



Organization and Equity Subcommittee Meeting

May 11, 2011
10:00 a.m. – 12:30 p.m.

South Florida Regional Transportation Authority
800 NW 33rd Street, Suite 100
Pompano Beach, FL 33064

Draft Meeting Minutes

The Organization and Equity Subcommittee convened for the purpose of facilitating the development of the Executive Committee and overall logistics of Committee rules and processes.

Meeting Attendees:

The meeting commenced at approximately 10:20 a.m. and concluded at 12:30 p.m. In attendance were the following Executive Committee members (listed in no particular order):

1. Jack Osterholt, Executive Director, SFRPC
2. Carla Coleman, Executive Director, Urban Land Institute
3. Samuel Ferreri, Board Member, TCRPC; Mayor, City of Greenacres
4. Heather Carruthers, Vice Chair, SFRPC; Mayor, Monroe County
5. Tom Gustafson, TCRPC Appointment; Director, Lehman Center for Transportation Research
6. Michael Busha, Executive Director, TCRPC

The following subcommittee members were excused due to previous conflicts: Peter O'Bryan, TCRPC Secretary / Treasurer, Indian River County Commissioner; FDOT District 6 Secretary Gus Pego (Phil Steinmiller attended the meeting on his behalf); and Kevin J. Foley, TCRPC Vice Chair.

Mr. Osterholt formally began the Organization and Equity Subcommittee by welcoming everyone in attendance to the meeting. As a first order of business he announced that he and Michael Busha, Executive Director, TCRPC, would need to resign from the Executive Committee and subcommittees in order to avoid potential violations of the Sunshine Law that might arise when the two directors speak with each other or board members on the Executive Committee about the Sustainable Communities Initiative. He and Michael Busha will continue to work with the Executive Committee and its subcommittees in a staff capacity.

The next order of business was the selection of the Chair and Vice Chair of the Organization and Equity Subcommittee. Mayor Ferreri motioned and was seconded by Mayor Carruthers, on the nomination and selection of Carla Coleman as the Chair of the Subcommittee. Carla Coleman motioned and was seconded by Mayor Carruthers, on the nomination and selection of Mayor Ferreri as the Vice Chair of the Subcommittee. Both appointments were unanimously approved.

Following the election of Chair and Vice Chair of the Subcommittee, Chair Coleman updated the Subcommittee on two new Executive Committee members: Barrington Wright of the City of Plantation, an appointee of the SFRPC with expertise in the area of affordable housing; and Doug Bournique of the City of Vero Beach, Executive Vice President and General Manager of the Indian Citrus League with expertise in water resources. Ms. Coleman handed over the meeting to John Kaliski of Cambridge Systematics who gave an overview presentation on the Organization and Equity Subcommittee.

Mr. Kaliski, in his presentation to the Subcommittee, covered organizational issues and discussion topics including, but not limited to, the framework for expanding the Executive Committee, leadership and membership of the Partnership, and Work Group meetings. He requested input regarding the Subcommittee's thoughts on potential Committee Rules and Processes and reviewed the draft Consortium Agreement and Summary.

Topics discussed during the Subcommittee meeting included general governance issues such as expansion of the Executive Committee, terms of office, quorums, and decision making processes for the Executive Committee, Subcommittees, and Work Groups.

Subcommittee observations during the course of the meeting included the following:

- Geographic representation of elected officials from Miami-Dade (and other Counties) is important.
- It is important to allow the work groups to evolve as they meet. The concept is to be less prescriptive and let the preferred process to bubble up to a certain extent.
- There are additional topics that will need to be addressed by the Work Groups including energy conservation and independence; food security and agriculture; commercial fishing; and military. These topics could be covered by several Work Groups.
- It was agreed that the draft rules and procedures should allow for the Chair and Vice Chair to serve in those positions for the three year term of the grant, and for members of the Executive Committee to remain on the Committee during the three year term of the grant, with the caveat that if someone is termed out or defeated during their service on the Executive Committee, or if they are serving in a representative capacity of a particular organization, the body which they represent should be asked whether or not they want the person to continue representing them. If the represented organization requests a new representative, the initial representative might continue to serve on the Executive Committee in a new capacity for purposes of continuity.
- In the context of how to ensure continuity on the Executive Committee during the lifetime of the grant, there should be the ability to have at-large members.
- An attendance record that can be distributed to all those who are consortium participants should be kept so that if a member serving on the Executive Committee in a

representative capacity is not attending meetings, the Consortium participant has the ability to address the issue in some way.

- It was suggested that depending on the size of the Work Groups, it might be good to have two vice chairs so that there would be two persons in addition to the Chair with titles. It would be helpful for them to have “official” titles when the Chair and Vice Chair(s) of the Work Group address or approach different groups. Direction was given that the Work Groups should be able to make their own determination.
- The concern was raised that because of the potential for large Work Groups given the need to ensure geographic diversity and the diversity of perspectives, achieving quorum might be difficult. It was agreed that quorums would not be necessary for the Work Groups.
- It is important to strive for a seven day notice of meeting agenda and backup materials as a general rule.
- It is important to have a balance between electronic meetings and physical meetings to ensure that the public has access. The preference is to have physical meetings although subcommittees should be able to have working conference calls to discuss matters. Florida law requires a physical meeting at which a quorum is present in order to allow for members participating by phone to vote.
- For purposes of the Executive Committee and Subcommittees, voting designees should not be permitted.
- With regards to voting requirements, we should separate “policy” votes from “day-to-day” or votes that manage the grant when deciding whether to use majority or super majority standard.
- For votes related to the materials that will go to the regional summits, a 2/3 vote is necessary.
- The issue of Health vs Healthy Communities (identified in the Narrative Work Plan) may mean relocation to the Development Patterns, Housing & Transportation Committee from the Community Assets, Health & Culture Work Group.

Public comment

- There should be the ability to continue a meeting after a quorum is achieved if a quorum is subsequently lost.
- There should be a 2/3 vote for policy related issues.

Ms. Cosio Carballo gave an overview of the Consortium Agreement and related materials and the process starting with the HUD Notice of Funding Availability to the present time. The Consortium Agreements do not reflect an expansion of the original commitments made by the Consortium participants. Following ratification by HUD of the draft consortium agreement, staff will distribute the Agreement to the Consortium participants and Partnership members with a focus on the initial 45 Consortium participants who are requested to execute the Agreement as quickly as possible.

The Chair recognized and thanked Tom Gustafson for his work on an initial draft for a potential approach to rules and processes.

In advance of the May 27, 2011 Executive Committee meeting, staff will prepare a draft interim report regarding the possible expansion of the Executive Committee and rules, processes and procedures of the Executive Committee. A telephone / webinar Organization and Equity Subcommittee meeting will be held prior to the May 27th meeting to review and discuss possible approaches to expansion of the Executive Committee and draft rules and processes.

Motions:

Mayor Ferreri motioned and was seconded by Mayor Carruthers, on the nomination and selection of Carla Coleman as the Chair of the Organization and Equity Subcommittee.

Carla Coleman motioned and was seconded by Mayor Carruthers, on the nomination and selection of Mayor Ferreri as the Vice Chair of the Subcommittee.

Mayor Ferreri motioned to move forward on ratification of the action taken by the Subcommittee, once H.U.D. has reviewed and approved the Consortium Agreement and attachments that need to be sent out to members.