassee, FL 32310

August 4, 2022
11:00am to 1:00pm

Minutes

Members in Attendance In-Person: Kevin Graham, Tom Allen, Keith Bowers, Kristin Dozier, Eric Holmes, Shawnta Friday-Stroud, Anne Longman, Kimberly Moore, Dave Ramsay.

Members in Attendance by Electronic Means: Ray Bye.

Members Not in Attendance: John Dailey.

Guests: Melissa VanSickle, Nelson Mullins Broad & Cassel; Stephanie Shoulet, NAI Talcor; Ron Miller, Bill Lickson, Kaizsa Grant-Threatt, Peggy Bielby, LCRDA Staff.

1. Call to Order

Kevin Graham called the meeting to order at 11:00am.

2. Introduction of Guests

All present introduced themselves.

3. Approval of Participation by Electronic Means

In accordance with the Bylaws, there being a quorum of members present in person, the members of the Board present in person are required to approve participation by those participating via Electronic Means acknowledging that the COVID-19 pandemic constitutes extraordinary circumstances.

Kristin Dozier offered a motion to allow participation by electronic means. Eric Holmes seconded the motion which passed unanimously with Ray Bye not voting.

4. Modifications to the Agenda

Ron Miller offered additions to the Agenda as set forth in the Revised Agenda:

Agenda Item 7.b.ii.: August 1, 2022 Executive Committee Report

Agenda Item 9.d.: Treasurer's Two-Year Forecast

Agenda Item 10.a.: Executive Director and Business Manager Position Description

Agenda Item 10.b.: Executive Search Firm

Agenda Item 10.c.: Business Manager Position

5. Public Comment

None.

6. Approval of Draft Meeting Minutes, June 2, 2022

Tom Allen offered a motion to approve the meeting minutes. Kimberly Moore seconded the motion which passed unanimously.

7. Consent Agenda

a. Investment Report-June 2022

b. Executive Committee Report:

i. July 21, 2022

ii. August 1, 2022

c. Nominating Committee Appointment

Executive Committee requests ratification of its appointment of Vice Chair Tom Allen to serve on the Leon County Nominating Committee as the Authority's designee. The Authority's Board of Governors will have three Leon County Commission appointed board members' terms expiring on September 30, 2022. In accordance with County Ordinance, a committee convened by the County will review applications and make nominations to the Commission to fill those seats. The Authority's board chair is appointed to serve on the committee unless the chair is applying for re-appointment to the board. In which case, the Board must designate an alternate to serve on the committee. Chair Kevin Graham's term is expiring and intends to re-apply for appointment. The County is currently scheduling the nominating committee meeting and has requested the name of the Authority's designee.

d. RFP 22-03 Elevator Modernization Request for Proposals

Executive Committee requests ratification of its approval of the staff request to issue and advertise RFP 22-03 for the modernization of the elevators in the Don Fuqua Research Center Morgan and Johnson Building, and to appoint Ron Miller, Stephanie Shoulet, and the elevator consultant Dan Hunter as the committee to evaluate the responses and make a recommendation to the Board. Elevators in the Morgan and Johnson Buildings were installed in the buildings when they were constructed in 1987 and 1993, respectively. Code regulations for elevators have changed during that time, and the appearance and mechanical operations of the cabs are deteriorating. As previously approved by the board, a consultant was hired to develop the technical specifications for the modernization of the elevators and to assist with an RFP process and to oversee the project.

e. Local Support Grant Opportunity

Executive Committee requests ratification of its approval of the staff decision to apply, to the State of Florida through Representative Shoaf, for a Local Support Grant in the amount for \$250,000 to support Land Planning, Geotechnical Investigation, and Pad-Ready Certification of some of the undeveloped land at Innovation Park. and to authorize staff to accept the grant if it is awarded.

~END OF CONSENT AGENDA~

Tom Allen offered a motion to approve the consent agenda items. Kimberly Moore seconded the motion which passed unanimously.

8. Election of Officers – Melissa VanSickle, General Counsel

Bylaws section 2.5(a). The election of the Officers of the Authority shall occur at the last meeting of the Board each fiscal year, with the term in office to begin October 1 of the next fiscal year. All Officers shall hold office strictly at the pleasure of the Board. General Counsel will present a slate of candidates, accept nominations from the floor, and conduct the vote for Chair, Vice Chair, and Treasurer.

Melissa VanSickle reviewed the slate of candidates. She noted that Chair Kevin Graham has applied for re-appointment, and that Vice Chair Tom Allen would preside as Chair until a new Chair was selected should Kevin Graham not be re-appointed.

Kristin Dozier offered a motion to nominate the slate of candidate officers. Kimberly Moore seconded the motion. There were no nominations from the floor. The slate of officer candidates passed unanimously.

9. Treasurer’s Report—David Ramsay

- a. Treasurer’s Summary Report
- b. Monthly Financial Reports:
 - i. May 2022
 - ii. June 2022
- c. Financial Forecast for Remainder of FY 2021-22
- d. Two-year forecast

Treasurer David Ramsay presented his report to the Board and supporting financial reports.

Kristin Dozier offered a motion to accept the Treasurer’s Report. Keith Bowers seconded the motion which passed unanimously.

10. Executive Director Position—Chair Kevin Graham

Chair Graham will report on the Executive Committee’s discussion and planned next steps regarding the upcoming Executive Director position vacancy following Ron Miller’s announced retirement.

- a. The Executive Committee recommends the Authority add a Business Manager position to support the Executive Director’s role. The Committee seeks the Board’s input regarding the attached position descriptions:
 - i. Executive Director Position Description
 - ii. Business Manager Position Description
- b. Executive Search Firm

The Executive Committee requests approval of its recommendation to contract with Opus Partners to conduct a national search to fill the Executive Director position. Duties, responsibilities, and compensation will be consistent with the attached position description as amended by the Board. The contract will include the firm’s fees, expenses, and guarantee as described in its attached proposal. Procurement policy considerations will be presented by Counsel at the meeting. Staff requests the Executive Committee serve as the hiring committee to work with the search firm and recommend candidates to the full Board for its final selection and approval.

- c. Business Manager Position

The Executive Committee requests approval of its recommendation to direct staff to hire a Business Manager with duties, responsibilities, and compensation consistent with the attached position description as amended by the Board. Staff requests Board direction regarding its desired process and final authority for filling this position.

After discussion Dave Ramsay offered a motion that the Authority engage Opus Partners as the search firm for the Executive Director position. Kristin Dozier seconded the motion. Kevin Graham offered a friendly amendment, accepted by Dave Ramsay and Kristin Dozier, that Opus Partners be directed, based on their professional history and skillset, to further refine the ED job description. After further discussion, Kevin Graham offered a friendly amendment, accepted by Dave Ramsay and Kristin Dozier, to include the Opus Partners’ recommendations regarding salary range up to the current ED salary base, subject to further input from Opus Partners. Kevin Graham restated the motion as authorizing

the Executive Committee to piggyback on FSU's contract with Opus Partners at acceptable terms at least as good as the terms provided to FSU; and to work with Opus Partners regarding the salary range and job descriptions, bringing three candidates to the Board for its consideration. Kristin Dozier offered an amendment to waive Purchasing Policy 11-03 as necessary to expedite the search firm contracting process if piggybacking on the FSU contract with Opus Partners is not possible or at acceptable terms. Dave Ramsay accepted the amendment to the motion. The motion, as amended, passed unanimously.

Kristin Dozier offered a motion to direct a committee comprised of Ron Miller, Bill Lickson, and David Ramsay to conduct a search and hire a business manager as set forth in the Business Manager Position Description. Anne Longman seconded the motion which passed unanimously.

11. Innovation Park TLH, Inc DBA North Florida Innovation Labs (IPTLH)—Bill Lickson

Director Lickson led a discussion regarding key questions for the continued development of the IPTLH organization and the Authority's recommendations to the IPTLH Board:

- a. IPTLH Board Composition
- b. Optimal legal structure regarding protection of IPTLH client intellectual property
- c. Sources, uses and timing of future funding requirements
- d. Funding strategies

Bill Lickson reviewed the progress at North Florida Innovation Labs, community engagement and fundraising, as well as next steps, opportunities, challenges, and projected incremental HR needs. After discussion the Board agreed to send names of potential IPTLH Board of Director members to Bill.

12. Chair's Report

None.

13. Staff Reports as included in the Agenda Packet

- a. Executive Director
- b. Director of North Florida Innovation Labs
- c. Manager of Marketing & Communications

14. New Business

None.

15. Adjourn

The meeting was adjourned at 1:34pm.