

**MINUTES  
SPECIAL BOARD MEETING  
JACKSONVILLE TRANSPORTATION AUTHORITY  
MONDAY, MARCH 16, 2020 – 1:00 P.M.**

The Special Board meeting of the Jacksonville Transportation Authority was held on Monday, March 16, 2020. Staff attended physically at the Administration Office of the Authority, 100 LaVilla Center Drive, Third Floor, Jacksonville, Florida 32204 and the Board of Directors attended electronically.

**BOARD MEMBERS ELCTRONIC**

Kevin J. Holzendorf, Chairman  
Arezou Jolly, Vice Chair  
G. Ray Driver, Treasurer  
Deborah Buckland, Secretary  
Isaiah Rumlin, Immediate Past Chairman

**JTA EXECUTIVE STAFF PRESENT**

Nathaniel P. Ford Sr., Chief Executive Officer  
Cleveland Ferguson III, SVP Administration  
Lisa Darnall, VP Transit Operations  
Greg Hayes, VP Finance & Technology  
Kelli O’Leary, VP Engagement  
Andy Rodgers, Interim VP System  
Development  
Bernard Schmidt, VP Automation

**BOARD MEMBERS NOT PRESENT**

Greg Evans, FDOT  
Nicole Padgett

**OTHERS PRESENT**

Richard Milian, General Counsel  
Katie Smith, Board Liaison  
Jessica Shepler, AVP Public Affairs  
Chris Geraci, AVP Safety & Security

**A. CALL TO ORDER - Chairman Holzendorf called the meeting to order at 1:02 p.m.**

Chairman Holzendorf provided the safety message for the month of March, “Safety starts with “S” but begins with “you”.”

In the spirit of safety, Chairman Holzendorf advised every one physically in attendance of the available exits in the room and of safety precautions in case of an emergency.

**B. COMMENTS FROM THE PUBLIC - No public present or electronically.**

**C. CHIEF EXECUTIVE OFFICER’S (CEO’s) REPORT – Mr. Ford stated JTA continues to monitor COVID-19 in the community and throughout the nation. He stated that the safety and well-being of customers, employees and the community is his number one priority, as it is for the entire Authority. He stated that at 10:30 a.m. this morning, March 16, 2020, he sent communication to the Mayor, City Council President and copied City Council Members and the Board. The communication stated that based on continued coordination with the Mayor’s office, City Operations Center and Centers for Disease Control and most recent recommendations from the Florida Health Department, the Authority has made the decision, effective Tuesday, March 17, 2020 to reduce and/or modify the service schedule for the remainder of March. Mr. Ford stated it**

was not an easy decision given that so many neighbors rely on public transportation to get to work, doctor's appointments and to any number of destinations. However, the Authority feels the overall health and well-being of the employees, customers, and the community is most important. The Executive Leadership Team (ELT) will lead the Board through actions that the Authority has taken to date and provide an update on continuity of operations going forward.

**D. LEGAL UPDATE** – Mr. Milian discussed the framework for Meetings and Workshops of the Board of Directors. The Florida Constitution Provisions and Florida Legislation that provide all meetings under the Sunshine statute are to be Public Meetings. It is difficult to conduct Public Meetings at this time. For everyone's safety, it was more prudent to conduct this meeting via video. The issue does not only apply to JTA but other agencies across the state are also struggling with the issue as well. JTA's statute 349.04, the Authority may conduct public meetings and workshops by means of communications media technology, as provided in Florida Statute 120.54. This statute allows for video meetings. Mr. Milian stated he and Mr. Ferguson discussed this in length and there is no issue with conducting the meeting today via video and going forward if necessary. The next sentence in the statute states, a resolution, rule, or formal action is not binding unless a quorum is physically present at the noticed meeting location, and only members physically present may vote on any item. The statute clearly states meetings can be held by video; however, the Board cannot vote on an action unless a Board member is physically present. If four Board members are not physically present the vote is annulled. Because of the statute, no actions will be formally taken at today's meeting. Mr. Ford and the staff will provide an update of the State of Emergency for JTA.

Mr. Ferguson stated the Authority is interested in getting the Board's guidance as the current situation develops.

**E. SAFETY, AUDIT AND COMPLIANCE PRESENTATION**

1. Continuity of Operations Plan Update – Mr. Ferguson stated that the ELT continues to work through the challenges and issues as they arise during this COVID-19 emergency. He shared the actions taken to date. The Authority has been meeting regularly with Federal, State and Local Regulators and Partners since March 3, 2020 to stay abreast of all information related to health, safety and welfare. Also, any protocols that need to be taken as a public transportation authority, a state agency and independent special district. Throughout the process, the Authority has continued to keep employees informed. Elevated the Continuity of Operations at the appropriate level in accordance with our Contagious Virus Response Plan (CVRP) and our Continuity of Operations Plan (COOP). System-wide communication begun on March 3, 2020. An ELT meeting

was held to gather all information and identify consistent with the CVRP and COOP as to what the next action would be. The ELT also engaged in strategic and preparatory meetings and updates from March 10 – 16, 2020. Those included regular updates from the City of Jacksonville (City) Emergency Operations Center (EOC) for guidance with respects to COVID-19 as well as what the State was doing from the Florida Department of Health standpoint as to the activation of the EOC. The Assistance Vice President (AVP) of Safety and Security was heavily engaged throughout the process. As Mr. Milian mentioned, he and I researched due diligence between one another and others to ensure the appropriate advice is given to Mr. Ford and the Board on how to proceed. Division meetings were held to ensure Operations personnel, Dispatchers, Supervisors, Operators and frontline employees had the most accurate information as quickly as possible. On March 13, 2020, the Federal Government declared a State of Emergency. Shortly after, Mayor Curry declared a Local State of Emergency in which time Mr. Ford authorized the activation of the Incident Management Team. The (IMT) key to the Authority is to ensure there is balance with the information received and share the information. This past weekend a series of round the clock meetings and communications were held with frontline staff, Managers, Senior Leaders, EOC and the ELT as the Authority prepared. A notice was sent to the Stakeholders, which ultimately lead to the Special Board Meeting today, as the ELT wanted to inform the Board what was being done internally also.

Mr. Geraci provided an update from the Safety and Security Division and stated the current COVID-19 cases in the United States is 1,629, 149 in the State of Florida and 4 in Duval County. There are also various cases in the surrounding counties and Northeast Florida. The numbers are expected to increase very rapidly as tests are confirmed and more testing capability comes online. The City's EOC is activated and monitoring local COVID-19 conditions. JTA's IMT is activated and monitoring the COVID-19 as well. On March 12, 2020, the Florida Department of Health issued infection-control guidance. These were posted in all employee common areas. Meetings have been postponed, cancelled or changed to technology-based communications. Mr. Geraci stated 400 1oz hand sanitizer was issued to operations staff. Also, a 55,000 gallon drum of hand sanitizer was procured and 2,000 1oz bottles. These will be filled on March 17, 2020 and given to frontline employees first and distributed across the Authority. On March 16, 2020, will begin telework, tentatively through March 31, 2020.

Ms. Darnall stated Mr. Ford mentioned briefly that there will be service changes. Beginning on March 17, 2020, a modified Saturday schedule will go into effect Monday – Friday. In addition to operating on a Saturday schedule, key routes will continue to operate serving employers such as

Naval Air Station (NAS), Avenues Mall and Northside. These will only operate Monday – Friday. Saturday and Sunday Fixed Route will operate as normal. All JTA Express routes, Nassau Express Select, regular Connexion, Connexion Plus, ReadIRide and Ferry Service will continue normal operations. The Skyway will be closed effective March 17, 2020. The Connexion customers will continue to be serviced in Building 2 at the Myrtle Avenue Operations Campus. This will probably be the only outside customers visiting the Myrtle Campus because it is used for certification and to purchase tickets. The plan will be monitored on a daily basis to determine if any additional changes need to be made.

Ms. Darnall also provided details on how the schedule changes with the modified service. She added that all vehicles are cleaned, and disinfected nightly, including disinfectant wipe down and spray at pull in at the Rosa Parks Transit Station. A campaign was started a few months ago to conduct mid-day cleaning at Rosa Parks. This is a continuation of the effort. The contractors for Connexion Plus, ReadIRide and Ferry service were contacted and they are following similar guidelines to ensure their employees and vehicles are cleaned to the Authority's standards. Contractors have been provided the COVID-19 Response Plan, including vehicle cleaning.

Chairman Holzendorf asked if there has been a discussion about Healthcare workers that use the service to have an alternative for them to get to work. Is there a way for a specific bus to go from Rosa Parks to all hospitals. Chairman Holzendorf explained that we need to ensure the frontline healthcare providers have access to transportation in order to get to their specific location. Ms. Darnall stated the Authority will be in a position to react to those needs quickly due to the reduction in services and level of operators. She stated that her department will do some outreach to ensure coverage. No services are being eliminated only the frequency of the service.

Ms. O'Leary stated communications began on March 3, 2020 to employees. The Employee Hotline was activated and the message continues to be updated related to actions and new information. Employees have instructions to contact Safety with any questions or concerns. Also, employees can use all mobile applications necessary in order for the Authority to communicate with employees via the See and Say App. Four informational sessions were held on March 16, 2020 to brief employees on telework. The employees were able to do a Question and Answer with all Senior Leaders to answer their questions and provide proper instructions on how to access the JTA network via telework. Essential operations will continue. Customer Service representatives will be briefed this afternoon in order for them to answer any questions the customers may have. All external meetings and interviews will be conducted electronically. Employees have been directed to contact Teladoc, their Primary Care Physician or nearby Urgent Care facility if they feel sick.

All company travel has been suspended until further notice. Employees are required to self-report out-of-town travel, regardless of travel mode. Those employees will be self-quarantined, as necessary, for two weeks and operate under the telework policy.

Ms. Shepler stated Public Affairs continues to provide communication both external and internal. There are no new media request at this time. The modified service schedule has been distributed to local outlets. All events for the month of March have been postponed, this includes the Jacksonville Regional Transportation Center (JRTC) at LaVilla ribbon cutting and grand opening. Communication with local, state and federal officials are on-going and will continue to provide updates as necessary. All public events related to Ultimate Urban Circulator (U<sup>2</sup>C) have been postponed as well.

Mr. Rodgers stated all contractors were provided their COVID-19 Response Plans. Within the Planning & System Development department, work is proceeding as planned in telework status. All department outreach activities will be postponed until further notice. Activities within Construction & Engineering for all construction projects will continue as planned. This includes construction and Information Technology projects as well as construction at the JRTC. Project coordination and progress meetings will be held by conference call. In-person meetings will be limited to essential personnel only and will be held outside when possible. Staff is monitoring projects for impacts to material supply chain, availability of contractor labor and permitting delays. On-going services will continue as needed in Facilities Maintenance. All planned services that can be postponed without negatively impacting business or preventative maintenance will be rescheduled accordingly. Staff has increased cleaning measures at Authority facilities to include:

- Increased cleaning frequencies at all sheltered bus stops, including disinfecting touch surfaces. This includes all park-n-ride locations as well as hubs
- Additional daily disinfecting throughout the Myrtle Avenue Operations Campus
- Cleaning and disinfecting of all touched surfaces throughout all Authority buildings
- Disinfecting process includes CDC approved products for COVID-19

Mr. Hayes stated the Federal Transit Administration has issued guidance that allows agencies additional discretion in use of federal funds in states where the Governor has issued a State of Emergency and Florida is one of those states. An internal protocol has been established to monitor and track expenses related to COVID-19 to ensure the Authority is in the best possible position to recover costs. The Authority overall has been preparing for as many employees as possible to telework.

Detailed instructions were provided to all employees to ensure continuity. The Finance Department

will continue to update forecast models to evaluate potential impact on Fiscal Year 2020 financial results and mitigation options.

Chairman Holzendorf asked if there were enough funds reserved to pay employees while the Authority is waiting on emergency relief from the Federal government and what type of Board action is needed in order to free up funds to be put in place ahead of time. Mr. Hayes stated there should not be any issues with funding operations and there should not be a need to use the reserve to fund operations. The likely impact will be passenger fare reduction, sales tax reduction, and local option gas tax reduction. It will be a couple months before the Authority will be able to see and feel the impact of taxes. The Authority has sufficient revenue coming in to fund operations. In the long term, it could become an issue but in the mid-term it is not an issue. Director Rumlin asked if this would include all employees. Mr. Hayes stated that it will cover all employee payroll and standard operating expenses that are incurred on a monthly basis.

Mr. Ferguson stated as it pertains to administrative support, the Federal government activated the Stafford Act which allows the Authority to track expenses and losses associated with the State of Emergency. This will be tracked via Finance & Technology, Business Intelligence and Procurement, Contracts & Inventory. Support of the Executive Office and the Board needs will continue, as will interaction with the public in regards to legal notices, meetings, correspondence with the federal regulators, state regulators and local partners. Maintenance and continuity of procurement, contracting, requisitions and emergency actions that need to be executed by the Chief Executive Officer (CEO) and/or the Senior Vice President (SVP) Administration and Chief Administrative Officer (CAO) will be monitored and processed accordingly. Mr. Ferguson stated in order to get contractual authority he, Mr. Ford and Mr. Milian will continue to meet in order to determine what needs to be done with critical procurements as they get closer to the March 31, 2020 Board meeting. Public records request, media inquiries and governmental agency queries will continue to be filled. If there is a request for data, a system has been put in place to capture that information. Mr. Ferguson stated the Procurement team will be able to handle the procurement needs and all actions as mentioned by Mr. Hayes. As a reminder, under the Procurement rule everyone is aware of their respective authority. If there is a situation where the procurement will need to move forward, the staff will work with the CEO to recommend ratification of any emergency action at a future Board meeting in order to continue continuity of operations.

Mr. Ferguson showed an Inventory Report monitoring supply chain needs and potential supply chain disruptions due to COVID-19. He stated the Authority has enough diesel and unleaded fuel on-hand as well as disinfectant at this time. There are an appropriate amount of supplies on

order. As, Mr. Geraci mentioned, the Authority has received needed supplies related to items recommended by the CDC.

Director Buckland asked about an opportunity to give out hand sanitizer to customers as they enter the buses, or if it had been considered. She stated it looks like there is adequate supply and could be a way to pay it forward in terms of the Authority's corporate and social responsibility to the community. Mr. Ferguson stated that there are 50 free-standing hand sanitizer dispensers which will be at Rosa Parks and each transit hub for public use. It will be staged to allow replenishment to the extent that it is available. Director Driver asked if it was possible to put an extra employee on each bus in order to sanitize after each stop. He stated everyone will not use the hand sanitizer if they cough and touch a rail. This is particularly important for the vulnerable customers. Cleaning overnight and in shifts will help but will not keep it completely cleaned as customers get on and off the bus. Mr. Ford stated both suggestions regarding the hand sanitizer are a good idea. He stated there may be additional disinfecting as buses are in service. The staff will, in terms of manpower and current supplies on-hand, review the pros and cons if the Authority was to start something like this, how long it could be sustained and the availability of manpower with the modified schedule. The Authority has to balance out the telework and operations employees with them being exposed potentially. Mr. Ford stated the staff will review this in order for the system to be as clean and safe as possible from a sanitization strategy. Director Driver was not sure of the progress of drive-thru testing, but inquired about a route adjustment to a test site if one is set up. Mr. Ford stated the Mayor reported that Jacksonville will have drive-thru testing sites with the hospitals. This would be a great opportunity for the Authority to be a part of that. Particularly for some our customers in the community that will not be able to take advantage of the drive-thru in order to get tested.

Director Jolly agreed that all the suggestions are great and understands options need to be evaluated. She stated; however, a lot of the employees are in a situation where their children are at home and do not have childcare. This is a matter that needs to be considered. Mr. Ford stated that staff has considered the childcare issue employees may have. This was one of the reasons to change to Saturday service due to the school extending Spring Break and possibly extending that. A number of the Authority's employees will have childcare issues and is one of the primary reasons to allow Administrative employees to telework. Director Jolly asked about the March 31, 2020 Board meeting. Mr. Ford stated it has not be determined if the meeting will be postponed or canceled at this time. He stated this would be left up to the Chairman and Board to determine. Mr. Ford stated the staff would need a little more time before a final decision is made. It depends on whether there

is relief in the form the Governor taking an action allowing telephonic meetings. If this is the case, the Authority can move forward with the March 31, 2020 Board meeting because there are some contractual items the staff would like to move forward with and those require Board approval. If there is no relief from the Governor we will need to rethink the March 31, 2020 Board meeting. Chairman Holzendorf stated this is critical and this was the important reason why the Board needed to be aware of the legal update first. In order to let the Board know that electronic voting is not allowed at this time and must be physically present to vote on actions. He stated everyone needs be able to move as a Board and requested everyone to be flexible in their schedule if the March 31, 2020 Board meeting will need to be cancelled or adjusted at the last minute. Chairman Holzendorf commended the staff for the efforts with setting the WebEx in order to have this type of meeting. Due to the current situation a WebEx is preferred, but also have to ensure the legal framework is in place. Chairman Holzendorf asked Mr. Ford about a Board member becoming incapacitated and there is not a way to secure a quorum. What needs to be put in place before this happens. Mr. Ford responded that Mr. Ferguson, Mr. Milian and himself have been discussing this in terms of the March 31, 2020 meeting. He stated he thinks everything is fine between now and March 31, 2020 with the CEO's current authority to execute in an emergency situation. Mr. Ford stated he would hope by March 31, 2020 the Board would have a time more certain for a change in the current challenges. However, if that is not the case, there is some additional procurement authority the Board could provide the CEO and include some type of reporting requirement to the Board in terms of those actions. Mr. Ford asked Mr. Milian to provide details on the CEO spending authority and what actions need to be taken for the Authority to continue operating, as well as the impact of not obtaining a quorum. Mr. Milian stated this could be a short-term and long-term issue, it is unknown at this time. Within the next week to ten days, the staff needs to start thinking about some suggestions. Mr. Milian stated one suggestion is the Governor gives some relief due the situation. He stated many state agencies are contacting the Governor's office to find out how to operate under the Sunshine Law and prohibition of any meeting with 50 or more people and that number could be reduced. A letter was sent to the Governor's office on March 13, 2020 from 17 different cities asking the Governor to weigh in. Worst case scenario, if there is no relief from the Governor, there may need to be an emergency meeting and ask Board members to be present, at least four in order to have a quorum to give Mr. Ford more spending authority through this State of Emergency. Mr. Milian stated that staff will try to notice a meeting but being mindful of the number of attendees. In increase would give Mr. Ford more spend authority because currently his spend authority is up to \$200k, which may not be sufficient if the State of Emergency continues for several months.



Director Jolly asked Mr. Ford if the meetings with Council Members would go forward or be cancelled. Mr. Ford stated those meeting would be cancelled with the recent news that a Council Member has contracted the COVID-19. City Council Members met today via phone. Both JTA and City Hall will not have meetings unless there are critical issues.

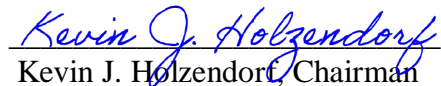
Chairman Holzendorf stated the Authority and Board are subject to the Sunshine Law and need to ensure no JTA business is conducted without a meeting notice.

There being no further business, the meeting adjourned at 1:56 p.m.

SEAL



Debbie Buckland, Secretary

  
Kevin J. Holzendorf, Chairman