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6 JACKSONVILLE HOUSING AUTHORITY  
7 BOARD OF COMMISSIONERS SPECIAL MEETING  
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10 TAKEN: Tuesday, January 16, 2024  
11 TIME: 2:01 p.m. to 4:02 p.m.  
12 PLACE: Jacksonville Housing Authority  
13 1300 North Broad Street  
14 Jacksonville, Florida 32202  
and via videoconference  
15 Taken by Carol DeBee Martin, court reporter.  
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1 APPEARANCES:  
2 DWAYNE ALEXANDER, JHA PRESIDENT/CEO  
3 CHAIRMAN CHRISTOPHER WALKER  
4 COMMISSIONER HEATHER HOROVITZ  
5 COMMISSIONER HANK ROGERS  
6 COMMISSIONER HARRIET BROCK  
7 COMMISSIONER ANDREA REYES  
8 KORT PARDE, ESQUIRE  
9 LAWSIKIA HODGES, ESQUIRE (OGC)  
10 REECE WILSON, ESQUIRE (OGC)  
11 EVANN MORRIS  
12 ANTONIO PEREZ  
13 DENNIS LOHR, CFO  
14 DANIEL MITCHELL  
15 CATHLEEN PONDER-HUNT  
16 VANESSA DUNN  
17 TODD AUBUCHON  
18 REYNOLD PETERSON  
19 CRYSTAL BLACKMER  
20 LAILA DARBY  
21 LINDA SIMS  
22 INEEDA JACOBS  
23 ERICA THORPE  
24 SATONIA HART  
25 SHERTAVIA LEGREAR (Public Comment)  
DAVID GARFUNKEL (LIFT JAX)  
JOHN FINOTTI (Tucker Hall)  
RON ANGERER  
MARY DeVRIES, ESQUIRE (JALA)  
JAKE STOAFAAN (Action News Jax)  
STEVE BERRIOS (Action News Jax Cameraman)  
  
VIA VIDEOCONFERENCE  
KACEE JOHNSON LACKEY, ESQUIRE (BMO)  
TANYA DEMPSEY (CSG)  
KAREEM BRANTLEY (The Integral Group)  
DARYL JONES (The Integral Group)  
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1 PROCEEDINGS  
2 January 16, 2024 2:01 p.m.  
3 CHAIRMAN WALKER: Okay. Good afternoon.  
4 By my watch, it is 2:01 p.m. on January 17th,  
5 correct -- 16th. My apologies.  
6 At two o'clock, I'm going to call to order  
7 the Special Meeting of Jacksonville Housing  
8 Authority Board of Commissioners.  
9 I'll start out with opening it up for  
10 public comment. Just for those that recall,  
11 there will be 3 minutes of open public comment.  
12 If you'd like to comment, we would like and  
13 appreciate your name, just so we have it for the  
14 record and our court reporter. And then,  
15 relative to online versus in person, we'll do  
16 in person first, if there is any public comment  
17 in person, and then next we'll go to the online.  
18 For the commissioners today, if you'll note,  
19 I was provided two emailed public comments,  
20 which we'll have put into the official record,  
21 but -- so the commissioners have those in front of  
22 them.  
23 With that, I'll open it up to public comment  
24 in the room.  
25 Is there any public comment in the room

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1 today?  
2 (A hand was raised.)  
3 CHAIRMAN WALKER: I have one.  
4 Ma'am, if you wouldn't mind going up.  
5 MS. LEGREAR: Hello. My name is Shertavia  
6 Legrear.  
7 How are you guys doing today?  
8 CHAIRMAN WALKER: Good.  
9 MS. LEGREAR: Great, great.  
10 COURT REPORTER: I can't hear you.  
11 COMMISSIONER BROCK: Yeah. You got to speak  
12 in the mike.  
13 MS. LEGREAR: I'm here to address the issue  
14 with Rent Cafe.  
15 (Teams Announcement in the background)  
16 CHAIRMAN WALKER: Go ahead, ma'am. Sorry.  
17 MS. LEGREAR: So I'm here to address the  
18 issues with Rent Cafe -- how the system,  
19 the online system -- it is not up to date.  
20 It does not put out the information that it needs  
21 to put out in a timely manner. If you're supposed  
22 to get a notification, nothing notifies you.  
23 I'm just complexed as far as, how can you get  
24 an email to say that you're off the list,  
25 but you can't receive an email inside Rent Cafe --

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<p>1 or just an email to say, "Hey, you are on the 2 public housing waiting list. This is your 3 status. You have this amount of days to turn in 4 whatever information," besides just supposedly 5 -- and this is not only the public housing, 6 but it's with Section 8, as well. 7 CHAIRMAN WALKER: Anything else, ma'am? 8 MS. LEGREAR: And then there is some more 9 issues, too. Now, if you go onto Rent Cafe, 10 it will have contact information on there. 11 Supposedly you're supposed to state when was the 12 contact information done or submitted or 13 sent into the individual. That does not show up. 14 That, as well. 15 And then, like I said, if you go to, 16 "Certifications," or anything like that and if you 17 tap on, "Certifications," nothing progresses. 18 Nothing populates. Nothing populates in that 19 system. 20 And I've been on Rent Cafe for about a year 21 now, and I'm always on there continuously, 22 as you can see, because I'm here in this meeting 23 to address all the issues that need to be worked 24 out. 25 CHAIRMAN WALKER: Okay. Thank you very</p>	<p>1 comment online? 2 If you can, identify yourself by raising your 3 hand or making yourself known, please. 4 (no response) 5 CHAIRMAN WALKER: Hearing none, 6 Commissioners, I mentioned you do have two 7 additional public comments that are in writing. 8 Ms. Hodges -- OGC -- do we need to read them 9 in, or do we need to merely submit them in? 10 MS. HODGES: Yeah. 11 CHAIRMAN WALKER: What would be the best 12 posture here? 13 MS. HODGES: It's either-or. You can read 14 them, or you can just submit them for the record. 15 And it's included in the file and attached to 16 the meeting minutes. 17 CHAIRMAN WALKER: I think I'll just put them 18 in the file. 19 Ms. Carol, we'll give them to you to put in 20 the file. 21 There were some questions in the one 22 regarding effective date of extensions, 23 regulations for Hogan Creek. 24 I plan to ask those questions, Mr. Alexander, 25 during the Chair Comments, as well, to just</p>
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<p>1 much. Appreciate it. 2 Any other public comment in the room? 3 Any public comment in the room? 4 (no response) 5 COMMISSIONER HOROVITZ: I have a question 6 -- actually, a follow-up to that, just for 7 discussion maybe later. 8 Is it Rent Cafe? 9 CHAIRMAN WALKER: Rent Cafe, yes. 10 COMMISSIONER HOROVITZ: Are we exploring full 11 functionality, or is there an opportunity for us 12 to have -- push communications differently? 13 It's something that maybe we'll follow up on. 14 CHAIRMAN WALKER: Yes. I was going to follow 15 up on it under Chair Comments -- 16 COMMISSIONER HOROVITZ: Okay. 17 CHAIRMAN WALKER: -- because it's -- yes. 18 If that's okay, we'll push it to Chair Comments. 19 COMMISSIONER HOROVITZ: Thank you. 20 CHAIRMAN WALKER: We'll do public comment 21 first and then address, you know, any other open 22 issues. 23 Is there any other public comment? 24 (no response) 25 CHAIRMAN WALKER: Okay. Is there any public</p>	<p>1 clarify. 2 The other one was -- it appears to be an 3 anonymous letter from senior staff, you know, 4 in support of Mr. Alexander and his efforts. 5 So those are available for public review and 6 comment should anybody from the public want them. 7 (Whereupon, Emailed Comment No. 1 and 8 Emailed Comment No. 2 were marked for 9 identification and attached.) 10 CHAIRMAN WALKER: If there is no other public 11 comment, I'd like to move on next to the board 12 meeting minutes. 13 Is there any other public comment? 14 (no response) 15 CHAIRMAN WALKER: Fantastic. Hearing none, 16 I'm going to close public comment. 17 Next, you have your board meeting minutes in 18 front of you from November 9th, 2023 and December 19 18th, 2023. 20 Is there ... 21 First, again, as always, Ms. Carol, thank you 22 for doing those minutes. 23 Is there a motion to approve and a second so 24 we can have any discussion around these, please? 25 COMMISSIONER BROCK: I make a motion.</p>

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<p>1 CHAIRMAN WALKER: I have a motion from  2 Commissioner Brock.  3 COMMISSIONER ROGERS: Second.  4 CHAIRMAN WALKER: I have a second from  5 Commissioner Rogers. I have a motion and a  6 second.  7 Is there any discussion?  8 Commissioner --  9 COMMISSIONER HOROVITZ: I just had a  10 question.  11 Why are we reviewing the minutes from  12 November 9th and the December 18th meeting?  13 CHAIRMAN WALKER: I think it was a timing  14 issue for delivery of the meeting minutes.  15 COMMISSIONER HOROVITZ: Okay.  16 CHAIRMAN WALKER: But, yes. There should  17 only be one set of minutes per each meeting, but,  18 yes. It was commented upon.  19 COMMISSIONER HOROVITZ: So, just for my  20 knowledge, this is a Special Meeting,  21 not a regular board meeting, and the November 9th  22 meeting was also not a Special Meeting per --  23 oh, it was a Special Meeting.  24 CHAIRMAN WALKER: It was --  25 COMMISSIONER HOROVITZ: That's why.</p>	<p>1 a proprietary program? A third-party program?  2 And, could you give us some detail around ...  3 It's obviously our, you know, Housing  4 Management List in Communication.  5 Can you give us some details around what that  6 is and what it does?  7 CEO: Yes. So, thank you, Chair.  8 Rent Cafe is a part of our Yardi system  9 in which you can go online and complete  10 an application, or you can go online and  11 do your recertification. So it encompasses all  12 applying for the program.  13 CHAIRMAN WALKER: Okay. So it's a  14 third-party program?  15 CEO: Well, yes. It's through Yardi.  16 CHAIRMAN WALKER: Okay.  17 CEO: Yardi oversees that.  18 CHAIRMAN WALKER: And it sounds like we're  19 having -- you know, I've seen previously,  20 in some of the other comments and stories and  21 things, that that -- you know, Rent Cafe and/or  22 response times back has been a concern.  23 I know, at some point, we were looking at  24 new technology to push forward response times,  25 be more communicative.</p>
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<p>1 It has to get approved at a Special Meeting.  2 CHAIRMAN WALKER: -- yes.  3 COMMISSIONER HOROVITZ: Okay. Thank you  4 so much.  5 CHAIRMAN WALKER: Yes. Not a problem.  6 Any other questions or comments on the  7 meeting minutes?  8 (no response)  9 CHAIRMAN WALKER: Hearing none, I'll call the  10 question.  11 All those in favor signify by saying,  12 "Aye."  13 COMMISSIONER HOROVITZ: Aye.  14 COMMISSIONER REYES: Aye.  15 COMMISSIONER BROCK: Aye.  16 COMMISSIONER ROGERS: Aye.  17 CHAIRMAN WALKER: Any opposition?  18 (no response)  19 CHAIRMAN WALKER: Hearing none, the board  20 meeting minutes from November 9th and December  21 18th, 2023 are approved.  22 Next, I do have some Chair Comments.  23 So I want to start with the Rent Cafe,  24 Mr. Alexander.  25 The first question I have is, is Rent Cafe</p>	<p>1 Do you know where we stand on those efforts?  2 CEO: So, inside that whole system,  3 you can put work orders in the system. You can  4 pay your rent through the system.  5 So, typically, we normally have a complaint  6 here and there, but, by and large for the most  7 part, the system is very functional.  8 Yardi, as you know, is a very large company.  9 So anytime we have an issue or a problem with  10 someone, we look into it and try to assist them  11 with their problem.  12 But I don't think any software out there  13 would be 100 percent. Yardi is the best one out  14 there in terms of multifamily and public housing.  15 CHAIRMAN WALKER: Okay.  16 Commissioners, other questions before I dive  17 in?  18 (no response)  19 CHAIRMAN WALKER: Do we offer training  20 sessions to tenants around how to use Rent Cafe  21 and Yardi?  22 CEO: So it actually walks you through the  23 process. It walks you step-by-step.  24 To answer the question, no. We don't  25 provide training, but it's a very simple process</p>

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<p>1 you can walk step-by-step.                  2 CHAIRMAN WALKER: Okay.                  3 Commissioner Brock.                  4 COMMISSIONER BROCK: Mr. Chair, when we                  5 first -- I believe, when we first got Yardi,                  6 we were offering training through Resident                  7 Service, yeah, yeah, for our residents.                  8 CHAIRMAN WALKER: Commissioner Brock,                  9 is it something worthwhile, that this is something                  10 we might want to have once a quarter or twice a                  11 year from a resident's perspective?                  12 COMMISSIONER BROCK: Probably so as we get                  13 new residents on, but, yeah. That's one of the                  14 things that our coordinators does. They are                  15 really good with helping our residents.                  16 Those -- you know, those sites that have                  17 coordinators --                  18 CHAIRMAN WALKER: Yes.                  19 COMMISSIONER BROCK: -- they are really good                  20 about helping them with Yardi and paperwork,                  21 all of that. Yeah.                  22 CHAIRMAN WALKER: Okay.                  23 Commissioner.                  24 COMMISSIONER REYES: Yes. Through the Chair                  25 -- so what I'm hearing, though, is that the</p>	<p>1 some challenges for some folks that may have                  2 some issues or don't know how to use the system.                  3 Or there may be some issues there along the way.                  4 CHAIRMAN WALKER: Commissioner Reyes.                  5 COMMISSIONER REYES: Can I also make a                  6 recommendation?                  7 CHAIRMAN WALKER: Please.                  8 COMMISSIONER REYES: Is there a possibility                  9 to do like a YouTube training of sorts?                  10 I mean that's simple technology that could be                  11 uploaded directly to the website.                  12 CHAIRMAN WALKER: Yeah. I think that's a                  13 great idea. I think, you know, having these                  14 sessions with -- you know, again, once a quarter,                  15 twice a year with tenants and our residents to                  16 make sure that they understand and then making                  17 sure we communicate if they are having issues.                  18 "This is who you call. This is who you need                  19 to talk to."                  20 So, if we could double down with that on                  21 IT support, I think that'd be appreciated.                  22 CEO: Good.                  23 CHAIRMAN WALKER: Any other comments on                  24 Rent Cafe?                  25 (no response)</p>
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<p>1 program itself isn't working very well.                  2 So training them -- so there is a discrepancy                  3 in how the program is working itself versus                  4 training individuals to use the program.                  5 COMMISSIONER BROCK: Right.                  6 COMMISSIONER REYES: Those are two separate                  7 things --                  8 COMMISSIONER BROCK: What she said, yeah,                  9 yeah.                  10 COMMISSIONER REYES: -- right?                  11 COMMISSIONER BROCK: Yeah.                  12 COMMISSIONER REYES: So, is there a way --                  13 what is it that we're doing so far to improve that                  14 program?                  15 Are we -- do we have an IT Department?                  16 Is there a new program that's being                  17 implemented?                  18 CHAIRMAN WALKER: Mr. Alexander.                  19 CEO: So we do have a full-fledged                  20 IT Department. We are using the latest system                  21 program in terms of Yardi.                  22 We do updates on the system constantly.                  23 Again, it's a very good software. I mean we could                  24 look into another software, but whatever software                  25 we use would be basically the same thing and be</p>	<p>1 CHAIRMAN WALKER: Okay. So, in addition to                  2 Chair Comments -- and we'll get into this a little                  3 bit later, with Franklin Arms and Westwood.                  4 Actually, I'll demur my comments there on that                  5 one.                  6 The OIG report came out, and I will address                  7 this through Chair Comments. So the OIG report                  8 came out.                  9 I am very -- and I think it's public record.                  10 We can discuss this openly now?                  11 MS. HODGES: Yes.                  12 CHAIRMAN WALKER: Fantastic.                  13 I am very disappointed that that report came                  14 out the way that it did. I'm very upset about how                  15 it portrayed the agency. I'm very distraught over                  16 how it was reported, and I think my biggest                  17 concern here is, after I have independently                  18 reviewed the information, connected with HUD,                  19 connected with OGC and reviewed the applicable                  20 information, there is a stark -- in my opinion                  21 personally -- a stark misunderstanding of what                  22 this program does.                  23 It is a reimbursement program. It is not a                  24 program that we can specifically direct that,                  25 "You must pay the utilities."</p>

<p style="text-align: right;">Page 17</p> <p>1 We have no way to verify if a tenant paid 2 their utilities, because it is a reimbursement. 3 Based on the information that JHA provided, 4 it is clear to me the tenants are paying their 5 utilities, because we're not evicting them for 6 nonpayment of utilities. 7 COMMISSIONER BROCK: Right. Exactly. 8 CHAIRMAN WALKER: I have been in contact with 9 and will continue to work with OGC and 10 Mr. Alexander, but I do believe this is something 11 that this board should be asking the questions of 12 OIG around how we got to this conclusion around 13 what questions were asked and whether or not the 14 right questions were asked. 15 Because my fear is there was significant 16 misunderstanding, which could have clarified this 17 going through. So I will say, relative to that 18 report, I do think it's the board's obligation to 19 speak with OIG and have them come in and explain 20 what's going on and, you know, professionally push 21 OIG to understand how they got to their base 22 conclusions. 23 I'll open it up to the rest of the board if 24 there are any comments there. 25 Commissioner Brock.</p>	<p style="text-align: right;">Page 19</p> <p>1 I think that, in response to the OIG inquiry 2 -- I think that there was an opportunity to 3 present a little bit more willingness to partner. 4 I think that we could have called out specifically 5 efforts that we've taken and maybe shown a little 6 bit more respect for the recommendation. 7 There's an opportunity for our two agencies 8 to work together better, and I think that will 9 help us avoid these kinds of issues moving 10 forward. 11 So I agree with your comments. We definitely 12 need to connect with OIG and improve that 13 relationship. 14 CHAIRMAN WALKER: Commissioner Rogers, 15 Commissioner Reyes, anything on this? 16 COMMISSIONER REYES: I'm similar to 17 Commissioner Horovitz. I do think that I don't 18 have a problem with the process, but, when you 19 look at the program itself, there is -- you know, 20 there is a theory how the program should work. 21 And there is a practice of how the program should 22 work. 23 And I think right now the bigger question is, 24 "Is the practice the best practice?" 25 So I don't know if that's the time to discuss</p>
<p style="text-align: right;">Page 18</p> <p>1 COMMISSIONER BROCK: Mr. Chair, I definitely, 2 too, was very disturbed about the information from 3 the OIG. 4 I had an opportunity to speak with our 5 Legal Team, Ms. Lawsikia, and I began to explain 6 to her about the reimbursement. 7 And I say, "It's impossible for us to monitor 8 the residents, and even HUD doesn't tell us to 9 monitor them. They just tells us to make sure 10 that the calculations have been done right." 11 So, yeah. I was real disturbed about that, 12 because that was really false. 13 CHAIRMAN WALKER: Commissioner Horovitz. 14 COMMISSIONER HOROVITZ: Yes. So I think that 15 it's difficult, because the story was so 16 sensationalized by the media. 17 So, separately from all of that, the report 18 itself and the process that the OIG went through 19 to make the recommendations and get the feedback 20 from the agency -- I'm not sure I have an issue 21 with that on its own. 22 I think that we need to work as a board to 23 improve our relationship with the OIG and the 24 communication flowing back and forth, and there's 25 opportunity there.</p>	<p style="text-align: right;">Page 20</p> <p>1 that now or if we're just talking about the 2 mechanisms of how the OIG report came about. 3 Because, again, I'm -- we're -- we walked 4 right into this (referred to Commissioner Rogers). 5 CHAIRMAN WALKER: Welcome to the party. 6 COMMISSIONER REYES: I look at Commissioner 7 Rogers, and, you know, we're like saving each 8 other right now. 9 CHAIRMAN WALKER: Yes. That's a great 10 question. 11 I'll say, again. I agree. There is an 12 opportunity to work more closely with OIG. 13 My bigger concern is the statement that there 14 was a -- quote -- "wasteful expenditure" -- 15 unquote -- I believe is what it said -- 16 "of government funds." 17 Okay? 18 Based on the information I have seen and 19 based on the HUD responses and based on our 20 responses, that conclusion is -- "inaccurate," 21 is too strong of a word. 22 I agree there are probably ways to be 23 better; however, when this agency and this board 24 has authorized bonds and bond issuances and our 25 rating, our ability to borrow and progress</p>

<p style="text-align: right;">Page 21</p> <p>1 matters, is based on our ability to operate.  2 A statement, however well-intentioned it may  3 be, that is not completely vetted and put out  4 about this agency is something that puts our  5 ability to do deals at risk.  6 COMMISSIONER BROCK: That's right.  7 CHAIRMAN WALKER: And this is something where  8 we need to -- in my opinion, we need to understand  9 why OIG came to that conclusion, and, if it's a  10 recommendation, I agree.  11 Can we be better?  12 We can always be better.  13 But to state outright that there was a  14 wasteful expenditure when the reality is that that  15 is not how the program was designed per HUD,  16 per -- I don't want to put OGC on the front,  17 but per OGC.  18 That's where I have a problem with this.  19 I'm not saying we can't do things better.  20 I think we need to have more communication with  21 OIG.  22 My concern is, for the overall performance of  23 the agency, we, as an agency, need to be on top of  24 and be prepared to better explain ourselves to  25 make sure those statements are never put out to</p>	<p style="text-align: right;">Page 23</p> <p>1 something illegal.  2 And the spirit of the statements made that we  3 were not being transparent and that we were doing  4 something that was not aboveboard was taken out of  5 content.  6 In this very room, we sat here, and it's the  7 same thing going back to a discussion about even  8 my contract. All of that came out of the spirit  9 of that OIG report.  10 And that OIG report came back, and, yes.  11 It made the statement that we were wasteful,  12 but we've been managing this program. And there  13 are 3400 housing authorities in this country,  14 and we follow the CFR, 24 CFR. And we followed it  15 to a T.  16 For us to be scrutinized, as if we are doing  17 something outside of what the Federal Government  18 dictates to us to do, was challenging for me and  19 my staff to be put out there like that.  20 Especially me. Every 10 minutes, there was a  21 newsbreak about something, and I think we sort of  22 jumped the gun without looking into what it really  23 was.  24 I heard it here. "It was an investigation,"  25 and I adamantly sat right here and said,</p>
<p style="text-align: right;">Page 22</p> <p>1 that level.  2 We should never have statements or concerns  3 ever coming back to us at this level. So --  4 COMMISSIONER HOROVITZ: It's a true  5 statement, and it was a publicly irresponsible  6 and reckless choice in the report on the backdrop  7 of a story that just became so public.  8 In a silo, it would have been appropriate to  9 call it, "wasteful," but, because of everything  10 else, it's getting a lot more attention.  11 And it may have been written innocently,  12 but it's certainly having larger implications or  13 impacts for the agency, which is unfair to the  14 work we're trying to accomplish around acquiring  15 now properties.  16 So I absolutely agree.  17 CHAIRMAN WALKER: I have nothing else in  18 Chair Comments, unless there is anything else my  19 other commissioners would like to bring up under  20 Chair Comments.  21 Mr. Alexander.  22 CEO: Yes. I would like to add to those  23 comments. From where I sit -- because I actually  24 responded to the OIG, but the atmosphere it  25 created here in this agency is that we were doing</p>	<p style="text-align: right;">Page 24</p> <p>1 "It was an inquiry."  2 And, when the report came out, it clearly was  3 an inquiry, just as if I said it, and a management  4 review. It was not an investigation.  5 But, at any level, at any level, I think it  6 was just taken out of content, and it had a very  7 strong impact on how we function around here.  8 I just wanted to put that on the record.  9 CHAIRMAN WALKER: Commissioner Horovitz.  10 COMMISSIONER HOROVITZ: Just so I'm very  11 clear and it's on the record that I preface my  12 comments around the contract, that the OIG report  13 has no influence on the way I feel about the  14 contract.  15 And my issues and areas of concern are very  16 separate from this OIG report, and I'm happy to  17 list issues. And I think we'll get into personal  18 matters later, but I just want to make sure that  19 that's very clear, that the OIG report did not  20 influence the way that I feel about  21 Mr. Alexander's ability to be the CEO for this  22 organization. So that's clear.  23 CHAIRMAN WALKER: Mr. Alexander.  24 CEO: Yes. I was just making a very broad  25 statement. I was not directing it to any</p>

<p style="text-align: right;">Page 25</p> <p>1 individual.</p> <p>2 COMMISSIONER HOROVITZ: Sure, sure, sure.</p> <p>3 But I think that the comment was that it has had</p> <p>4 impacts to the contract, and so, just speaking for</p> <p>5 myself, that did not impact the way that I feel</p> <p>6 about the contract.</p> <p>7 And, on the OIG report, even though it was</p> <p>8 made clear that this was an inquiry --</p> <p>9 investigation -- and we spent a lot of time</p> <p>10 talking about that.</p> <p>11 My issue with that was that the CEO works for</p> <p>12 the board of this agency. Commissioner Walker is</p> <p>13 the Chair of this board.</p> <p>14 If I'm being investigated on how I'm</p> <p>15 handling possibly \$2,000,000 of government</p> <p>16 dollars, I am going to go to my leader and share</p> <p>17 that information, because I trust my leader.</p> <p>18 I want their guidance, and that's just the respect</p> <p>19 you show your leader.</p> <p>20 So my issue with how you handled --</p> <p>21 or, through the Chair, how Mr. Alexander handled</p> <p>22 this investigation was a lack of respect and</p> <p>23 trust and transparency with this board.</p> <p>24 CHAIRMAN WALKER: Mr. Alexander.</p> <p>25 CEO: So I would just add, again,</p>	<p style="text-align: right;">Page 27</p> <p>1 only get that from the inspector general's</p> <p>2 office.</p> <p>3 And so, when I had a conversation with the</p> <p>4 inspector general's office, there is a distinction</p> <p>5 in their procedures in what's called,</p> <p>6 "a management inquiry."</p> <p>7 Okay?</p> <p>8 That's informal. That's a letter.</p> <p>9 That was Vanessa Dunn, if you remember.</p> <p>10 That's when they basically asked questions of the</p> <p>11 management, and nothing comes out of that.</p> <p>12 And so they send a letter.</p> <p>13 That's communications between OIG and</p> <p>14 management, and it stops there.</p> <p>15 When the communications elevate to the next</p> <p>16 level, where it's now between OIG, management,</p> <p>17 the mayor's office, the City Council and it is</p> <p>18 published on their website, either one of two</p> <p>19 things. Either it's a management review,</p> <p>20 or it's a report of investigation.</p> <p>21 The report of investigations are specifically</p> <p>22 investigations on an individual.</p> <p>23 The management reviews is when they're</p> <p>24 investigating a program.</p> <p>25 Okay?</p>
<p style="text-align: right;">Page 26</p> <p>1 that, typically, in the past when there was an</p> <p>2 investigation, they notified the entire board.</p> <p>3 If you go back to all the emails,</p> <p>4 anytime the OIG -- because the whole entire</p> <p>5 investigation -- when there's an investigation,</p> <p>6 it's confidential.</p> <p>7 So, when there has been an investigation,</p> <p>8 they notify the board. It doesn't come from me.</p> <p>9 What happened was, in this case, it was not</p> <p>10 an investigation. It was just a basic inquiry.</p> <p>11 CHAIRMAN WALKER: Can we get --</p> <p>12 MS. HODGES: Yeah. I can --</p> <p>13 CHAIRMAN WALKER: -- we're back to the same</p> <p>14 thing, and I need to understand.</p> <p>15 Is this an inquiry or an investigation?</p> <p>16 We're back to this, again.</p> <p>17 So, OGC --</p> <p>18 MS. HODGES: -- so, yeah. OGC.</p> <p>19 So let me just tell you what the inspector</p> <p>20 general said.</p> <p>21 Okay?</p> <p>22 So this is not -- and, Dwayne, I really think</p> <p>23 -- I understand what you're saying, but I think,</p> <p>24 when we're talking about what the inspector</p> <p>25 general's office procedures are, I think we can</p>	<p style="text-align: right;">Page 28</p> <p>1 But both of those are rising to a higher</p> <p>2 level by nature of the fact that the mayor's</p> <p>3 office is getting a copy of that.</p> <p>4 The City Council president is informed of that.</p> <p>5 It is published on the OIG's website.</p> <p>6 So there is a difference. So I don't want</p> <p>7 this board to walk away thinking that the</p> <p>8 management review that was published and sent to</p> <p>9 the City Council and the mayor that went beyond</p> <p>10 the dialogue between management and the OIG's</p> <p>11 office, was something called, "a management</p> <p>12 inquiry."</p> <p>13 So, partly, you know, this is, you know --</p> <p>14 it's more than semantics, because what's called,</p> <p>15 "a management inquiry," is a lesser thing that</p> <p>16 leads to a simple letter that the management can</p> <p>17 put away in their file.</p> <p>18 Okay?</p> <p>19 So that's neither here nor there,</p> <p>20 and I'm certainly happy to get Matt to put that</p> <p>21 in writing and circulate it to the entire board.</p> <p>22 The other two points that I wanted to make</p> <p>23 is, when we went through the ROI, which was</p> <p>24 investigating a specific individual, as opposed to</p> <p>25 the program, that was your McKinnis case.</p>

<p style="text-align: right;">Page 29</p> <p>1 That was a different OIG. So that OIG,  2 in that case, Ms. Green, took the liberty in her  3 discretion of reaching out to the entire board.  4 The current OIG said that, in his mind,  5 when he reached out to the CEO, that was him  6 reaching out really to the board, assuming that  7 the CEO would share, in his judgment,  8 that information -- that he would want to share to  9 the board.  10 Moving forward, Sean Granat and I --  11 Sean, you know. In the way of OGC, we represent  12 the entire consolidated government and independent  13 agencies. We do have attorneys assigned to  14 different organizations.  15 Sean Granat is assigned to represent the  16 OIG. I'm assigned to represent the board.  17 Him and I have a meeting that we're in the  18 process of setting with the OIG. The OIG has said  19 that he completely understands your comments,  20 Chair.  21 He is willing to issue a statement.  22 What the content of that statement looks like  23 is kind of what we're just going to have to talk  24 with and negotiate through with the OIG.  25 But he definitely understands the larger</p>	<p style="text-align: right;">Page 31</p> <p>1 MS. HODGES: Per OIG.  2 CHAIRMAN WALKER: Okay. And then my second  3 thing is ...  4 And, Mr. Alexander, I think this is where,  5 you know, it's just -- we should -- who is  6 responsible inside the agency for making  7 sure that, when we have a change of administration  8 or we have a change of leadership in these  9 offices, that we talk with them and meet with them  10 so we have that relationship and also we know the  11 procedures for something like this?  12 Because, to your point, I did not get a copy  13 of this draft report prior to finding out about it  14 in the media.  15 So, who inside the agency is our,  16 for lack of a better phrase, "liaison,"  17 to all of these other groups?  18 Are they meeting with them?  19 Do we have dialogue with them?  20 Who is that person?  21 Do we have that person?  22 CEO: Well, typically, it would be me.  23 CHAIRMAN WALKER: Okay.  24 CEO: And, to go back to the other statement,  25 I remember Lisa Green very well.</p>
<p style="text-align: right;">Page 30</p> <p>1 concern of the board in not wanting that report to  2 in any way inhibit the board's ability to go out  3 and get financing and things like that.  4 CHAIRMAN WALKER: Ms. Hodges, thank you.  5 1 second, Dwayne.  6 So two things I took out of those comments.  7 The first is there is actually three types of  8 reports, if I understood you correctly.  9 There is a management inquiry, and then,  10 under the title, "Investigations," there is a  11 report of investigation and then there's a  12 management review.  13 MS. HODGES: Correct.  14 CHAIRMAN WALKER: This report was, what,  15 a management review?  16 MS. HODGES: Correct.  17 CHAIRMAN WALKER: So it is management review  18 under, "Investigations."  19 MS. HODGES: Correct -- that's published to  20 everybody.  21 CHAIRMAN WALKER: Okay. So it was an  22 investigation, or is an investigation --  23 MS. HODGES: Yeah -- per OIG.  24 CHAIRMAN WALKER: -- wherever we ended up on  25 this per OIG.</p>	<p style="text-align: right;">Page 32</p> <p>1 But, when the new administration came on,  2 if you guys go back, as I mentioned earlier,  3 in August, the OIG notified you-all.  4 So I don't know for this reason why they  5 wouldn't notify you, but they notified you  6 previously. So I don't understand how we go back  7 and forth.  8 I mean they were notifying you. I was under  9 the assumption that they notified you like they  10 did before -- this current administration.  11 COMMISSIONER HOROVITZ: I --  12 CHAIRMAN WALKER: Commissioner Horovitz.  13 COMMISSIONER HOROVITZ: -- I believe that  14 we're still recruiting for that role,  15 because I helped draft the position description.  16 We're looking for somebody who would be kind  17 of like a lobbyist and advocate locally and in  18 Tallahassee.  19 Do we have an update on the hiring for that  20 role?  21 CHAIRMAN WALKER: Before we get into that  22 ...  23 But that's not a role. To me, Commissioner,  24 that's different.  25 Right?</p>



Page 33	<p>1 I'm talking about, you know, if we are part</p> <p>2 of the city, right, which we are, we should have</p> <p>3 individuals here that are meeting with and talking</p> <p>4 with all of the other folks that we would interact</p> <p>5 with.</p> <p>6 So I appreciate that there is lobbying,</p> <p>7 and I do want to know where that's at, as well.</p> <p>8 I think that's a great point.</p> <p>9 But, for me, the issue here is just a</p> <p>10 breakdown, a complete breakdown of communications</p> <p>11 in relationships, and that's, you know ...</p> <p>12 So, sorry, Commissioner Horovitz.</p> <p>13 Anything else?</p> <p>14 COMMISSIONER HOROVITZ: No. I agree.</p> <p>15 I think that that person could do the role if no</p> <p>16 one is currently doing that role.</p> <p>17 But, yes. It should be something that we're</p> <p>18 all participating in, as well, but that person has</p> <p>19 the ownership over understanding the changes and</p> <p>20 the nuances that are going to impact the agency.</p> <p>21 That's a high priority.</p> <p>22 CHAIRMAN WALKER: I think I had Commissioner</p> <p>23 Rogers and then Commissioner Reyes.</p> <p>24 COMMISSIONER ROGERS: Sorry. To your point,</p> <p>25 when I'm thinking about it, I'm looking at it as a</p>	Page 35	<p>1 I do have a 10-points step that I'd like to</p> <p>2 explore -- particularly just internal procedures.</p> <p>3 What I do understand, though, is that,</p> <p>4 based on the current organizational chart that we</p> <p>5 have for the account -- sorry -- for the</p> <p>6 Jacksonville Housing Authority -- we don't have a</p> <p>7 Human Resources manager.</p> <p>8 And I think this is -- and, you know,</p> <p>9 we touched upon this the last time, as well,</p> <p>10 that this seems to be an issue, that we need to go</p> <p>11 ahead and actively be exploring and recruiting for</p> <p>12 this position.</p> <p>13 I understand that Ms. Kort is handling a</p> <p>14 little bit of both positions. But we need to have</p> <p>15 an administrative arm, and we need to have an</p> <p>16 HR arm.</p> <p>17 So I think, for the board right now and for</p> <p>18 the agency, the top priority has to be to find</p> <p>19 that Human Resources manager, because this is the</p> <p>20 person that deals with the CEO's succession plan.</p> <p>21 This is the person that deals with the</p> <p>22 administrative procedures onboarding, for,</p> <p>23 you know, board positions.</p> <p>24 I personally did not receive any onboarding</p> <p>25 for this board, and we need to create that.</p>
Page 34	<p>1 governmental affairs person, and what I'm hearing</p> <p>2 the agency -- and correct me if I'm wrong --</p> <p>3 we don't have anyone sitting in that seat.</p> <p>4 We just have the CEO, who's doing double,</p> <p>5 triple duty, if you will, to try to ...</p> <p>6 Is that the way I understand it?</p> <p>7 CEO: That's correct.</p> <p>8 COMMISSIONER ROGERS: So that's the</p> <p>9 breakdown.</p> <p>10 CHAIRMAN WALKER: Commissioner Reyes.</p> <p>11 COMMISSIONER REYES: So, having been assigned</p> <p>12 as Chair of the HR Committee, I actually sent an</p> <p>13 email to Linda to Kort and to Mr. Alexander</p> <p>14 precisely about this.</p> <p>15 There is a lot of -- I mean I think you hit</p> <p>16 the nail on the head. It's procedural and a lack</p> <p>17 of communication, which leads to like, you know,</p> <p>18 distrust and lack of transparency.</p> <p>19 And what I hear is that there is just not a</p> <p>20 lot of trust across our agencies, which is what we</p> <p>21 need to fix.</p> <p>22 So I actually sent an email to them asking</p> <p>23 for an agenda for us to set a meeting for the</p> <p>24 HR Committee, and I believe all five of us said we</p> <p>25 want to be part of it.</p>	Page 36	<p>1 So I think that needs to be a top priority is</p> <p>2 hiring a Human Resources manager.</p> <p>3 CHAIRMAN WALKER: Thank you, Commissioner.</p> <p>4 Mr. Alexander, that position has been open</p> <p>5 for a while.</p> <p>6 CEO: Yes.</p> <p>7 CHAIRMAN WALKER: Do we have candidates?</p> <p>8 Where are we at on that position?</p> <p>9 CEO: Yes. We have a couple candidates.</p> <p>10 We're still reviewing them, and, hopefully,</p> <p>11 we will have somebody soon.</p> <p>12 CHAIRMAN WALKER: End of month?</p> <p>13 End of February?</p> <p>14 Where --</p> <p>15 CEO: Well, hopefully, hopefully, by the end</p> <p>16 of the month.</p> <p>17 CHAIRMAN WALKER: Commissioner Reyes.</p> <p>18 COMMISSIONER REYES: To the CEO, who is in</p> <p>19 charge of hiring and onboarding of that position?</p> <p>20 Is it just you directly, or do you have --</p> <p>21 CEO: Yes. We have myself and Kort,</p> <p>22 who is our Chief Administrative Officer.</p> <p>23 COMMISSIONER REYES: -- okay. And, how many</p> <p>24 applications do you currently have?</p> <p>25 CEO: I think we had -- at one point,</p>

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<p>1 we might have had 30.</p> <p>2 COMMISSIONER REYES: How many have you</p> <p>3 interviewed already?</p> <p>4 CEO: Maybe 10. Maybe 12.</p> <p>5 COMMISSIONER REYES: And, do you have like a</p> <p>6 -- do you do an interview process where you do ...</p> <p>7 What's the interview process for that role?</p> <p>8 CEO: So we typically interview. We go from</p> <p>9 a pool of folks, and then we are reducing down to</p> <p>10 the top candidates.</p> <p>11 And then we review the top candidates,</p> <p>12 and then we schedule an in-person review with the</p> <p>13 top candidates and narrow it down from there.</p> <p>14 COMMISSIONER REYES: To the Chair --</p> <p>15 I'm sorry --</p> <p>16 CHAIRMAN WALKER: Yes, ma'am. Sorry.</p> <p>17 COMMISSIONER REYES: -- are we allowed to</p> <p>18 give any type of like expectation deadline for</p> <p>19 this?</p> <p>20 Because, since I came on in November,</p> <p>21 this is what I keep hearing. There is just a lot</p> <p>22 of things that are falling through the gaps,</p> <p>23 things that designated positions should be able to</p> <p>24 handle through simple email communications.</p> <p>25 CHAIRMAN WALKER: Yes. I think that's a</p>	<p>1 we should be discussing, not these things,</p> <p>2 in my opinion.</p> <p>3 CHAIRMAN WALKER: Commissioner Reyes.</p> <p>4 COMMISSIONER REYES: So, to follow-up to your</p> <p>5 statement, are we allowed to give him a deadline?</p> <p>6 Because I think, at this point, it hasn't</p> <p>7 happened, and I think, if we -- if he's already</p> <p>8 interviewed -- there's 30 applicants.</p> <p>9 We've interviewed ten, and we should have some</p> <p>10 final candidates already.</p> <p>11 CHAIRMAN WALKER: I concur, and I have no</p> <p>12 problem -- you know, Mr. Alexander works for the</p> <p>13 board. I have no problem setting that deadline</p> <p>14 for Mr. Alexander.</p> <p>15 Commissioner Brock.</p> <p>16 COMMISSIONER BROCK: But, Mr. Chair,</p> <p>17 can I ask you a question?</p> <p>18 Wouldn't that be taking away the authority</p> <p>19 that Mr. Alexander has for operation?</p> <p>20 Because he's over operation, and we're not.</p> <p>21 I'm just asking the question.</p> <p>22 CHAIRMAN WALKER: Yes. I think the answer to</p> <p>23 that question is, you know, Mr. Alexander has</p> <p>24 operational control.</p> <p>25 I think the concern of the board is this</p>
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<p>1 great point, Commissioner.</p> <p>2 Ultimately -- and we -- I don't know if this</p> <p>3 board has had it, but this is the conversation</p> <p>4 I know the three of us have had previously.</p> <p>5 Commissioner Rogers might have.</p> <p>6 We get back to the question of,</p> <p>7 "Are we here to discuss policy, or are we here to</p> <p>8 discuss operations?"</p> <p>9 Right?</p> <p>10 It is my strong belief that this board should</p> <p>11 be focused on policies.</p> <p>12 COMMISSIONER BROCK: Exactly.</p> <p>13 CHAIRMAN WALKER: The problem is we keep</p> <p>14 getting pulled back into operations.</p> <p>15 COMMISSIONER BROCK: Right.</p> <p>16 CHAIRMAN WALKER: So I think, Mr. Alexander,</p> <p>17 you've got to set a date and deliver to the board,</p> <p>18 you know, so that -- I don't ...</p> <p>19 And, Commissioner Reyes, I think,</p> <p>20 if you would like to talk through this,</p> <p>21 I am all for it, because I have questions,</p> <p>22 as well.</p> <p>23 But, at the end of the day, Mr. Alexander,</p> <p>24 we need you to say you will have a person by this</p> <p>25 date, because I -- we have other policy matters</p>	<p>1 position has been open for too long. We need to</p> <p>2 set a drop-dead date and hire somebody.</p> <p>3 If it works, fantastic. If it doesn't,</p> <p>4 we can move on and find somebody else, but we need</p> <p>5 somebody in the position. I think that's the</p> <p>6 point.</p> <p>7 Ms. Hodges, sorry.</p> <p>8 MS. HODGES: Yeah. I mean I just --</p> <p>9 so, you know, certainly, this board -- there is a</p> <p>10 distinction between setting policy and what Dwayne</p> <p>11 does on a day-to-day basis and the actual</p> <p>12 execution the operations of the agency,</p> <p>13 but you have policies that absolutely direct</p> <p>14 operations.</p> <p>15 I mean that's totally fine, and that's okay.</p> <p>16 In fact, when we were here -- I don't know --</p> <p>17 three years ago and we had the investigation --</p> <p>18 part of what the OIG said was that the board</p> <p>19 didn't have enough oversight over what the CEO</p> <p>20 at the time was doing.</p> <p>21 That's what got us in that scenario.</p> <p>22 That was actually one of the -- that was an issue</p> <p>23 that the OIG raised.</p> <p>24 So I don't -- so, to answer Commissioner</p> <p>25 Reyes's question, certainly, the board can</p>

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<p>1 express, you know, a strong desire to have certain 2 vacancies filled.</p> <p>3 Obviously, giving the CEO -- you know, 4 he'll have that liberty.</p> <p>5 As far as people not being able to attend 6 interviews and delays that come up and being able 7 to extend that time frame -- I mean you're not 8 taking that away from him.</p> <p>9 But I think, if the board wants to send a 10 message that, "This is a position that the board 11 deems is important to the operations," I think 12 it's certainly within the board's purview to 13 state that to the CEO.</p> <p>14 And then you would evaluate him the next time 15 there is a contract on these various expectations, 16 and, you know --</p> <p>17 CHAIRMAN WALKER: One of the questions 18 I have is -- and I can't pull it up on my iPad. 19 So I apologize.</p> <p>20 We have the HR list that you provide in your 21 Management Report every month --</p> <p>22 CEO: Yes --</p> <p>23 CHAIRMAN WALKER: -- that has the open 24 positions.</p> <p>25 CEO: -- that's correct.</p>	<p>1 CHAIRMAN WALKER: The next board meeting is 2 in, what, two weeks?</p> <p>3 CEO: Yes.</p> <p>4 CHAIRMAN WALKER: The 29th. I would hope by 5 the 29th that you would have finalists for the 6 position. I mean that's two weeks to interview.</p> <p>7 So I would be fine knowing that you have 8 finalists for the position and then understanding 9 what your timeline is to hire.</p> <p>10 I don't have a problem with that, as long as 11 I know on the 29th, we're going to have that 12 status update.</p> <p>13 Commissioners?</p> <p>14 COMMISSIONER REYES: I would agree.</p> <p>15 COMMISSIONER HOROVITZ: I actually look 16 forward, through the Chair, to the HR Committee 17 Meeting. I'd love to learn more about how we're 18 recruiting here, where jobs are posted. I think 19 that will be just good knowledge for me.</p> <p>20 As far as -- and I know that we're working on 21 the list of responsibilities and goals for the CEO 22 to have a more defined role.</p> <p>23 This is the kind of task that I would love to 24 see Mr. Alexander delegate to another member of 25 his leadership. I don't -- it's hard to think</p>
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<p>1 CHAIRMAN WALKER: I think one of the things 2 I'd like to add to that, which would be helpful to 3 me and I think the HR Committee -- I'd like the 4 number of days that position has been open. 5 I think that will help us understand.</p> <p>6 You know, and then it leads to more 7 questions, right?</p> <p>8 Are we recruiting the right candidates? 9 Do we need a full-time recruiter?</p> <p>10 I think I need that data point, but, 11 relative to this position, I don't think we can 12 get to that data point until we fill this 13 position.</p> <p>14 So I'll demur to you, Mr. Alexander.</p> <p>15 You know, when do you think you can fill this 16 position?</p> <p>17 I don't think we need six months here. 18 I'm not sure we need six weeks, if you've got 19 those applications.</p> <p>20 So, when do you think is a reasonable 21 expectation to fill that position?</p> <p>22 CEO: Would it be fair to report out to you 23 at the next board meeting?</p> <p>24 CHAIRMAN WALKER: That it's filled?</p> <p>25 CEO: What the status of it is.</p>	<p>1 about a CEO hiring for the HR manager.</p> <p>2 That just feels like a role that's outside of 3 scope. I know that this ship is kind of already 4 sailing, but this is an example of -- it's just a 5 waste of his time. And he can trust other members 6 of leadership to fill this role. And then more 7 things will get done at a faster pace I think, 8 and people are happier.</p> <p>9 CHAIRMAN WALKER: Yes, Commissioner. 10 That's a great point.</p> <p>11 I just want to be clear, Mr. Alexander. 12 I'm not suggesting you personally do this. 13 That's a great point.</p> <p>14 I don't necessarily care how the directive is 15 executed, as long as it's executed.</p> <p>16 But it's a great point. I don't think your 17 time is best spent interviewing an HR candidate, 18 per se, but that's your purview.</p> <p>19 Anything else on this matter?</p> <p>20 COMMISSIONER ROGERS: I have just got 21 clarification, Mr. Chair, just so I'm clear to 22 Commissioner Reyes's point. 23 30 applicants. 10 interviews.</p> <p>24 How long has this position been open, 25 or when was the opening date?</p>

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<p>1 CHAIRMAN WALKER: I don't know the answer 2 to that.</p> <p>3 COMMISSIONER HOROVITZ: I think it's a year, 4 right?</p> <p>5 CHAIRMAN WALKER: Yes.</p> <p>6 CEO: So we had a couple other people 7 in the position that ended up leaving. 8 One was terminated. One left. Another one was 9 promoted. So we have a revolving door for some of 10 the positions around here.</p> <p>11 If you remember, just two years ago, 12 we didn't have any of -- basically, for the most 13 part, all our senior level positions were 14 available.</p> <p>15 So we had to make sure we get the right 16 person in the right position with the right 17 experience to continue helping to move this agency 18 forward. So we had a couple in some of the 19 positions we have now.</p> <p>20 In the five years I've been here, we have had 21 close to -- I think it's maybe four CFOs, 22 three HR personnel, two chief operating officers.</p> <p>23 So we continue to get the talent, 24 but there has been some challenges out there.</p> <p>25 CHAIRMAN WALKER: Commissioner Brock.</p>	<p>1 meeting so that we can look at the staff income so 2 that we can bring them up.</p> <p>3 And so part of why we lose sometimes people 4 is because of the monies that we are paying, 5 and so -- and that's -- you know, that's what 6 -- that's part of the challenge that 7 Mr. Alexander have around here with -- 8 with staffing and with people coming on.</p> <p>9 CHAIRMAN WALKER: Commissioner Brock, 10 I'll echo that. I know it's a concern we've all 11 had, Mr. Alexander, Commissioner. I think 12 we've all had that.</p> <p>13 I believe we referred that to HR to get that 14 information --</p> <p>15 COMMISSIONER BROCK: Right --</p> <p>16 CHAIRMAN WALKER: -- and begin running that 17 report.</p> <p>18 COMMISSIONER BROCK: -- I just wanted to say 19 that.</p> <p>20 CHAIRMAN WALKER: And, Commissioner Reyes, 21 I realize you've now been assigned as Chair of 22 that committee. So you weren't here when we 23 assigned it, but it has been assigned to the 24 HR Committee to look into, "Are our wages 25 competitive? Where are we at relative to the</p>
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<p>1 COMMISSIONER ROGERS: Well, I'm --</p> <p>2 COMMISSIONER BROCK: I'm sorry, Commissioner 3 Rogers.</p> <p>4 CHAIRMAN WALKER: Yes. Finish the thought, 5 Commissioner. I apologize.</p> <p>6 COMMISSIONER BROCK: I'm sorry.</p> <p>7 COMMISSIONER ROGERS: -- my question, again 8 -- I get that there is turnover.</p> <p>9 My question, again, was, as it relates to the 10 last person who sat in the seat, how long has this 11 position been available?</p> <p>12 And, when did the interviews begin for the 13 ten individuals at this time?</p> <p>14 CEO: I don't have that information right 15 now, but I'll get that to you. I can't recall.</p> <p>16 CHAIRMAN WALKER: Commissioner Brock.</p> <p>17 COMMISSIONER BROCK: Mr. Chair, I don't want 18 to throw us off, but, if you recall 19 -- and Mr. Alexander just said it, that we have 20 a lot of challenges when it comes to jobs around 21 here.</p> <p>22 A lot of our staff, if you remember when we 23 were in the meeting -- that they're underpaid, 24 and we -- Ms. Commissioner Heather -- we talked 25 about it saying that we were going to have a</p>	<p>1 market?"</p> <p>2 I will say -- and, you know, I do think it's 3 important that we be competitive. I will also say 4 that I think we -- I think we have a very good 5 working relationship with the union, and I think 6 they see that we're willing to put our money where 7 our mouth is as a board.</p> <p>8 And that's important. So I don't want it to 9 go unnoticed that we are appreciative of them.</p> <p>10 Commissioner Reyes.</p> <p>11 COMMISSIONER REYES: To follow up, so that 12 committee -- is there a report that was already 13 filed so I can currently be working on it?</p> <p>14 Is there a deadline to receive that 15 HR Committee report?</p> <p>16 CHAIRMAN WALKER: The answer is I think 17 we were waiting to get through Mr. Alexander's 18 contract before we actually formally dove into 19 this, but what we're looking at is, where are the 20 current wages with respect to union and nonunion 21 employees?</p> <p>22 And, do we have comp information that would 23 provide us guidance on whether or not we're 24 competitive?</p> <p>25 And, when I say, "competitive," I mean,</p>

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<p>1 you know, are there data points outside of the</p> <p>2 agency that we can consider?</p> <p>3 Do we have compensation studies?</p> <p>4 I think those are things that the</p> <p>5 HR Committee needs to dive into and, you know,</p> <p>6 ask what it does or does not want.</p> <p>7 COMMISSIONER HOROVITZ: I just want to</p> <p>8 clarify, because we did talk about this a couple</p> <p>9 of times. And I don't know if there was directive</p> <p>10 after the comment.</p> <p>11 I think that we need to do a pay equity study</p> <p>12 for the whole staff.</p> <p>13 COMMISSIONER BROCK: Exactly.</p> <p>14 COMMISSIONER HOROVITZ: But I don't recall --</p> <p>15 because I think that might have gotten muddled</p> <p>16 with the question on Mr. Alexander's salary</p> <p>17 I think maybe ...</p> <p>18 Kort, is there a directive to leadership to</p> <p>19 be engaging with an HR firm to do that study,</p> <p>20 or does that need to come out of the HR Committee?</p> <p>21 MS. PARDE: Through the Chair, if you'll</p> <p>22 remember, at the time, it was sidetracked.</p> <p>23 COMMISSIONER HOROVITZ: Yes.</p> <p>24 MS. PARDE: But I did provide you guys with a</p> <p>25 list of all of the -- every single title of the</p>	<p>1 COMMISSIONER REYES: Thank you.</p> <p>2 CHAIRMAN WALKER: We have gotten completely</p> <p>3 sidetracked. So I apologize.</p> <p>4 I think we're still technically in</p> <p>5 Chair Comments. So I'm going to move us into the</p> <p>6 actual business, and we can dive into some of</p> <p>7 these other matters.</p> <p>8 So, starting off, Resolution No. 2024-JHA-1</p> <p>9 ...</p> <p>10 Happy New Year to everybody. I apologize</p> <p>11 I didn't say that earlier.</p> <p>12 ... our first resolution of the year.</p> <p>13 Mr. Alexander, would you be prepared to</p> <p>14 present the resolution and what this is about,</p> <p>15 please.</p> <p>16 CEO: Yes. Thank you, Commissioner.</p> <p>17 Yes. This Resolution 2024-JHA-1 is the</p> <p>18 LIFT JAX Contribution Agreement. We worked with</p> <p>19 BMO and OGC and went back and forth about this</p> <p>20 1.5 million dollars and the percentage that they</p> <p>21 were supposed to get -- or we discussed that they</p> <p>22 were getting.</p> <p>23 This has been resolved. LIFT JAX just</p> <p>24 basically wants to have a seat at the table and</p> <p>25 conducting regular meetings and providing service</p>
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<p>1 job, their current pay, and I can obviously</p> <p>2 forward that to you. But, no. I did not receive</p> <p>3 a directive.</p> <p>4 COMMISSIONER HOROVITZ: No.</p> <p>5 MS. PARDE: If you want, I will immediately</p> <p>6 -- as you know, the compensations today for the</p> <p>7 CEO has already been out, or they're working on</p> <p>8 it currently.</p> <p>9 CHAIRMAN WALKER: Yes. I think this should</p> <p>10 go to -- I'm not trying to push the issue --</p> <p>11 COMMISSIONER HOROVITZ: No. I agree --</p> <p>12 CHAIRMAN WALKER: -- but I do think this</p> <p>13 needs to go to committee for committee work.</p> <p>14 COMMISSIONER HOROVITZ: -- I agree.</p> <p>15 CHAIRMAN WALKER: It doesn't need to be at</p> <p>16 the board.</p> <p>17 COMMISSIONER HOROVITZ: I agree. I just</p> <p>18 wanted to make sure that we didn't give the</p> <p>19 directive, and that means that I'd love for that</p> <p>20 to happen.</p> <p>21 CHAIRMAN WALKER: Yes.</p> <p>22 So, Commissioner, go ahead.</p> <p>23 COMMISSIONER REYES: Would I be able to get a</p> <p>24 copy of that moving forward, through the Chair?</p> <p>25 CHAIRMAN WALKER: Yes, ma'am.</p>	<p>1 at a later date.</p> <p>2 So the discussion about what services they</p> <p>3 were bringing and the 10 percent they were given</p> <p>4 is off the table, and this will run for about</p> <p>5 ten years.</p> <p>6 So it's asking the board to approve this</p> <p>7 as is.</p> <p>8 CHAIRMAN WALKER: Can I get a motion and a</p> <p>9 second so we can enter into a discussion?</p> <p>10 I do have some questions, as well.</p> <p>11 COMMISSIONER HOROVITZ: I make a motion.</p> <p>12 CHAIRMAN WALKER: I have a motion.</p> <p>13 COMMISSIONER BROCK: I second.</p> <p>14 CHAIRMAN WALKER: I have a second.</p> <p>15 I'll open it up for discussion.</p> <p>16 So a couple things. The first is, is this --</p> <p>17 and this may be directed to you, Mr. Alexander,</p> <p>18 or Counsel.</p> <p>19 Is this Contribution Agreement in lieu of an</p> <p>20 Operating Agreement with LIFT JAX?</p> <p>21 MS. HODGES: I feel like the tag team</p> <p>22 (referred to passing around the microphone).</p> <p>23 Yes. So with this Contribution Agreement,</p> <p>24 there is no Joint Venture Agreement. There is no</p> <p>25 Operating Agreement, and there is no Lease</p>

<p style="text-align: right;">Page 53</p> <p>1 Agreement between ourselves and the joint venture 2 entity.</p> <p>3 So all of that goes away. The JHA still owns 4 the property in a single entity, single purpose 5 entity, which is standard for you on these deals.</p> <p>6 And, of course, David Garfunkel is here. 7 He's been amazing, outstanding and patient working 8 through this agreement, but the JHA needs a 9 win-win for both sides.</p> <p>10 You get your 1.5- in city kind of passed 11 through -- not really -- but it's city ARP dollars 12 to the JHA's spending in accordance with those 13 purposes.</p> <p>14 And LIFT JAX will have, as Dwayne said, 15 a seat at the table. It's a ten-year term. 16 The first two years the parties will meet 17 on a quarterly basis on, you know, the topics that 18 are mentioned here, like naming of the project, 19 mixed income, capital investment -- a long list of 20 topics in Section 4 on Page 2.</p> <p>21 I don't know if you want David to speak on 22 this, but it's a straightforward deal. It does 23 not prevent this board from seeking bond 24 financing, and I think we get to the result that 25 I take, as a team, the Finance Team, OGC and</p>	<p style="text-align: right;">Page 55</p> <p>1 start construction by as late as September.</p> <p>2 CHAIRMAN WALKER: Commissioner Horovitz.</p> <p>3 COMMISSIONER HOROVITZ: Oh, I'm sorry.</p> <p>4 Were you done speaking?</p> <p>5 CHAIRMAN WALKER: Yes. Sorry. I was just 6 making a note. I just noticed you peek up. 7 Apologies.</p> <p>8 COMMISSIONER HOROVITZ: Oh, yes. Sorry. 9 I was just letting you know that I'd like to talk. 10 I have a few questions.</p> <p>11 Well, first of all, through the Chair, 12 I thought we had engaged with an architecture 13 firm.</p> <p>14 CEO: We do. We have -- BMI is -- 15 we piggyback off the city, who is actually writing 16 our scope for us.</p> <p>17 COMMISSIONER HOROVITZ: Okay.</p> <p>18 I had a meeting with Mr. Alexander and 19 Mr. Lohr last week to talk about financing this 20 renovation. So I have just a little bit more 21 background that I plan on going over with the 22 team, but I did want to talk at the board level 23 around some I think policy type questions.</p> <p>24 So, first of all, this is amazing. 25 I'm so glad we got here. Thank you to the</p>
<p style="text-align: right;">Page 54</p> <p>1 Mr. Garfunkel -- I think we get to the same result 2 that the board wanted to see based on the last 3 couple of meetings that we had on this.</p> <p>4 CHAIRMAN WALKER: Thank you.</p> <p>5 So, in lieu of an Operating ...</p> <p>6 I did take a chance to review this prior, 7 just so the board is aware. I don't know if 8 anybody else had a chance to look at it.</p> <p>9 So the follow-up question then, which is 10 more Mr. Alexander or the Finance Team -- 11 so we're going to work with LIFT JAX. 12 Presumably we'll approve this, you know, bring in 13 the 1.5 million.</p> <p>14 What's next?</p> <p>15 CEO: So, actually, we have acquired the 16 services of BMI, which is a full-service firm. 17 They actually guess it would take about 45 days 18 for them to do the whole scope of work so that we 19 can actually put these bids out for the 20 engineering, architectural services.</p> <p>21 We are hoping that they will have that 22 information back to us by at least March where we 23 can go out for an RFP for the services before we 24 engage a full architect firm who would do the 25 work, as well. And we're looking to at least</p>	<p style="text-align: right;">Page 56</p> <p>1 LIFT JAX Team for your patience, and I would like 2 to apologize. I think that this was more painful 3 than it needed to be.</p> <p>4 This is exactly where we should have 5 started, but we got there. And I think that this 6 will be a good lesson for doing it more 7 efficiently next time.</p> <p>8 Looking at the financing of this -- 9 and we're going to be talking about this in more 10 detail in the Finance Committee Meeting on Friday 11 -- we do need to discuss the renovation, 12 which is 4- to \$6,000,000, and there are going to 13 be two options that we're going to discuss.</p> <p>14 I am bringing this up now, because, in this 15 Operating Agreement, we're talking about mixed 16 income, which is something that this board has 17 talked about is important.</p> <p>18 It's very important to me, and I think that 19 having mixed, you know, income in the same 20 building is just really -- it's the right thing 21 for just the social elements of living together.</p> <p>22 But the Finance Team has presented and from 23 CSG that what makes the most sense, from a 24 cash flow perspective, is going to be using 25 low-income housing tax credits, and they will be</p>

<p style="text-align: right;">Page 57</p> <p>1 presenting that we should be keeping it 60 percent  2 -- or 60 AMI, but 100-percent 60-percent AMI.  3 CFO: Correct.  4 COMMISSIONER HOROVITZ: And that's something  5 that I disagree with, and so, as we're exploring  6 ways to finance this renovation, we need to  7 decide, are we concerned with the cash flow,  8 or are we concerned with how we want the makeup  9 of the building to be?  10 And, also, in keeping with this agreement  11 that we're about to enter into with LIFT JAX.  12 CHAIRMAN WALKER: Yes. Commissioner,  13 I think that's a great question.  14 And thank you. This is a policy.  15 I mean this is something we, as a board,  16 need to discuss.  17 The research that I have read online is that  18 consistently dedicating 100 percent of a project  19 to low-income housing does not necessarily produce  20 the revitalization or economic benefits for  21 tenants or the area.  22 COMMISSIONER HOROVITZ: Uh-huh.  23 CHAIRMAN WALKER: So I echo your concerns.  24 I also appreciate the cash flow perspective from a  25 LIHTC.</p>	<p style="text-align: right;">Page 59</p> <p>1 CHAIRMAN WALKER: Yes.  2 COMMISSIONER HOROVITZ: -- because we're not  3 solving any issue, rather than putting lipstick on  4 the building.  5 We want to be a part of and partnering with  6 our LIFT JAX partners revitalizing the community,  7 and I don't think putting a facelift on this  8 building is going to do that.  9 And so, as we're going into finance or  10 acquisition, I just would like to have the support  11 from the board, that we need to be exploring  12 financing models that look at mixed income.  13 CHAIRMAN WALKER: Yes. I agree.  14 And, you know, with the new Live Local Act  15 that was produced, I will tell you, in my,  16 you know, professional capacity outside the board,  17 I am lobbying very heavily for changes to that act  18 that would include housing authority participation  19 and access to those -- to certain funds.  20 Because I think this is important.  21 I think the housing authority should be at the  22 forefront of this.  23 COMMISSIONER HOROVITZ: Uh-huh.  24 CHAIRMAN WALKER: But I tend to agree with  25 you, you know, without the benefit of the model,</p>
<p style="text-align: right;">Page 58</p> <p>1 So I think what I would like to see is this  2 go back through acquisition -- or it's really  3 asset management at this point -- either-or --  4 probably acquisition, because it's the finance  5 aspects of it, as well.  6 COMMISSIONER HOROVITZ: Uh-huh.  7 CHAIRMAN WALKER: And, from where I sit,  8 it would make a lot of sense if we could get some  9 information -- you know, the two underwriting  10 models. Let's see what the delta looks like  11 between the two.  12 But I'd also really like to understand,  13 is there any data or articles or information  14 published here locally -- UNF would be a great  15 example, or UF -- about the social impact of  16 mixed income housing versus dedicated low-income  17 housing that the board could review?  18 Like I said, there's lot of articles about  19 it.  20 COMMISSIONER HOROVITZ: There is great data.  21 I'm happy to put some of it together.  22 CHAIRMAN WALKER: That would be great.  23 COMMISSIONER HOROVITZ: Yes. And I just want  24 to be clear that I'm not supportive of having a  25 building that is 100-percent 60-percent AMI --</p>	<p style="text-align: right;">Page 60</p> <p>1 but I don't see how we could be true to our  2 mission.  3 It's not just about affordable housing.  4 It's about improving the lives of our tenants in  5 our community.  6 COMMISSIONER HOROVITZ: Uh-huh.  7 CHAIRMAN WALKER: I think it's a pretty tough  8 sell to me to say we should dedicate 100 percent  9 of the property to 60-percent AMI.  10 COMMISSIONER HOROVITZ: Uh-huh.  11 CHAIRMAN WALKER: And I think I would love to  12 hear what the Financing Team's suggestion is to  13 figure out another way to do it.  14 COMMISSIONER HOROVITZ: Sure.  15 And just one more comment on that to add to  16 that. I'm also exploring other ways to bring in  17 funding so we can work in this building  18 specifically around -- you know, the building has  19 solar panels.  20 If you didn't know, there's solar panels on  21 the roof.  22 But, how we can take advantage of the  23 Greenhouse Reduction Fund dollars to improve  24 the utility efficiency of the building?  25 Because we're a housing agency.</p>

<p style="text-align: right;">Page 61</p> <p>1 So, thank you, Ms. Hodges, for helping me 2 explore if we're eligible to go after these 3 dollars. 4 But there's lots of things that we can be 5 looking at so we can -- you know, not compromising 6 some of these bigger social issues like having 7 mixed income. 8 And I'm sorry. 9 CHAIRMAN WALKER: Mr. Garfunkel, please. 10 MR. GARFUNKEL: Thank you so much. 11 Just one tactical comment first. This is exactly 12 the kind of conversation we want to be a part of 13 supporting. 14 Of course, there is a lot of capacity 15 expertise in-house. We are also part of a 16 national network of community serving in 17 mixed income housing and different kind of 18 financing models. 19 It's not my area of expertise specifically, 20 but we can bring in folks to help with this. 21 So I just -- I just named that. This is exactly 22 why we want to be at the table helping to support. 23 And, just one more broader point, 24 we're thrilled about this. Yes. Maybe it 25 took us a few months longer than we wanted to.</p>	<p style="text-align: right;">Page 63</p> <p>1 COMMISSIONER REYES: This is actually to 2 you, Commissioner Horovitz. 3 The meeting on Friday -- we'll discuss this 4 in a lot more detail, right? 5 COMMISSIONER HOROVITZ: Yes. 6 COMMISSIONER REYES: Because we don't -- 7 I don't -- I'm going to speak for myself, 8 but probably Commissioner Rogers -- we don't have 9 a whole lot of information on the projects 10 themselves. 11 COMMISSIONER HOROVITZ: Yes. 12 COMMISSIONER REYES: So we can have a 13 thorough conversation about that. 14 COMMISSIONER HOROVITZ: Yes. Thank you. 15 CHAIRMAN WALKER: I think it will be really 16 important for that. I don't know if CSG plans 17 to be at that meeting. I assume they're the ones 18 that are recommending -- or someone's recommending 19 the LIHTC? 20 COMMISSIONER HOROVITZ: CSG is. 21 And I think that it would be great if they 22 could update the model, because it includes things 23 like the 10-percent cash flow. 24 And, also, from a policy question, 25 they're also proposing 1.5 million in emergency</p>
<p style="text-align: right;">Page 62</p> <p>1 "It's all good," just to put it that way, 2 We are affirmatively jumping 2 feet into this 3 deal. This is not something we're backing into, 4 or, "I guess we got to do it." 5 We are absolutely affirmatively doing this 6 in partnership with you, and, with that said, 7 we're also entrusting you with this project in 8 partnership with us. 9 This is tremendously important -- 10 the most important investment that we're making in 11 the neighborhood. 12 So I just want to say, "Thank you for doing 13 this in partnership with us." 14 And, yeah -- plenty of work ahead, 15 but we're in it with you. 16 COMMISSIONER REYES: Thank you. 17 COMMISSIONER HOROVITZ: Thank you. 18 CHAIRMAN WALKER: Is there any other comment 19 or discussion on this? 20 Well, any other commissioners first before 21 I ask some questions. 22 Commissioner Horovitz and then Commissioner 23 Reyes. 24 COMMISSIONER HOROVITZ: You can go ahead. 25 I'm finance. I'm sorry.</p>	<p style="text-align: right;">Page 64</p> <p>1 repairs, and I'd like to understand if we really 2 want to do that, if we're putting 4- to 3 \$6,000,000 in. 4 We need to be modeling something that's 5 actually realistic so we can make a decision as a 6 board that is something that we would actually do. 7 CHAIRMAN WALKER: Is the building -- yes. 8 So two things. One, I am going to ask, 9 just for the record, that we refer this, 10 the actual financing structure of this, 11 back to committee. So it will go back to the 12 Finance Committee, which I believe is Friday, 13 correct? 14 COMMISSIONER HOROVITZ: Yes. 15 CHAIRMAN WALKER: And then, to the extent, 16 Mr. Alexander, we can get Mr. Garfunkel arranged 17 or someone from your team -- because, obviously, 18 we want you around the table for this agreement 19 -- and anybody, any experts you may have or can 20 think of, if you could coordinate to have their 21 thoughts. 22 And then I echo the comments. 23 Is the building vacant? 24 CEO: No. 25 CHAIRMAN WALKER: It is not vacant.</p>



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<p>1 CEO: No.</p> <p>2 CHAIRMAN WALKER: Okay. It is not vacant.</p> <p>3 So then, yes. I echo the comments.</p> <p>4 By Friday, we really need to understand --</p> <p>5 when I hear, "emergency repairs," I hear life,</p> <p>6 health, safety.</p> <p>7 I'd really like to understand Friday what</p> <p>8 that means and if there are life, health, safety</p> <p>9 issues that we need to hold a Special Board</p> <p>10 Meeting to approve the repairs we need to do that.</p> <p>11 So, just for clarity. I think that's my</p> <p>12 concern with the words, "emergency repairs."</p> <p>13 Commissioner Rogers, did you have something?</p> <p>14 COMMISSIONER ROGERS: I didn't, but you just</p> <p>15 triggered something.</p> <p>16 What's the current occupancy?</p> <p>17 CEO: We had -- at one point, it was like 71.</p> <p>18 I think we may be down to 60 something.</p> <p>19 The goal is to get down to 50 something so that we</p> <p>20 can actually move all of the folks from one</p> <p>21 side of the building to the other so we can start</p> <p>22 construction on the other side.</p> <p>23 But I would add to the fact that,</p> <p>24 in CSG's recommendation -- that recommendation is</p> <p>25 based on tax credit, and, typically, with tax</p>	<p>1 I think it will be helpful to understand kind of</p> <p>2 what we bought and what we're trying to do.</p> <p>3 COMMISSIONER REYES: Thank you.</p> <p>4 CHAIRMAN WALKER: And, Mr. Alexander,</p> <p>5 could you provide those?</p> <p>6 Just recirculate them to the board --</p> <p>7 CEO: Sure.</p> <p>8 CHAIRMAN WALKER: -- or, you know,</p> <p>9 our CAO can circulate them. That'd be great.</p> <p>10 COMMISSIONER REYES: So, just to confirm,</p> <p>11 we'll get three things, finance model,</p> <p>12 property condition assessment and the property</p> <p>13 appraisal?</p> <p>14 Is that right?</p> <p>15 CEO: Yes.</p> <p>16 CHAIRMAN WALKER: Do we have a PCA,</p> <p>17 a property condition assessment?</p> <p>18 CEO: Yes. Yes, we do. Yes.</p> <p>19 CHAIRMAN WALKER: Okay. This is --</p> <p>20 never mind. It's too into the weeds.</p> <p>21 We can go into this Friday. Sorry.</p> <p>22 Any other questions about the Project</p> <p>23 Contribution Agreement?</p> <p>24 COMMISSIONER HOROVITZ: I'm sorry.</p> <p>25 Before you go there, it would also be helpful</p>
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<p>1 credit deals, you have to wait almost a year or</p> <p>2 longer for those deals.</p> <p>3 And they were looking to possibly put that</p> <p>4 money in to stabilize that building with that</p> <p>5 1.5-. There are other options we can take,</p> <p>6 and we can discuss that on Friday.</p> <p>7 CHAIRMAN WALKER: It sounds like it will be a</p> <p>8 robust conversation Friday.</p> <p>9 Commissioner Reyes.</p> <p>10 COMMISSIONER REYES: Again, very new to</p> <p>11 this. So I do see that, on the event, they did</p> <p>12 add a bunch of resolutions.</p> <p>13 Is there any documentation that maybe</p> <p>14 Commissioner Rogers and I should be reviewing</p> <p>15 prior to this regarding this specific project?</p> <p>16 CHAIRMAN WALKER: My personal recommendation</p> <p>17 is you're going to want to look at the finance</p> <p>18 model and go through it with the Finance Team to</p> <p>19 make sure you have a baseline understanding of how</p> <p>20 to read it.</p> <p>21 I'd also suggest -- at some point, I saw the</p> <p>22 building -- not the building inspection --</p> <p>23 property condition assessment and the appraisal.</p> <p>24 I'd recommend probably those things.</p> <p>25 If you take a look at those, Commissioner,</p>	<p>1 -- and I don't know if it was circulated --</p> <p>2 the notes from CSG.</p> <p>3 But it would be great, Mr. Lohr, if you could</p> <p>4 ask them to update them, because it's got outdated</p> <p>5 information in it.</p> <p>6 CFO: Okay.</p> <p>7 COMMISSIONER HOROVITZ: And I don't --</p> <p>8 and I meant to email you back -- I don't actually</p> <p>9 see a financing model for that project in the</p> <p>10 meeting for Friday.</p> <p>11 Because I would like to run different</p> <p>12 scenarios on the income mix, because we need to</p> <p>13 really understand the cost.</p> <p>14 And this -- I know we're just talking about</p> <p>15 --</p> <p>16 UNIDENTIFIED SPEAKER: Um --</p> <p>17 COMMISSIONER HOROVITZ: -- Franklin Arms,</p> <p>18 but it does have broader impacts to our ability to</p> <p>19 finance the other deals that we have in the</p> <p>20 pipeline.</p> <p>21 CHAIRMAN WALKER: I believe we have --</p> <p>22 was that somebody from CSG on the line?</p> <p>23 Was that Tanya, by chance?</p> <p>24 MS. DEMPSEY: Yeah, it was. It was. Sorry.</p> <p>25 I just -- yeah. So we can certainly update.</p>

<p style="text-align: right;">Page 69</p> <p>1 We can update the financing model. We did prepare  2 like a dec for you guys to review on, you know,  3 kind of the financing, to your point of like  4 financing, just traditional bond ways versus the  5 LIHTC and what the financial benefits are for  6 that.  7 So we can certainly kind of go through that,  8 the basics of the LIHTC and rules and things like  9 that if you need us to. We don't have to if you  10 don't.  11 We can also -- I mean I can run it between  12 today and Friday -- what would happen if there was  13 a certain percentage that was above 60-percent  14 AMI.  15 I think that's what you're -- is that --  16 do you have a specific percentage in mind that  17 I can run, or do you want me to just assume  18 like 30 percent or something?  19 CHAIRMAN WALKER: Ms. Dempsey, this is Chris.  20 What was the percentage set aside for  21 Westwood?  22 MS. DEMPSEY: Great question. I don't know  23 off the top of my head. But I can look, and I can  24 apply that.  25 CHAIRMAN WALKER: I'd say, if you could apply</p>	<p style="text-align: right;">Page 71</p> <p>1 but for future projects.  2 Right?  3 So the tax credits, as we were modeling them,  4 generate additional cash flow. That additional  5 cash flow would strengthen the housing authority's  6 ability to pay future obligations, right,  7 in the other projects that you have in your  8 pipeline.  9 So there are some trade-offs that I think we  10 should just talk through.  11 CHAIRMAN WALKER: Yes.  12 COMMISSIONER HOROVITZ: Sure.  13 And, just on the LIHTC financing --  14 and I'm sorry. I'll stop.  15 CHAIRMAN WALKER: No. You're fine.  16 You're fine.  17 COMMISSIONER HOROVITZ: -- I don't have a ton  18 of experience on LIHTC deals -- certainly not in  19 housing authorities.  20 But I believe that only 40 percent are  21 required to be affordable, but you do 100 percent  22 to maximize the benefit.  23 So we should be exploring -- maybe we don't  24 maximize the benefit, but we -- it's still a  25 win-win.</p>
<p style="text-align: right;">Page 70</p> <p>1 -- again, not to overstep, I'd like to see that,  2 and then, if you could do a sensitivity analysis  3 around, you know, what happens if we increase  4 low income by 5 percent or whatever.  5 I think a sensitivity table would be quite  6 helpful.  7 MS. DEMPSEY: Yes. No problem.  8 COMMISSIONER HOROVITZ: If I could --  9 two comments. I would love to see the model so I  10 could just do some analysis myself, but, however  11 you send it, I'll just play with it.  12 I think that we -- and this is why we have  13 David and the LIFT JAX Team at the table.  14 I think that we need to get together and discuss  15 what the mix looks like.  16 But we won't be able to do that anytime --  17 that's a conversation that -- we need to  18 understand the financing first.  19 CHAIRMAN WALKER: Yes. I concur, and I think  20 that will lead to some interesting and positive  21 policy conversations at the Finance Committee  22 Meeting.  23 MS. DEMPSEY: Right. Because I think you  24 were just saying that like, to your point, right,  25 there is an impact, not just for this project,</p>	<p style="text-align: right;">Page 72</p> <p>1 MS. DEMPSEY: Yes.  2 COMMISSIONER HOROVITZ: So let's look at all  3 of that and allow for some flexibility.  4 MS. DEMPSEY: Yeah. That's exactly --  5 yeah. That's exactly the sensitivity so that you  6 can size what kind of makes sense so you're not  7 completely maxing out, right, not 100-percent  8 affordable or 100 percent at 60-percent AMI or  9 some kind of income averaging.  10 But I think -- yeah. I think there's a way  11 to make this work to meet your policy objective.  12 I just -- you know, someone had also mentioned  13 like Faircloth to run and using other subsidy  14 streams as also a way to enhance the financials  15 of the deal, which I think we can all agree we do  16 want to do that.  17 So we just need to decide how you want to do  18 that.  19 COMMISSIONER HOROVITZ: Sure. Through the  20 Chair, we need to balance the economic benefit of  21 the deal and also the community benefit.  22 As we're moving forward with financial models,  23 just keep that in mind.  24 CHAIRMAN WALKER: Yes.  25 Anything more specifically on this one?</p>

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<p>1 (no response)</p> <p>2 CHAIRMAN WALKER: So, again, just for</p> <p>3 clarity, this will be part of the Finance</p> <p>4 Committee Meeting on Friday where we'll review the</p> <p>5 actual deal in more detail.</p> <p>6 But, before us today, we have a resolution</p> <p>7 approving the Project Contribution Agreement.</p> <p>8 Just for the sake of clarity, OGC has</p> <p>9 reviewed and approved of this agreement?</p> <p>10 MS. HODGES: (nodded head affirmatively)</p> <p>11 CHAIRMAN WALKER: And, Mr. Alexander,</p> <p>12 the agreement is consistent with the senior</p> <p>13 management's expectations?</p> <p>14 CEO: That's correct.</p> <p>15 CHAIRMAN WALKER: Is there anymore</p> <p>16 discussion on the Project Contribution Agreement</p> <p>17 of the resolution?</p> <p>18 The one thing I'll say, Ms. Hodges,</p> <p>19 on the resolution -- if you could, make sure --</p> <p>20 it says, "Attest Secretary" -- if we can get rid</p> <p>21 -- I don't know if we have a secretary of the</p> <p>22 board.</p> <p>23 If we could get rid of that and just make</p> <p>24 sure we have OGC sign off on it, I'd be</p> <p>25 appreciative. I realize it's probably a pro forma</p>	<p>1 secretary?</p> <p>2 CHAIRMAN WALKER: Do we have a secretary?</p> <p>3 COMMISSIONER BROCK: Yes.</p> <p>4 CHAIRMAN WALKER: We technically have a</p> <p>5 secretary?</p> <p>6 MS. HODGES: Yes.</p> <p>7 CHAIRMAN WALKER: My apologies. It's you.</p> <p>8 I thought you were treasurer for some reason.</p> <p>9 We don't have a treasurer. My apologies.</p> <p>10 Any other debate?</p> <p>11 COMMISSIONER BROCK: No.</p> <p>12 (no response)</p> <p>13 CHAIRMAN WALKER: Hearing none, I'll call the</p> <p>14 question.</p> <p>15 All those in favor of JHA-1 signify by</p> <p>16 saying, "Aye."</p> <p>17 COMMISSIONER HOROVITZ: Aye.</p> <p>18 COMMISSIONER REYES: Aye.</p> <p>19 COMMISSIONER BROCK: Aye.</p> <p>20 COMMISSIONER ROGERS: Aye.</p> <p>21 CHAIRMAN WALKER: Any opposition?</p> <p>22 (no response)</p> <p>23 CHAIRMAN WALKER: Hearing none,</p> <p>24 JHA-1 is approved.</p> <p>25 If I can just get that cleaned up resolution,</p>
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<p>1 resolution. So no issue.</p> <p>2 With that, is there any further discussion?</p> <p>3 COMMISSIONER HOROVITZ: Just to highlight</p> <p>4 that, when we approve this, we are committing</p> <p>5 that this will be mixed income as is stated in the</p> <p>6 resolution.</p> <p>7 Is that right, or no?</p> <p>8 MS. HODGES: Yeah.</p> <p>9 Through the Chair, so, actually, the way that</p> <p>10 it reads, Heather -- it's not a firm commitment in</p> <p>11 this document that we're going to have mixed</p> <p>12 income. It's a firm commitment that we will</p> <p>13 consult with LIFT JAX on mixed income.</p> <p>14 COMMISSIONER HOROVITZ: Okay. Thank you.</p> <p>15 MS. HODGES: So it's a consulting role.</p> <p>16 That's the only thing that LIFT JAX has.</p> <p>17 No commitments as to anything really relative to</p> <p>18 the project, but you obviously know LIFT JAX,</p> <p>19 as you are, are in favor of mixed income.</p> <p>20 COMMISSIONER HOROVITZ: Got it. Thank you.</p> <p>21 CHAIRMAN WALKER: Any further questions or</p> <p>22 clarifications?</p> <p>23 Commissioner Brock.</p> <p>24 COMMISSIONER BROCK: One clarification.</p> <p>25 You said that the board don't have a</p>	<p>1 I'll be happy to sign it.</p> <p>2 MS. HODGES: Yes.</p> <p>3 CHAIRMAN WALKER: Just so it's consistent</p> <p>4 with our form that we --</p> <p>5 MS. HODGES: Sure --</p> <p>6 CHAIRMAN WALKER: -- previously had,</p> <p>7 that would be great.</p> <p>8 MS. HODGES: -- sure.</p> <p>9 CHAIRMAN WALKER: I believe that's the only</p> <p>10 active resolution we had. So next on the agenda</p> <p>11 we're going back to old business.</p> <p>12 The first was was the OIG management review.</p> <p>13 I think we've discussed this previously under</p> <p>14 Chair Comments.</p> <p>15 I would, however, like to ask the board</p> <p>16 whether or not we would like to have Mr. Lascell</p> <p>17 come in and talk to us about these procedures</p> <p>18 and how these work or if you feel like we've</p> <p>19 gotten enough information about how these work,</p> <p>20 and we'll let OGC and Mr. Alexander figure out</p> <p>21 the next steps with OIG.</p> <p>22 What is the board's preference?</p> <p>23 (no response)</p> <p>24 CHAIRMAN WALKER: Am I asking the question</p> <p>25 clearly, or is it clear as mud?</p>

<p style="text-align: right;">Page 77</p> <p>1 COMMISSIONER HOROVITZ: It could be clearer 2 for me.</p> <p>3 CHAIRMAN WALKER: Okay. So I'm asking 4 whether or not -- it was suggested in a previous 5 meeting, based on the minutes -- I believe I 6 recall seeing this --</p> <p>7 COMMISSIONER BROCK: That's right.</p> <p>8 CHAIRMAN WALKER: -- asking the question 9 whether or not we would want OIG and Mr. Lascell 10 to come in and present to the board, you know, 11 how we got from A to Z so that we could ask 12 questions.</p> <p>13 I've been working with Ms. Hodges and OGC to 14 have an internal conversation around, you know, 15 is there something else that we can clarify in the 16 report or something else?</p> <p>17 So my question is, does the board want a 18 formal meeting with OIG and Mr. Lascell to go 19 through what transpired to the report, what led to 20 the conclusions and what we can do differently, 21 or are we going to keep the status quo?</p> <p>22 That's the question.</p> <p>23 COMMISSIONER HOROVITZ: I think it's a great 24 opportunity for relationship building, and I would 25 be very supportive of that.</p>	<p style="text-align: right;">Page 79</p> <p>1 COMMISSIONER BROCK: No, sir.</p> <p>2 CHAIRMAN WALKER: Next old business -- 3 we have the CEO Employment Contract.</p> <p>4 So where I believe we left off on this last 5 was the board approved a six-month extension. 6 I think there was a consensus around that and the 7 bonus, which was approved.</p> <p>8 I believe we have a proposed final contract.</p> <p>9 Or, have we reached that point yet, 10 OGC and Mr. Alexander?</p> <p>11 MS. HODGES: Yes. So, yes. I sent Dwayne a 12 copy of the second amendment. There was some 13 minor back and forth on a point.</p> <p>14 When the board approved the motion to extend 15 the contract back six months, you also stated 16 that, at the end of that term, you would want to 17 reevaluate him.</p> <p>18 So I had to make sure that that language was 19 in the second amendment. So that language was 20 re-added back in and sent to Mr. Alexander late 21 last week or mid week.</p> <p>22 And so we're just waiting to get -- 23 it's an offer, at this point, of the board to 24 Mr. Alexander. He can take it or not.</p> <p>25 If he doesn't sign a contract, he remains an</p>
<p style="text-align: right;">Page 78</p> <p>1 COMMISSIONER BROCK: Yes.</p> <p>2 COMMISSIONER REYES: I agree.</p> <p>3 COMMISSIONER ROGERS: I agree.</p> <p>4 CHAIRMAN WALKER: There is a consensus?</p> <p>5 COMMISSIONER BROCK: Yes.</p> <p>6 CHAIRMAN WALKER: So, Mr. Alexander, 7 I'd ask that you coordinate with Mr. Lascell and 8 ask him to come in, through OGC.</p> <p>9 Again, we're not looking to point fingers. 10 We're looking to understand and have a more 11 collaborative relationship so we understand this 12 going forward, but I think it's important we have 13 that clarification.</p> <p>14 Is there anything else on the ...</p> <p>15 Yes, Commissioner Reyes.</p> <p>16 COMMISSIONER REYES: As your HR Committee 17 Chair, I also think it's important for us to have 18 an internal conversation in terms of JHA's 19 policies for employees and upper management.</p> <p>20 And, what is the process of, you know, 21 taking a complaint all the way to the top?</p> <p>22 I think that's also relevant, and I'll leave 23 that to our committee.</p> <p>24 CHAIRMAN WALKER: Thank you, Commissioner. 25 Anything else on the OIG matter?</p>	<p style="text-align: right;">Page 80</p> <p>1 at-will employee without a contract.</p> <p>2 CHAIRMAN WALKER: Mr. Alexander, do you -- 3 and I'm putting you on the spot.</p> <p>4 Do you anticipate accepting the offer, 5 or do you anticipate --</p> <p>6 CEO: I haven't talked to my attorney yet. 7 I just received it Thursday, late Thursday night 8 and just noticed it on Friday. So yesterday was a 9 holiday. I'll talk to him.</p> <p>10 CHAIRMAN WALKER: Okay.</p> <p>11 Commissioners, is there any comment on this? 12 (no response)</p> <p>13 CHAIRMAN WALKER: I think we need an answer 14 to that.</p> <p>15 Commissioner Brock.</p> <p>16 COMMISSIONER BROCK: I was fixing to say 17 I'm assuming we can get an answer in our regular 18 board meeting.</p> <p>19 CHAIRMAN WALKER: Yeah. I don't love -- 20 yes, Commissioner Brock.</p> <p>21 I think, Mr. Alexander, we need to wrap this 22 up by the next board meeting if you're going to 23 accept the offer or not.</p> <p>24 It makes me very uncomfortable that we don't 25 have a signed agreement, even if it is for six</p>

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<p>1 months.</p> <p>2 I do think that we need to consider,</p> <p>3 you know, if you haven't committed -- and I</p> <p>4 understand. There have been a lot of questions</p> <p>5 flying back and forth, and, you know, this board</p> <p>6 has given direction and placed its concerns.</p> <p>7 I do think we need to consider the fact</p> <p>8 that, if you choose not to accept, this board is</p> <p>9 going to be put in a position where we need to</p> <p>10 have a contingency plan. We're going to have to</p> <p>11 find a different CEO, and I am very worried.</p> <p>12 Do we have a CEO succession plan in place?</p> <p>13 MS. HODGES: Yeah. Well --</p> <p>14 CHAIRMAN WALKER: Let me ask Mr. Alexander</p> <p>15 first.</p> <p>16 Do we have one?</p> <p>17 CEO: We have a succession plan.</p> <p>18 CHAIRMAN WALKER: And, to be clear, I'm not</p> <p>19 directing this at you. I'm asking the question.</p> <p>20 If you get hit by a proverbial bus, what happens?</p> <p>21 CEO: We have someone to cover.</p> <p>22 CHAIRMAN WALKER: Who?</p> <p>23 CEO: You said it, the COO.</p> <p>24 CHAIRMAN WALKER: The COO, the chief</p> <p>25 operating officer?</p>	<p>1 administrative officer to get us with a search</p> <p>2 firm to help establish goals.</p> <p>3 I have not seen those. I believe --</p> <p>4 MS. PARDE: Through the Chair, yes.</p> <p>5 So we have utilized Gans &amp; Gans. They are the</p> <p>6 ones that -- I provided you with all of the</p> <p>7 information.</p> <p>8 They're currently working on it.</p> <p>9 They anticipate to have it -- they'd like to have</p> <p>10 it by Friday, but they're being realistic.</p> <p>11 So, by early next week, they said, simply because</p> <p>12 they have to go do the compensation study that you</p> <p>13 asked for, as well as they're obtaining the goals</p> <p>14 from all of those agencies to be able to present</p> <p>15 it to you.</p> <p>16 CHAIRMAN WALKER: Thank you.</p> <p>17 You just reminded me of something.</p> <p>18 The information that was presented for</p> <p>19 Mr. Alexander -- when you presented us information</p> <p>20 about the comp, we talked about this last time</p> <p>21 with the Tampa Housing Authority and some</p> <p>22 independent reserch.</p> <p>23 Did that come from Gans &amp; Gans?</p> <p>24 MS. PARDE: Through the Chair, most of it</p> <p>25 had. I'm not certain if the Tampa one had.</p>
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<p>1 CEO: That's correct.</p> <p>2 CHAIRMAN WALKER: Are there other comments</p> <p>3 here from the board?</p> <p>4 (no response)</p> <p>5 CHAIRMAN WALKER: So I think what I'd like to</p> <p>6 do, Mr. Alexander, is I would like to see --</p> <p>7 I really would appreciate it if you would wrap</p> <p>8 this up.</p> <p>9 In an abundance of caution, I'm also going to</p> <p>10 ask that we have an RFP for a search firm in the</p> <p>11 event we can't come to terms so that we have</p> <p>12 something to review if we need to go search for</p> <p>13 somebody else.</p> <p>14 And I can assure you that it's meant to be,</p> <p>15 for me, something that we -- well, we need to</p> <p>16 consider the alternative.</p> <p>17 Because, again, I know it's been a --</p> <p>18 you know, this board has expressed concerns,</p> <p>19 and we need to have that in place.</p> <p>20 Commissioner Brock.</p> <p>21 COMMISSIONER BROCK: Mr. Chair, just bringing</p> <p>22 back to your remembrance, did we do his goals with</p> <p>23 the contract?</p> <p>24 CHAIRMAN WALKER: No. We've been waiting for</p> <p>25 -- I believe we assigned -- we asked our chief</p>	<p>1 I'd have to double-check on that.</p> <p>2 But, yes. The information that I provided --</p> <p>3 it was obviously -- it was not just myself who</p> <p>4 had provided that information.</p> <p>5 All the information that I obtained I did go</p> <p>6 through Gans &amp; Gans to obtain that information.</p> <p>7 CHAIRMAN WALKER: Okay. So, because of</p> <p>8 Mr. Rogers's comments at the last board meeting,</p> <p>9 I went out and retained personally my own firm to</p> <p>10 confirm this information.</p> <p>11 It's inaccurate.</p> <p>12 MS. PARDE: Oh.</p> <p>13 CHAIRMAN WALKER: And I'm not talking</p> <p>14 inaccurate by \$1,000. At least four of them are</p> <p>15 inaccurate.</p> <p>16 So I would like to see what Gans &amp; Gans</p> <p>17 provided, and I'm not sure that I want Gans &amp; Gans</p> <p>18 being the firm that is going to provide the</p> <p>19 goals, if this information proves to be true.</p> <p>20 MS. PARDE: And, because I anticipated that</p> <p>21 there might -- I just -- I wanted to make sure</p> <p>22 that I was open. I also had ordered, through</p> <p>23 PHADA, which is the National Public Housing</p> <p>24 Association -- they have a 2023-2024 study.</p> <p>25 I've ordered that. It should be coming</p>

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<p>1 shortly, as well. They do a national one, 2 and then, if you'd like to hire another firm, 3 I've provided you with a list of all the 4 opportunities that are available. 5 So, at the time, the reason we went through 6 them is simply time. 7 CHAIRMAN WALKER: Yes. 8 MS. PARDE: But, if you would like, 9 I have no problem with whoever you would like to 10 hire. 11 CHAIRMAN WALKER: Yes. 12 Commissioner. 13 COMMISSIONER HOROVITZ: I just want to say 14 thank you for taking -- or caring so much that we 15 get the right information so we can make the best 16 decisions for the agency. 17 For the salaries that were not provided by 18 Gans &amp; Gans -- I would like to know where those 19 other numbers came from, and, if it was just -- 20 whoever provided those numbers. 21 Because those are the kind of data points 22 that are brought to the board that we make 23 decisions based on, and it's just an example of 24 we're not making the best decision, because we're 25 given false information.</p>	<p>1 but it is a data point. 2 1 out of 208 in the Southeast Region makes 3 compensation over 250,000, and two make between 4 201- and 250,000. 5 I say this only because it is a data point, 6 and that's a data point that I think the 7 HR Committee -- once I have the full details on 8 this, I'm going to want the HR Committee ... 9 Again, my concern is I've heard it that -- 10 and I want to be clear for the record -- 11 these came from Gans &amp; Gans is where we got this 12 information. 13 Okay. I just want to make sure we're very 14 clear that this information was presented to the 15 board, and then I really want to understand who 16 was supposed to vet this and how it got to us. 17 COMMISSIONER HOROVITZ: Can I just make a 18 comment on how ridiculous it is that you had to do 19 that? 20 And all of us that are so in the weeds -- 21 you know, the time I spent researching essential 22 function bonds and all of the things that we have 23 to become experts at because we can't trust how 24 we're being briefed in this room. 25 And the time that you took -- you got the</p>
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<p>1 CHAIRMAN WALKER: Yes. 2 The ones -- and, again, at this point in 3 time, I do anticipate providing this to the board 4 for our next meeting, because we need to 5 understand this. 6 But the ones that I have concerns about with 7 Gans &amp; Gans was Tampa, Columbus, Philadelphia, 8 D.C. and San Diego. 9 PHADA -- it's funny you mentioned that. 10 For those of you who don't know, it's the 11 Public Housing Director's Association, 12 correct? 13 CEO: Yes. 14 CHAIRMAN WALKER: Great resource. 15 I also bought that already, which I believe, 16 if I have not -- you cannot unfortunately download 17 it. 18 But I've bought it, and I will say that the 19 -- it's public record. For example, 1 out of 20 208 responded in the Southeast Region. 21 Now mind you there's, how many? 22 There's like 34,000 housing authorities. 23 CEO: 3400. 24 CHAIRMAN WALKER: 3400. 25 There was only like 600 responses total,</p>	<p>1 answer, right? 2 We needed this answer at our last board 3 meeting. 4 Why are we not getting the answers that we 5 need in order to make the decisions that we have 6 to make? 7 CHAIRMAN WALKER: Mr. Alexander. 8 CEO: Yes. So let me just add, you're 9 correct. There are 3400 housing authorities, 10 and I didn't really much pay attention to those 11 numbers that Kort submitted. 12 But Gans &amp; Gans -- if they gave you the 13 number for those specific housing authorities 14 it's because they actually hired that individual 15 for those housing authorities. So they would know 16 better than anyone else in the country. 17 They do most of the hiring for the CEOs in the 18 country. 19 The other thing is that I want the board to 20 remember that every year or fiscal year starts 21 October 1st. 22 And October 1st we pick a new Board Chair, 23 and then we pick the vice president, so forth and 24 so on. 25 In five years of being here, not one time</p>

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<p>1 have we started at the fiscal year on time with                  2 the Board Chair on October 1st. So that always                  3 happens three to four months later. So we never                  4 started on time.</p> <p>5 And part of that is not starting on time --                  6 with the exception in succession, in terms of you                  7 were in succession -- but choosing the Board Chair                  8 every year starts on October 1st when the whole                  9 fiscal year starts.</p> <p>10 The other thing outside of that is,                  11 outside of the two committees, if you look in your                  12 bylaws, it's the Asset Management Committee and                  13 the Finance Committee, and those are regular                  14 meetings that they have on a monthly basis.</p> <p>15 We were not having Asset Management Committee                  16 meetings -- and I mentioned this before --                  17 and then you had two ad hoc committees.</p> <p>18 So we would go almost a whole year and maybe                  19 only have two or three meetings with our                  20 Asset Management Committee.</p> <p>21 The importance of the financial meeting                  22 and the asset manager's meeting --                  23 the asset manager's meeting talks about the                  24 whole entire operation, Resident Services,                  25 public housing, which is our funding stream for</p>	<p>1 meeting or the acquisition meeting, which ...</p> <p>2 CHAIRMAN WALKER: Responding to that,                  3 Mr. Alexander, I think a couple of things.</p> <p>4 The first is that I'm fairly certain we said                  5 the Asset Management Committee would be done                  6 quarterly.</p> <p>7 You know, and, if it's time for that,                  8 I would look for you and your staff, to set that                  9 meeting and make sure we have that meeting.                  10 So, if it's time for that meeting, we need to have                  11 that meeting.</p> <p>12 I do agree that the information is in the                  13 Management Report, but, at the last meeting,                  14 we did talk about the fact that that needs to be                  15 slimmed down into a much more concise report.</p> <p>16 I mean it is long. You know, some of us are                  17 new, but I think the data needs to be reviewed.                  18 I go through it. I see what's there.</p> <p>19 Relative to, you know, getting into the                  20 details of the operation, I think we're back to                  21 this again, Mr. Alexander, which is I personally                  22 do not want to be in the details of the                  23 operation.</p> <p>24 I want to know that the information I have is                  25 accurate, you're comfortable, senior staff is</p>
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<p>1 this agency, Section 8, which is a funding stream                  2 for this agency, and then you have modernization,                  3 which does all of the development and correction                  4 at our properties.</p> <p>5 All of those properties are in that                  6 asset manager's meeting. So, when you don't have                  7 that asset manager's meeting ...</p> <p>8 We continue to provide these reports on                  9 a monthly basis. When you go month after month                  10 after month of not having this asset manager's                  11 meeting, some of that information gets lost,                  12 if you don't pay attention to the reports.</p> <p>13 But we provide that information every month,                  14 but we don't have the asset manager's meeting.</p> <p>15 I'm not saying it's nobody's fault,                  16 but the purpose of the committee meetings is                  17 to dive into detail of what goes on so that you                  18 don't spend the board meetings all day going                  19 through all of this stuff.</p> <p>20 So, if you don't have the asset manager's                  21 meeting or you have a brief meeting and you don't                  22 dive into these things or you don't have the                  23 Acquisition Committee Meetings -- because most of                  24 this stuff that we talk about should have been                  25 vetted, talked through in the asset manager's</p>	<p>1 comfortable and that the operation side of this                  2 organization is running efficiently.</p> <p>3 I'm much more interested in the policy                  4 questions, and I think what we keep coming back to                  5 is there's a lack of understanding, lack of trust                  6 -- call it whatever you will -- around,                  7 are the operational things being done?</p> <p>8 I really don't know how to bridge that.                  9 So I think -- heard loud and clear --                  10 I don't doubt that you're providing the                  11 information. I don't doubt that it's there.</p> <p>12 I think where we stand is we need to decide                  13 whether or not we can rebuild a relationship to                  14 get to the point where we're not having to ask the                  15 questions.</p> <p>16 That's where we stand, and I think that's                  17 going to be an individual effort with you and each                  18 board member, not just me. I think that's                  19 everybody.</p> <p>20 And, look, if I can do -- I'll say it,                  21 again. If I can be better as a Chair to help                  22 schedule these things, I will do that.</p> <p>23 I will do whatever I can, but, you know,                  24 I'm looking to you to help me do that, as well.                  25 Commissioner Reyes.</p>

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<p>1 COMMISSIONER REYES: Through the Chair, 2 just a point of clarity. So Asset Management 3 Committee meetings are just ad hoc committees or 4 special committies? 5 I didn't see anything in the bylaws about 6 them. 7 CHAIRMAN WALKER: It's an ad hoc, 8 but we agreed to establish it and keep it 9 quarterly so that we could review -- there's a lot 10 of details in Mr. Alexander's report. 11 And, usually, he would bring something to us 12 that requires immediate attention. So, while we 13 get the monthly management reports and the CEO 14 Report, the more in-depth operational of what's 15 going on are meant to be at the Asset Management 16 Committee Meeting. 17 COMMISSIONER REYES: And one follow-up. 18 When was the last one? 19 CHAIRMAN WALKER: I believe it was probably 20 October of last year. Yeah. We probably did it 21 for Q-4, and then we're probably due for another 22 meeting. 23 Commissioner Brock. 24 COMMISSIONER BROCK: Mr. Chair, just to 25 remind you, Resident Relations also is in our</p>	<p>1 you. I'd like to understand who these firms are 2 going to be. 3 Do we need to go through an RFP, or can we 4 piggyback? 5 Have we piggybacked? 6 MS. PARDE: You can piggyback. 7 CHAIRMAN WALKER: We can piggyback. 8 Okay. Is there anything else on the 9 employment contract? 10 And you have the most recent draft -- 11 you and your counsel do? 12 CEO: Yes. 13 CHAIRMAN WALKER: Okay, okay. Great. 14 Commissioner Reyes, sorry. 15 COMMISSIONER REYES: So I don't know if this 16 is like the appropriate time, but one of the 17 things that I do want to bring up in the 18 HR Committee is to review the compensation study 19 as a whole so we can actually just come to the 20 board officially with something more. 21 Does it make sense to -- I guess to the 22 CO- -- by when are we supposed to have the 23 results? 24 You said, "Friday"? 25 MS. PARDE: Through the Chair, yes --</p>
<p>Page 94</p> <p>1 bylaws -- 2 CHAIRMAN WALKER: Yes -- 3 COMMISSIONER BROCK: -- which we meet every 4 other month. 5 CHAIRMAN WALKER: -- yes. 6 COMMISSIONER HOROVITZ: So, circling back on 7 the contract, are we giving a deadline that, 8 by the next board meeting that Mr. Alexander has 9 either accepted it or not? 10 CHAIRMAN WALKER: Yes. I think we need to 11 know. I think we need to know. 12 And I appreciate, Mr. Alexander -- 13 look, it's -- you know, we've had enough 14 conversation at this board. 15 I think we all understand that there is a 16 trust deficit that needs to be rebuilt around some 17 of this information, and we're going to have to -- 18 you know, we'll evaluate you after the six months. 19 But we need to know if you're going to take 20 the position or not. That's Step 1. 21 CEO: (nodded head affirmatively) 22 CHAIRMAN WALKER: Is there any other comment 23 around this? 24 (no response) 25 CHAIRMAN WALKER: So, Kort, I'll get with</p>	<p>Page 96</p> <p>1 they hoped. Because this was a rush order, 2 that was why -- that was my problem with most of 3 the things. 4 I had given -- I provided a list of like 5 seven or eight different contacts to the Chair, 6 just, you know, of all the ones that I -- 7 what I had done is I had done my research. 8 I had gone through all the public housing 9 authorities nationwide, looked at their RFPs, 10 who they have utilized, whose contracts we could 11 piggyback off of and things like that. 12 And then I provided a list with a list of 13 which housing authorities had utilized that 14 particular firm or that particular corporation. 15 Some of them were advisors. 16 The ones that I could get quickly, 17 which were the ones I could order, which was 18 through PHADA. I'd order that, and then they 19 would provide me that information. 20 But Gans &amp; Gans was the one who could provide 21 me the first probably, through what Mr. Alexander 22 said, I guess they're the ones who hire. 23 They're the ones used by most public housing 24 authorities as an HR search firm. So they have 25 readily access to that information.</p>



<p style="text-align: right;">Page 97</p> <p>1 But they said that they would hope Friday,  2 but that was being very, very hopeful, to have it  3 done Friday. They could, you know --  4 my goal was I told them that I had to have it  5 before the board meeting -- a week in advance of  6 the board meeting. So that would be next Monday  7 I believe is the correct date.  8 CHAIRMAN WALKER: And, for ...  9 Go ahead, Commissioner.  10 COMMISSIONER REYES: To follow, would it make  11 sense for us, for the HR Committee, to meet before  12 the Monday board meeting or afterwards, if part of  13 the goal is to discuss the compensation study?  14 We should have it by Monday.  15 CHAIRMAN WALKER: If we have it by Monday,  16 it would be ideal if the HR Committee could meet.  17 In the same vein, I'm sure this will be a  18 conversation the whole board wants to participate  19 in. So it wouldn't be the end.  20 If we're going to get into the details of the  21 comp study, it would be preferable to have it  22 there.  23 COMMISSIONER REYES: Right.  24 CHAIRMAN WALKER: I should have -- I'll put  25 you in contact with the individual that we</p>	<p style="text-align: right;">Page 99</p> <p>1 Commissioner.  2 COMMISSIONER HOROVITZ: Yeah.  3 COMMISSIONER REYES: Well, it could be the  4 25th or the 26th.  5 CHAIRMAN WALKER: Okay. Yes. If Kort could  6 -- Ms. Kort, if you wouldn't mind circulating  7 dates, that'd be preferable.  8 Anything else on this matter?  9 (no response)  10 Old business discussion of Franklin Arms --  11 I think we moved this to the Finance Committee  12 Meeting on Friday. So we will have that taken  13 care of.  14 Last but certainly not least of old business  15 is the Westwood deal.  16 I'm going to kick this off by saying I am  17 frustrated, annoyed, upset, disappointed --  18 pick your word -- around the process that is  19 seemingly taking place here.  20 I did attend a most recent call with our  21 advisors and our attorneys, and, if I'm being  22 fully transparent, I felt like there was a lot of  23 finger-pointing, who hasn't done this,  24 who hasn't done that, why it's not their fault.  25 I believe I circulated an email to the</p>
<p style="text-align: right;">Page 98</p> <p>1 retained. It's a search firm in Jacksonville that  2 does comp studies, as well.  3 And, in fairness to Kort and Mr. A, again,  4 finding out that that's who gave the information,  5 we did go with Gans &amp; Gans because they were the  6 quickest turnaround for the information that we've  7 requested.  8 My diligence began to occur after that report  9 was ordered, just to be clear on the timeline.  10 So --  11 COMMISSIONER REYES: So, would it make sense  12 -- and I already sent an email to Kort to send a  13 request -- a poll for the board, but I did suggest  14 maybe Friday, the 26th.  15 CHAIRMAN WALKER: Yes. I think that --  16 I will make time for that.  17 COMMISSIONER REYES: Well, if --  18 CHAIRMAN WALKER: We'll have -- yes.  19 If Kort could poll the board for the members who  20 want to attend.  21 COMMISSIONER HOROVITZ: I'm sorry.  22 I do plan on participating in the committee,  23 but I am away for a conference.  24 CHAIRMAN WALKER: How dare you have things  25 outside of housing authority business,</p>	<p style="text-align: right;">Page 100</p> <p>1 board. If I didn't, I apologize. I thought  2 I sent it, but I might not have clicked, "Send."  3 You know, the do not reply function.  4 Did I do that?  5 Maybe I didn't. Maybe I thought better of  6 it.  7 I'm just going to say the fact we're supposed  8 to close February 12th, which I understand from  9 our development partner is a hard date,  10 and the fact that we are still negotiating or  11 going through a Preliminary Offering Statement and  12 the fact that there's -- it took me getting on the  13 phone and, quite frankly, being a jerk to tell  14 people that they have to provide this information,  15 they need to go through it, you know, me going  16 through the Offering Statement and pointing out  17 things that, quite frankly, I should not have to  18 be pointing out.  19 Factual statements, missing charts,  20 missing graphs -- I'm beside myself upset.  21 This, coupled with the Franklin Arms deal that --  22 you know, I'm glad we finally got there.  23 And thank you, David, for the time.  24 But the lack of ownership -- and I don't know  25 who it is, because I can certainly see there's</p>

<p style="text-align: right;">Page 101</p> <p>1 multiple parties. And I will tell you this is not  2 just -- If I said it once, I've said it ten  3 times.  4 It's not just BMO. It's not just JHA.  5 It's just a lack of general leadership on the  6 deal, and I'm beside myself that we're now going  7 to -- I'm going to have to impose on this board to  8 set a Special Meeting to review the bond documents  9 for this.  10 Because, despite us saying we wanted  11 documents in order to review at this meeting,  12 we do not have documents. I'm just --  13 I don't know what else to say.  14 I'm happy to answer questions, but I'm beside  15 myself that this is where we sit today.  16 So, Commissioner.  17 COMMISSIONER HOROVITZ: I mean, ultimately,  18 the responsibility is ours, right?  19 CHAIRMAN WALKER: It is.  20 COMMISSIONER HOROVITZ: Because we don't  21 really have a strong leader in the agency that has  22 experience doing acquisition deals and managing  23 multiple parties and making sure everything  24 flows appropriately.  25 And so there are tons of inefficiencies,</p>	<p style="text-align: right;">Page 103</p> <p>1 model, which I went off -- I mean I -- the fact  2 that I got that email and made me concerned that  3 the housing authority did not have the revenue to  4 support this deal upset me.  5 So let's start there for a second.  6 Mr. Alexander and to your senior staff,  7 does the housing authority have the revenue and  8 capacity to actually purchase, operate and cover  9 the obligations of this deal?  10 CEO: Yes, we do.  11 CHAIRMAN WALKER: Okay. So my first point  12 will be I don't know why that was ever a  13 conversation, and it needs to be clarified and  14 rectified, you know, through all parties involved,  15 that that is actually the case.  16 COMMISSIONER HOROVITZ: Can we have a little  17 bit more detail into exactly how we have the  18 revenue and where?  19 CEO: So, good.  20 But let me just back up to the other  21 point. This housing authority is issuing these  22 essential function bonds. It's not a common  23 process around the country.  24 We hire experts to help us with this  25 process. So, typically, most housing authorities</p>
<p style="text-align: right;">Page 102</p> <p>1 and we've got hours and hours of experts that  2 we're being billed by and were given guidance and  3 having conversations that aren't in the best  4 interest of the agency.  5 And that's creating so many issues.  6 This is why we're months later -- it's the same  7 thing that happened with LIFT JAX and the  8 Franklin Arms deal.  9 And this is another example of --  10 it's just a lack of experience doing this type of  11 work.  12 CHAIRMAN WALKER: Yeah. And I don't know.  13 I don't know -- I don't know.  14 What I do know is, relative to the deal,  15 I think there was a lot of progress over the past  16 72 hours to get the documents prepared.  17 The documents are not ready in front of us.  18 We have a February 12th closing date.  19 When do they need to post by, Mr. Alexander,  20 to actually make this happen?  21 CEO: January 25th.  22 CHAIRMAN WALKER: January 5th.  23 There were conversations and concerns around  24 the actual financial model and whether or not the  25 housing authority had the revenue to support the</p>	<p style="text-align: right;">Page 104</p> <p>1 don't do these bond deals. You may have only  2 about 11 of them out there that do it. So it's  3 not a common practice amongst these 3400 housing  4 authorities.  5 So we're like the moving force moving forward  6 with this. That's one.  7 The other thing is -- is that it was brought  8 up by BMO -- and that's not the Real Estate  9 Department of BMO. The Real Estate Department has  10 been extremely, extremely efficient, and I've said  11 this several times.  12 But, from the bond perspective, they have  13 some concerns with -- they had some concerns with  14 the RAD deals of the use of the funds.  15 The advice from -- we went back and looked  16 at it. It looks fine to us. We talked to CSG,  17 whose done billions of jobs throughout the  18 country, and it was perfect.  19 So I don't know how the attorney  20 misinterpreted that, but that's what it was.  21 But the bottom line is we have more than enough  22 money.  23 CHAIRMAN WALKER: I'm just going to stop.  24 And, Mr. A, I appreciate that.  25 CEO: Right.</p>

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<p>1 CHAIRMAN WALKER: It is almost irrelevant to 2 me, and what I mean by that is we are sitting here 3 as an authority with, how much hard money deposit 4 up? 5 CEO: Upfront in the asking? 6 UNIDENTIFIED MALE SPEAKER: About \$30,000 7 (phonetic). 8 CEO: Yes, yes. 9 CHAIRMAN WALKER: What was it? 10 UNIDENTIFIED MALE SPEAKER: I can help with 11 that. 12 COURT REPORTER: I didn't hear it. 13 CHAIRMAN WALKER: Who is speaking online? 14 MR. JONES: I'm sorry. This is Daryl Jones 15 from Integral. 16 So there's a total \$300,000 that's is hard 17 at this point. We did put up half, and the 18 housing authority put up half. 19 CHAIRMAN WALKER: So we have exposure to 20 \$150,000. We went hard in the transaction 21 understanding that, based on those meetings -- 22 I went back and looked -- that we were fine. 23 This deal could proceed. It made financial 24 sense. 25 That was back ...</p>	<p>1 And I'm -- I'm -- that's -- I don't know how 2 else to express myself. 3 COMMISSIONER HOROVITZ: If I could make a 4 clarifying point. 5 There is a Harvard study of housing 6 authorities that use essential function bonds, 7 and, in 2002, 64 agencies were using them. 8 So I would imagine 20 years later that more 9 than 30 agencies are doing this. So it's being 10 done. 11 CHAIRMAN WALKER: So my first question on 12 this deal is -- and, again, to drive the point 13 home -- one -- and I know I asked Mr. Alexander 14 and I believe Michael, Mr. Edgar -- 15 MR. EDGAR: Yes. 16 CHAIRMAN WALKER: -- is there an agreement 17 and consensus on the final financing model and a 18 high-level sources and uses? 19 Step 1. 20 MR. EDGAR: You have to ask your attorney and 21 your underwriters. 22 CHAIRMAN WALKER: No. 23 COURT REPORTER: "You have to ask your --" 24 I'm sorry. 25 MR. EDGAR: You have to ask your attorney and</p>
<p>Page 106</p> <p>1 When did our diligence expire, November? 2 CEO: Yes. 3 CHAIRMAN WALKER: Sometime in November, 4 if memory serves me correctly. 5 So let's call it 60 days, and we're now 6 sitting here discussing and debating, you know, 7 whether or not we have, you know, the financial 8 wherewithal or prowess to be able to execute the 9 deal. 10 The documents aren't done. We have a closing 11 on February 12th, and the housing authority, 12 you know, as a whole, is sitting here with 13 \$150,000 exposure with no clear line of sight to 14 closing. 15 I understand we're trying to work backwards 16 into that, but I just -- I -- we can't operate 17 this way. 18 COMMISSIONER HOROVITZ: Uh-huh. 19 CHAIRMAN WALKER: I can't. 20 And I don't want to be involved in these 21 deals, but I feel like it's to the point where, 22 yes. I need to review the information as 23 Board Chair for disclosures, but it shouldn't be 24 to the point where, you know, we're having to 25 send out emails demanding people do things.</p>	<p>Page 108</p> <p>1 your underwriters. I don't have an answer for you 2 on that. I apologize. 3 CHAIRMAN WALKER: So we, at JHA, don't have 4 an answer as to whether or not -- 5 MR. EDGAR: I personally will not provide an 6 answer to that. 7 CHAIRMAN WALKER: -- you do not have the 8 answer. 9 Who can answer the question, Mr. Alexander? 10 Do we have a final agreed upon financial 11 model that JHA has approved and CSG, Piper and the 12 attorneys have said, "Fine. This is what we're 13 using"? 14 CEO: CSG. 15 CHAIRMAN WALKER: CSG can answer that 16 question? 17 CEO: I don't know if Tanya is on. 18 CHAIRMAN WALKER: Tanya, are you still on? 19 MS. DEMPSEY: Yeah. I'm still here. 20 You know, I -- I don't have a good answer to this 21 question, and the reason for this is, because, 22 like you, I don't know who's in charge. 23 So like I -- I can tell you pretty honestly 24 like I see these POSSs. I have been going through 25 it. I am in it with you, but I also don't know.</p>

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<p>1 In my understanding, it's that BMO and the 2 disclosure agent were responsible for drafting. 3 They were responsible for taking lead. 4 And so I apologize if I was supposed to be 5 a kind of project manager in that regard, 6 because that wasn't kind of my understanding. 7 So like I can't tell you if we're all signed 8 off, because I haven't spoken to BMO. I don't -- 9 I can tell you pretty honestly I don't know. 10 I did review what Cody and the underwriter -- 11 like what Piper put out. We agree with that. 12 We think that the housing authority has enough 13 money to support these bonds. 14 So I just -- I honestly can tell you 15 I don't know if we're all in agreement, 16 because we have not been on a call all together to 17 finalize sources and uses or the POS. 18 So, apologies. I know that's not the right 19 best answer, but that's the truthful answer. 20 CHAIRMAN WALKER: No. We appreciate it. 21 So -- 22 MR. BRANTLEY: Mr. Chair, Kareem. 23 May I address you. 24 CHAIRMAN WALKER: -- yes, please. 25 MR. BRANTLEY: So I'm not sure where the</p>	<p>1 probably the most prudent thing to do so we nip 2 this in the bud. 3 There is no reason that we should be talking 4 about a model on this particular day. 5 All of the cash flow, the overages -- 6 coverage of money, rather, that we're speaking of 7 -- come from that model. 8 You can't say that you have the ability to 9 pull something back unless you're looking at a 10 model. 11 So everybody has looked at the model. 12 I'm not sure why there is a question of whether it 13 has been validated. 14 So I would recommend that we get on a call 15 immediately, but that would be my suggestion. 16 But I stand ready to assist however is necessary. 17 CHAIRMAN WALKER: Thank you. 18 MS. HODGES: Through the Chair -- 19 CHAIRMAN WALKER: Ms. Hodges, yes. 20 MS. HODGES: -- yeah. I just wanted to -- 21 through the Chair -- so BMO is on the line. 22 I think Bob Reid and Jason Breth are on the line. 23 But, on Monday, at 11:01 a.m., there was a 24 request -- a third request for information with 25 respect to the POS.</p>
<p>Page 110</p> <p>1 disconnection is on the model. The model was 2 originally shared amongst all parties in 3 October of 2023. 4 Slight adjustments to the model have been 5 made based on just the change in time. 6 That model has always been published in a place 7 where -- in a shared space with all parties that 8 are involved in the transaction -- all principal 9 parties. 10 I don't think it would be helpful on my part 11 to try to call out anybody. I don't think that's 12 productive, and I know that you're not asking for 13 that. 14 My recommendation is that for you to consider 15 -- for you and the board -- is that we have an 16 immediate meeting with all those parties to make 17 sure that we answer the exact question you ask. 18 Because I'm not sure what more I can do to 19 keep sending the model and publish it for everyone 20 to view. 21 So I think an immediate call tomorrow or 22 even as early as later this afternoon, 23 with the principal parties, at your discretion to 24 set that up, or we can certainly set it up, 25 if you ask us to do that, I think would be</p>	<p>Page 112</p> <p>1 So, you know, it looks like there is 2 information that is still needed with respect to 3 the POS, and conversations that are still needed. 4 Just to remind the board -- and you had the 5 training -- but the disclosure counsel is 6 incredibly important I would say in this deal, 7 and, in my opinion, this being the first time that 8 you have issued bonds, these are the folks that 9 are looking out for your interests. 10 They are your fiduciaries to make sure that 11 the SEC isn't coming after you with respect to the 12 bonds that you issue. 13 So I'm going to always defer, 14 if my disclosure counsel is saying they need more 15 information to make this POS the best document 16 that it can be to protect the board, I guess my 17 question would be, "Who's responsible for 18 providing them with that information?" 19 But there was -- the most recent email was 20 sent on Monday, and it's being labeled as a, 21 "Third Request." 22 And BMO is on the line. 23 CHAIRMAN WALKER: Just for clarity, 24 there was a response today -- because I'm tracking 25 this -- at 12:08 p.m. to some of these,</p>

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<p>1 which I realize is -- yeah. I just want to be 2 clear.</p> <p>3 And, again, unless the board wants to dive 4 into this, I don't want to dive into this.</p> <p>5 I want to know who is going to give us the 6 information, and say, "Here is a final set of 7 documents for the board to review and either agree 8 or disagree with, and we have sign off from our 9 disclosure counsel, our underwriter, our financial 10 advisors."</p> <p>11 I'm hearing from senior staff that they're 12 not even confident of the final model, 13 and we have \$150,000 at risk. And we're supposed 14 to close in less than 30 days.</p> <p>15 I can't -- I can't -- I don't know how else 16 to express myself other than just pure 17 unadulterated frustration.</p> <p>18 COMMISSIONER HOROVITZ: Uh-huh.</p> <p>19 CHAIRMAN WALKER: And the problem I have is 20 I'm not hearing an answer, which is even more 21 disturbing.</p> <p>22 So I guess we'll leave it at that.</p> <p>23 I don't want to leave it at that.</p> <p>24 But, Mr. A, you're going to -- I mean you 25 need to step in.</p>	<p>1 do not have time to go through a Finance Committee 2 Meeting, in my opinion.</p> <p>3 The next thing that needs to happen is, 4 is there a -- have we walked backwards from our 5 drop-dead closing date, to say, "If we have to 6 close on this day, we need to do these things in 7 this order to get there"?</p> <p>8 Do we have that?</p> <p>9 Is there a timeline to that effect?</p> <p>10 CEO: Yes.</p> <p>11 CHAIRMAN WALKER: Who has that?</p> <p>12 CEO: I have it.</p> <p>13 CHAIRMAN WALKER: Can you flip that to the 14 whole board?</p> <p>15 And, are we still confident that we can hit 16 this closing date?</p> <p>17 And, if not, has there been preliminary 18 conversations with the seller to ask for his good 19 graces to allow us to get to a closing?</p> <p>20 CEO: So I think we can get to the closing 21 date, and I did reach out to Alex. He's fine, 22 but he doesn't want to go a day longer beyond that 23 date.</p> <p>24 CHAIRMAN WALKER: So close the 12th, 25 or we don't close.</p>
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<p>1 CEO: Yes. So we are trying to coordinate 2 that information. We did get that email.</p> <p>3 I thought all the information was in last week, 4 and then KaCee sent the email that we needed some 5 more information.</p> <p>6 We will get that information together and get 7 it to them so that we can schedule this 8 Special Board Meeting.</p> <p>9 CHAIRMAN WALKER: So, do we have our ... 10 Commissioner Reyes, go ahead.</p> <p>11 COMMISSIONER REYES: Go ahead, and finish.</p> <p>12 CHAIRMAN WALKER: I also want to know -- 13 we've got to work backwards from February 12th. 14 What I'm hearing from Tanya -- but we need to 15 confirm -- is that the deal is, in fact, 16 high-level based on what our third parties -- 17 it does cash flow. It does achieve our financial 18 purpose.</p> <p>19 I need an email, Mr. Alexander, from you to 20 all of the Commissioners, saying, "We have signed 21 off on the final model. Here is what it is. 22 Here is what it looks like."</p> <p>23 That probably needs to be -- you probably 24 need to communicate with each individual 25 commissioner to answer those questions, because we</p>	<p>1 CEO: Yes.</p> <p>2 CHAIRMAN WALKER: So he's not fine extending. 3 Okay. So February 12th is the date.</p> <p>4 I just -- and, again, at this point -- 5 and I'm sorry to talk over my other commissioners 6 -- at this point, truly I don't care whose fault 7 it is.</p> <p>8 This agency has financial exposure to the 9 tune of at least \$150,000 plus all of our 10 third-party costs, fees and expenses.</p> <p>11 COMMISSIONER HOROVITZ: And reputation risk.</p> <p>12 CHAIRMAN WALKER: We have reputation risk.</p> <p>13 I -- I am just -- yeah. I've said enough.</p> <p>14 Commissioners, do you guys ... 15 I've said enough.</p> <p>16 COMMISSIONER HOROVITZ: I'm so right there 17 with you, and, if we're going to be in the weeds, 18 I mean my recommendation would be that we assign 19 at least half a person to deal management.</p> <p>20 That's very normal for acquisition deals. 21 It's something that I've wanted to see, 22 but I think we need to direct someone to be 23 responsible for this.</p> <p>24 CHAIRMAN WALKER: Anything else on Westwood? 25 Because then I want to go into something else</p>


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<p>1 really quick.</p> <p>2 COMMISSIONER HOROVITZ: Nothing on Westwood,</p> <p>3 but I have a comment on Normandy.</p> <p>4 CHAIRMAN WALKER: Commissioner Reyes.</p> <p>5 COMMISSIONER REYES: Just to follow-up,</p> <p>6 I mean I can hear the frustration in Tanya's voice</p> <p>7 about she didn't know she was supposed to be</p> <p>8 a project manager.</p> <p>9 "So, who is supposed to be the project</p> <p>10 manager," is the number one question?</p> <p>11 And then I think what Commissioner Horovitz</p> <p>12 is saying is we need to assign someone</p> <p>13 immediately, at least part time, to be able to</p> <p>14 take over this management.</p> <p>15 Because I'm walking into this, again, new,</p> <p>16 but, if we've been working on this deal for so</p> <p>17 many months, this is unacceptable.</p> <p>18 COMMISSIONER HOROVITZ: This is normal</p> <p>19 acquisition work. You have a spreadsheet.</p> <p>20 You're coordinating with third parties.</p> <p>21 This just has to be happening, and it's not</p> <p>22 happening.</p> <p>23 CHAIRMAN WALKER: I don't have an answer to</p> <p>24 that, Commissioner.</p> <p>25 Mr. A, who's --</p>	<p>1 You know, I think that the board needs to</p> <p>2 clearly identify that one person who is like,</p> <p>3 "Okay. You have the ball."</p> <p>4 CHAIRMAN WALKER: Tanya, thank you for the</p> <p>5 offer.</p> <p>6 Dwayne, in my opinion, that's you.</p> <p>7 CEO: Yes.</p> <p>8 CHAIRMAN WALKER: And, if you need Tanya's</p> <p>9 assistance to do this and she needs authorization</p> <p>10 from the board, we need to know that.</p> <p>11 But surely we can be coordinating a checklist</p> <p>12 with parties internally, and, if we can't,</p> <p>13 I have real questions as to whether or not we</p> <p>14 should be doing a deal like this or any deal,</p> <p>15 for that matter.</p> <p>16 We should be able to manage a checklist.</p> <p>17 COMMISSIONER HOROVITZ: I disagree.</p> <p>18 I don't think it should be Mr. Alexander.</p> <p>19 I think that it should be someone on the team</p> <p>20 possibly, but I don't think that he has the</p> <p>21 experience.</p> <p>22 And I'm not even saying that he needs to have</p> <p>23 the experience, but we're almost a year later</p> <p>24 working on acquisition deals. And it hasn't even</p> <p>25 come to mind that this is necessary.</p>
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<p>1 CEO: So we've been using the Finance Team to</p> <p>2 work through the whole process.</p> <p>3 MS. DEMPSEY: Can I offer a suggestion?</p> <p>4 CHAIRMAN WALKER: Yes, please.</p> <p>5 MS. DEMPSEY: So I mean CSG typically does a</p> <p>6 lot of this project management for other housing</p> <p>7 authorities when we're doing the kind of deal.</p> <p>8 I'm happy to do that, but I do need the board</p> <p>9 and Mr. Alexander to authorize me to do it.</p> <p>10 Because what is happening is that, if there isn't</p> <p>11 someone that's clearly delineated as being the</p> <p>12 person who's responsible, what ends up happening</p> <p>13 is there are multiple people that are responsible.</p> <p>14 And then, ultimately, no one is responsible.</p> <p>15 COMMISSIONER HOROVITZ: Uh-huh.</p> <p>16 MS. DEMPSEY: And so, right. Like I'm happy</p> <p>17 to project manage this and get everything right.</p> <p>18 Like, if that's daily calls or check in every</p> <p>19 15 minutes, right, to get this done, I think the</p> <p>20 team is willing to do that.</p> <p>21 I think that there just needs to be someone</p> <p>22 who's that -- you know, that's the role. I think</p> <p>23 that the commissioner is absolutely right.</p> <p>24 Obviously, if you want someone from the</p> <p>25 inside to do this, I'm happy to assist.</p>	<p>1 We need somebody who has experience doing it</p> <p>2 and not somebody who is trying something new,</p> <p>3 because there's just too much at stake.</p> <p>4 COMMISSIONER REYES: And I also believe that,</p> <p>5 given the fact that this person is working,</p> <p>6 seeing the nitty gritty and all the details,</p> <p>7 exposed to all the information, it would make</p> <p>8 sense to be somebody on the inside.</p> <p>9 CHAIRMAN WALKER: So, are we looking for</p> <p>10 someone on the inside then, or are we going to</p> <p>11 take up CSG on their offer to run this through to</p> <p>12 closing?</p> <p>13 COMMISSIONER HOROVITZ: I'm willing to</p> <p>14 propose to Mr. Alexander that he look within his</p> <p>15 team for someone who has the capacity and the</p> <p>16 expertise to do it, and, if he doesn't have</p> <p>17 someone on his team, then I think we need to</p> <p>18 engage CSG.</p> <p>19 CHAIRMAN WALKER: Mr. A, how do you want to</p> <p>20 proceed?</p> <p>21 Like this one, to me, needs to be answered at</p> <p>22 this table, because I am desperately afraid of</p> <p>23 missing February 12th.</p> <p>24 CEO: I think we should use CSG.</p> <p>25 CHAIRMAN WALKER: Okay. So, Ms. Dempsey,</p>

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<p>1 does your contract or engagement extend --</p> <p>2 it is Ms. Dempsey, correct, Tanya, Ms. Tanya</p> <p>3 Dempsey --</p> <p>4 MS. DEMPSEY: Yes, yes, yes. It's me.</p> <p>5 CHAIRMAN WALKER: -- does the contract extend</p> <p>6 this far?</p> <p>7 Do you need something from the board, or --</p> <p>8 MS. DEMPSEY: I -- I would have to check.</p> <p>9 I think that it -- I think that these services are</p> <p>10 covered.</p> <p>11 I'm also happy to work with someone on the</p> <p>12 inside so the person that's on the inside gains</p> <p>13 the experience. I'm happy to do whatever is</p> <p>14 necessary.</p> <p>15 Yeah. I think the board just needs to agree</p> <p>16 so that I can coordinate everybody that's on the</p> <p>17 -- that's on the team.</p> <p>18 CHAIRMAN WALKER: I'm in violent agreement.</p> <p>19 COMMISSIONER ROGERS: Exactly.</p> <p>20 COMMISSIONER HOROVITZ: Lovely. Thank you.</p> <p>21 COMMISSIONER BROCK: Yes. I wish you had</p> <p>22 started it.</p> <p>23 (inaudible crosstalk)</p> <p>24 CHAIRMAN WALKER: Hang on 1 second.</p> <p>25 Let's go -- I heard Commissioner Reyes.</p>	<p>1 someone who is willing to assist and move this</p> <p>2 ball forward, being that it is late -- and I hear</p> <p>3 the frustration in your voice, Mr. Chair as to</p> <p>4 where we are with this process -- I say we move</p> <p>5 forward and get it done.</p> <p>6 And this is a very unfortunate situation for</p> <p>7 us to be in at this time.</p> <p>8 CHAIRMAN WALKER: Commissioner Brock?</p> <p>9 Did you have something?</p> <p>10 COMMISSIONER BROCK: I was just only</p> <p>11 commenting to what you was saying that Mr. A just</p> <p>12 said, Tanya. So I thought she was going to just</p> <p>13 step up to the plate to do it for us.</p> <p>14 CHAIRMAN WALKER: So, with that said,</p> <p>15 backing into the deadlines, Mr. Alexander and</p> <p>16 Tanya, from where you're sitting, is there ...</p> <p>17 I'm going to assume, for the sake of</p> <p>18 argument, you will need a Special Board Meeting</p> <p>19 whereby we have a chance to discuss these</p> <p>20 documents and have any final approval of the bond</p> <p>21 documents.</p> <p>22 Is that a fair assessment?</p> <p>23 CEO: That's correct.</p> <p>24 MS. DEMPSEY: Yeah.</p> <p>25 CHAIRMAN WALKER: Okay.</p>
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<p>1 Then I heard Commissioner Horovitz,</p> <p>2 and then I heard Commissioner Rogers.</p> <p>3 And then I heard Commissioner Brock.</p> <p>4 So let's go in that wonderful order.</p> <p>5 COMMISSIONER REYES: As through the Chair,</p> <p>6 contract-wise, is this additional?</p> <p>7 Is this separate?</p> <p>8 Is it --</p> <p>9 CHAIRMAN WALKER: It sounds like --</p> <p>10 COMMISSIONER HOROVITZ: It's included.</p> <p>11 CHAIRMAN WALKER: -- it's included.</p> <p>12 COMMISSIONER REYES: -- all right.</p> <p>13 Wonderful.</p> <p>14 CHAIRMAN WALKER: Yes.</p> <p>15 Commissioner Horovitz.</p> <p>16 COMMISSIONER HOROVITZ: Just, you know,</p> <p>17 as a leader, you surround yourself with people who</p> <p>18 have skills that you don't have, and you empower</p> <p>19 them to do the job for the good of the agency.</p> <p>20 And, recognizing that today, after all these</p> <p>21 months later, I think that's late, and I have to</p> <p>22 criticize that, that that wasn't brought forward</p> <p>23 sooner.</p> <p>24 CHAIRMAN WALKER: Commissioner Rogers.</p> <p>25 COMMISSIONER ROGERS: You know, if we have</p>	<p>1 MS. DEMPSEY: The documents right now are not</p> <p>2 completed or not in a position for you to approve</p> <p>3 them. That's right.</p> <p>4 CHAIRMAN WALKER: If I back into a February</p> <p>5 12th closing ...</p> <p>6 Do we have anybody on from the --</p> <p>7 well, Tanya, we have you.</p> <p>8 Is anybody on from -- who's our banker</p> <p>9 on this deal --</p> <p>10 MR. EDGAR: Piper Sandler.</p> <p>11 CHAIRMAN WALKER: -- Piper Sandler?</p> <p>12 Or, Tanya, maybe you can answer.</p> <p>13 How long do you need to have to market the</p> <p>14 bonds and actually close the funds to be able to</p> <p>15 acquire it?</p> <p>16 MS. DEMPSEY: Yeah. The timeline that Cody</p> <p>17 and Tim had put forth was two weeks.</p> <p>18 CHAIRMAN WALKER: So, to be safe,</p> <p>19 because two weeks -- we can't be in a position</p> <p>20 where we don't close.</p> <p>21 Would it be a fair assessment to say that you</p> <p>22 probably need sign off on these documents by</p> <p>23 Thursday or Friday of next week?</p> <p>24 MS. DEMPSEY: Yeah -- I mean I would say</p> <p>25 Wednesday to give us a little bit more time.</p>

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<p>1 That gives us the rest of this week and Monday and 2 Tuesday to really button it up. 3 But I'm assuming you want to get it ahead of 4 time, is that right, to review, or do you want us 5 to go through it in the board meeting like sort of 6 page by page? 7 CHAIRMAN WALKER: I mean, with all the 8 exhibits, I mean this is going to be close -- 9 I've got to imagine it's going to be close to 10 a 500-page-or-more document. 11 I need at least 48 hours to go through this. 12 I've already been through the POS once, 13 and thank you to the team for incorporating some 14 of my edits. 15 But, you know, the biggest piece is going to 16 be, where is the model? 17 You know, disclosures are one thing. 18 I'm going to rely on disclosure counsel to make 19 sure we disclose what we have to. 20 Understanding the deal is entirely another 21 conversation. 22 So I would say, if we're asking for a meeting 23 on the 24th, I need at least 48 hours, at least, 24 to review. So, if we don't have -- 25 and I'm speaking for myself. I'm not speaking for</p>	<p>1 close. If they need two weeks to market the bonds 2 and close the funds, I mean we're -- it's tight. 3 COMMISSIONER HOROVITZ: Okay. Yeah. 4 And Tanya. 5 CHAIRMAN WALKER: Yes, and Tanya. 6 I think it's -- I'll speak for myself. 7 If I do not have documents by Monday, the 22nd, 8 I -- not only will I suggest that we terminate 9 this deal, because we will not have time to review 10 it, and I'm not about to ask my fellow board 11 members to agree to put more money up on a deal 12 that we can't seem to get our arms around. 13 But then I think we need to have a candid 14 conversation about everybody's involvement in this 15 deal and why we didn't get what we wanted. 16 Anything else on this matter? 17 COMMISSIONER REYES: I would just absolutely 18 recommend a complete debriefing, if that were the 19 case, as well. 20 CHAIRMAN WALKER: Yes. 21 Anything else on the Westwood deal? 22 Mr. Alexander, I desperately think you need 23 to connect with Integral, our developer, 24 and make sure we communicate with the seller so 25 that, you know, we have a clear line of</p>
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<p>1 the other commissioners. They may want longer. 2 But I need final documents -- no more 3 changes, except insert, you know, final pricing 4 information once it closes -- by the 22nd. 5 And that may not be enough time for the 6 other commissioners. I will not speak for them. 7 So we can hold a board meeting on the 24th 8 ... 9 Can we proxy? 10 MS. HODGES: No, you cannot. 11 COMMISSIONER HOROVITZ: We should move 12 forward. 13 CHAIRMAN WALKER: Would you be able to 14 connect with Mr. Alexander and the Finance Team 15 to address any comments or concerns you might have 16 before then? 17 And, if you have any, Mr. Alexander could 18 report back, obviously, about your judgment and 19 expertise on this. 20 COMMISSIONER HOROVITZ: When are we having 21 our board meeting? 22 CHAIRMAN WALKER: 29th. 23 COMMISSIONER BROCK: The 29th. 24 CHAIRMAN WALKER: My concern with pushing it 25 there is we're right up against the deadline to</p>	<p>1 communication with our seller, our transaction 2 partner. 3 CEO: (nodded head affirmatively) 4 CHAIRMAN WALKER: With that, is there 5 anything else to address at this meeting? 6 We've had 2 hours. 7 Commissioner Horovitz, did you have 8 something? 9 COMMISSIONER HOROVITZ: Yes. I have a 10 comment on Normandy. I know it's not on the 11 agenda, but the current state of that is we own 12 the property. 13 CHAIRMAN WALKER: Uh-huh. 14 COMMISSIONER HOROVITZ: And we are going back 15 and forth still with the developer, correct? 16 CHAIRMAN WALKER: So the last I understood 17 was I think there was -- 18 MS. HODGES: Hey, let me just tell you that 19 our notice was incredibly specific, and the only 20 two matters -- a special meeting -- so the only 21 two matters we can talk about is Franklin Arms and 22 Westwood. 23 We did not notice this for Normandy, 24 but we can talk about it at our board meeting. 25 COMMISSIONER HOROVITZ: Sure. I'll reframe</p>



1 my statement.  
 2 I think that we should pause other  
 3 developments that -- where possible to pause.  
 4 Not just financial impacts to the agency but also  
 5 management capacity, and we can dig into that more  
 6 in finance and the board meeting.  
 7 CHAIRMAN WALKER: Okay. Commissioners,  
 8 any other closing comments?  
 9 (no response)  
 10 CHAIRMAN WALKER: I will just say this.  
 11 I know that I am appreciative of everybody's  
 12 work. I know everybody works hard.  
 13 I just think that we, as an agency,  
 14 can be better, and I think we need to be better  
 15 for the sake of our residents, for the sake of,  
 16 you know, what we're trying to do for the city.  
 17 So, with that, any other comments?  
 18 (no response)  
 19 CHAIRMAN WALKER: I will hold us in  
 20 adjournment.  
 21 Thank you very much.  
 22 COMMISSIONER HOROVITZ: Thank you.  
 23 (Whereupon, the proceedings in the  
 24 above-titled cause concluded at 4:02 p.m.)  
 25 ---

1 CERTIFICATE  
 2 STATE OF FLORIDA )  
 3 COUNTY OF DUVAL )  
 4 I, Carol DeBee Martin, Certified Court  
 5 Reporter and Notary Public, certify that I was  
 6 authorized to and did stenographically report  
 7 to the best of my ability the foregoing proceedings  
 8 and that the transcript is a true and complete record  
 9 of my stenographic notes.  
 10 Dated this 22nd day of January, 2024.  
 11  
 12   
 13  
 14 \_\_\_\_\_  
 Carol DeBee Martin  
 Notary Public State of Florida  
 My Commission: HH 038064  
 Expires: 12-29-2024  
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