

**MINUTES
REGULAR BOARD MEETING
JACKSONVILLE TRANSPORTATION AUTHORITY
THURSDAY, APRIL 30, 2020 – 2:00 P.M.**

The regular Board meeting of the Jacksonville Transportation Authority (JTA) was held on Thursday, April 30, 2020. Board of Directors and JTA Staff attended virtually.

BOARD MEMBERS

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

JTA EXECUTIVE STAFF

Nathaniel P. Ford Sr., Chief Executive Officer
Cleveland Ferguson III, SVP Administration
Bonnie Todd, SVP Transit Operations
Greg Hayes, VP Finance & Technology
Kelli O’Leary, VP Engagement
Greer Gillis, VP System Development
Bernard Schmidt, VP Automation

BOARD MEMBERS NOT PRESENT

Greg Evans, FDOT

OTHERS PRESENT

Richard Milian, General Counsel
Katie Smith, Board Liaison
Larry Parks, FDOT
Jessica Shepler, AVP Public Affairs
Chris Geraci, AVP Safety & Security
Khisha Dukes, AVP Finance
Andy Rodgers, AVP System Development

A. CALL TO ORDER - Chairman Holzendorf called the meeting to order at 2:02 p.m.

Chairman Holzendorf provided the safety message for the month of April, “Luck runs out but safety is good for life.” The most dangerous phrase in business: That’s the way we have always done it. We must continue to strive for safety improvement in order to take luck out of the equation. This is even more important now as we begin an exciting transition to operate out of the Jacksonville Regional Transportation Center (JRTC) at LaVilla. We will also begin the post-COVID-19 transition into the new normal that everyone must remember to make the choice to do things in the safest manner possible.

Chairman Holzendorf thanked the JTA frontline workers.

Chairman Holzendorf presented former Board Member Jeanne Miller with Resolution 2020-01, in recognition of her service to the Authority, that was adopted at the January 28, 2020 Board meeting. The Board and Mr. Ford shared a few words of appreciation, as did Ms. Miller.

B. APPROVAL OF MINUTES FROM MARCH 31, 2020 BOARD MEETING, MARCH 16, 2020 AND APRIL 15, 2020 BOARD WORK SESSION

MOTION (Rumlin/Jolly) Motion Approved (5-0).

C. **COMMENTS FROM CITY COUNCIL LIAISON** – Councilman Newby thanked Jeanne Miller for her service to the JTA. He also thanked JTA frontline workers for their work during the pandemic. Council Newby also announced that he has now tested negative for COVID-19 and has been cleared. He is doing well.

D. **COMMENTS FROM THE PUBLIC** – None

E. **CHIEF EXECUTIVE OFFICER'S (CEO's) REPORT** – Mr. Ford stated that JTA hosted their first ever Virtual Employee Town Hall Meeting on Monday, April 27, 2020 at 3:00 p.m. He stated nearly 200 employees participated, via smart device or laptops. The Town Hall was recorded to allow all JTA employees to view it throughout the week. He added that he and the Executive Leadership Team felt it was important to speak with fellow colleagues and employees directly to share initiatives they are working on.

Mr. Ford stated that staff is preparing for the upcoming transition to the JRTC scheduled for May 4, 2020. He stated several steps are being taken to mirror the social distancing currently being done at Rosa Parks. Additional signage and markers have been placed throughout the passenger waiting areas and bus bays to ensure appropriate social distancing. Mr. Ford stated the partnership with the Mayo Clinic, Beep and NAVYA will continue through the end of May. The extension of the partnership with Mayo Clinic was approved last week.

Mr. Ford stated that leadership continues to make sure every JTA employee is well aware of the current financial situation of the JTA. It was announced that Directors and above will receive a one-week furlough. The CEO and Vice Presidents will receive a two-week furlough. There will be no merit increases in Fiscal Year 2020.

Mr. Ford stated the budget process and recommendations will be presented to the Board the end of June for their consideration. He added that all the steps the Executive Team are taking at this time is to ensure there are no layoffs in Fiscal Year 2020 and try to minimize any financial impact that may continue into Fiscal Year 2021.

Mr. Ford informed the Board that the Authority has issued over 4,890 masks, 1,000 bottles of hand sanitizers, and 81 boxes of gloves to JTA employees. He stated we are fortunate to have only two positive cases of the COVID-19 and is hopeful that will be the extent of the cases among the JTA workforce. Mr. Ford shared that he personally reached out to the two employees that tested positive. He stated he had several conversations with them and both are in good spirits. In line with Councilman Newby comments, it does appear they are making a healthy recovery. Mr. Ford asked the Board and staff to keep the two employees in their thoughts and prayers.

Mr. Ford stated that with the new normal for parents and guardians having to contend with virtual school and being mindful of social distancing in our building staff continues crafting careful strategies to ensure everyone's safety while moving forward with activities and projects. The JTA has moved to an electronic contracting process in response to the situation and will soon move to electronic bidding submission. This will save money for our proposers and improve the efficiencies of the procurement process.

Mr. Ford announced that JTA has contracted with MV Transportation to deliver over 2,000 meals to ten housing projects in partnership with the Jacksonville Housing Authority. The partnership also includes Farmshare who are providing two grocery bags of full produce and snack boxes and the City of Jacksonville (City) who are providing the volunteers to package the bags. Mr. Ford stated JTA along with the City provided food to the residents that have been negatively impacted by COVID-19.

Even though these are challenging times, we at the JTA are continuing to look ahead. Mr. Ford stated JTA will hold its first Virtual Ribbon Cutting on May 14, 2020 for the Kernan Boulevard Road Project. The project was completed six months early and under budget. Mr. Ford congratulated the construction team on a job well done.

Mr. Ford also announced that staff continues plans for the Annual State of the Authority, which will be held in June. He advised the Board that he would update them on the plans as they develop.

Mr. Ford stated that the industry and our peers continue best practices as we move through this emergency with a focus on the future and what lies ahead, on the other side of this pandemic. The American Public Transportation Association (APTA) has created a Mobility, Restoration and Recovery Task Force. Mr. Ford stated the work of the Task Force is critical to the industry efforts to recovery, restore service and rebuild the confidence of commuting to the public and safety of riding public transportation. Chairman Holzendorf has been invited to join the Task Force. APTA has also put together a Pandemic Restoration of Service Technical Advisory Committee. The Committee will help to prepare the industry through a white paper, which includes an industry checklist for agencies and organizations to help them to prepare to come back online. JTA will be included in this group as well. Katie Smith, Board Liaison, will join the Advisory Committee to assist with creation of the Board Governance section. This will include measures needed to continue oversight by the Board, Virtual Board meeting processes and policies, exceptions as it relates to CEO decision-making limits; as well as, handling public hearings and public comments.

Mr. Ford congratulated Chairman Holzendorf and Katie Smith for being selected to participate on national industry advisory committees for transportation.

Mr. Ford concluded his report by sharing a video focused on the work of JTA's frontline employees.

Chairman Holzendorf thanked Mr. Ford and staff for the communication and transparency, especially during the pandemic.

F. MONTHLY DIVISION REPORTS

1. **TRANSIT OPERATIONS MONTHLY REPORT** – Ms. Todd provided the Board with the Transit Operations Monthly Report through March 2020.

2. **AUTOMATION MONTHLY REPORT** – Mr. Schmidt provided the Board with the Automation Monthly Report for activities through April 10, 2020. He added that the Bay Street Innovation Corridor Project has been assigned the Project Management Oversight Consultant on behalf of the Federal Transit Administration (FTA). The Paper Grant Agreement has cleared Region 4 of the FTA and is now with the Office of the Secretary. The team is working diligently with the stakeholders to move forward with a Request for Quote and Request for Proposal.

Mr. Schmidt stated as part of the Agile Plan and Test & Learn Program, JTA entered into a Memorandum of Understanding with Mayo Clinic to provide COVID-19 services on March 27, 2020. He stated over the past month, the Automation and Skyway Team has transported over 6,000 COVID-19 tests. In addition, the team also transported bone alkaline phosphatase specimens. Mr. Schmidt stated to his knowledge this is the first level 4 transport that has been conducted with Autonomous Vehicles in the United States.

3. **SYSTEM DEVELOPMENT** – Ms. Gillis provided the Board with an overview of the System Development Monthly Report for the reporting period through April 15, 2020.

4. **FINANCIAL REPORTS** – Mr. Hayes provided the Board with the Financial Reports for March 2020, as well as the month and year-to-date. He also provided the Board with an update on the Processed Invoices Report, Grants Status Update, Agency Sponsorship and Membership Report and Quarterly Investment Report.

Chairman Holzendorf thanked Mr. Hayes for the financial updated.

ADMINISTRATION REPORT – Ms. O'Leary provided the Board with the monthly Real Estate and Economic Development Report and Procurement Expenditures.

5. **ENGAGEMENT REPORT AND FIXED ROUTE QUARTERLY CUSTOMER**

SERVICES EXPERIENCE REPORT – Ms. O’Leary provided the Board with the Engagement and Fixed Route Customer Quarterly Report for the second quarter of Fiscal Year 2020, January 1, 2020 through March 31, 2020.

G. CONSENT AGENDA (Holzendorf, Chairman) - None

H. FINANCE AND ADMINISTRATION (Buckland, Committee Chair)

ACTION ITEMS

1. APPROVAL TO SUBMIT TITLE VI PROGRAM PLAN – Ms. O’Leary presented staff’s recommendation that the Board approve JTA’s 2021-2023 Title VI Program Plan and authorize the CEO, or his designee, to file the necessary documents required for submission to the FTA Regional Office. The FTA requires that JTA submit a Title VI Program report every three years.

MOTION (Jolly/Buckland) Approval to Submit Title VI Program Plan. Motion Approved (6-0).

I. SAFETY, AUDIT AND COMPLIANCE (Rumlin, Committee Chair) - None

J. SERVICE DELIVERY (Driver, Committee Chair)

ACTION ITEMS

1. APPROVAL OF CONTRACT AWARD FOR TIRE LEASE SERVICES (P-20-019) – Pulled from agenda.

K. LONG RANGE PLANNING AND SYSTEM DEVELOPMENT (Jolly, Committee Chair)

ACTION ITEMS

1. APPROVAL OF KINGS AVENUE PROPOSAL – Mr. Milian presented staff’s recommendation that the Board approve the conceptual design plans submitted by Kings Avenue Redevelopment LLC (KAR) on March 26, 2020 for development of Phase II of the leasehold by and between the Authority and KAR. The Authority reserves the right to review any further plans, specifications and final construction drawings.

MOTION (Rumlin/Jolly) Approval of Kings Avenue Proposal. Motion Approved (6-0).

L. OLD BUSINESS - None

M. NEW BUSINESS

1. APPROVAL OF KINGS AVENUE GROUND LEASE AMENDMENT - Mr. Milian presented staff’s recommendations that the Board approve the CEO to negotiate and execute an amendment to the Ground Lease by and between the Authority and KAR extending the approval period for Phase II until December 18, 2020. In exchange, KAR will waive and release

Right of First Refusal as granted under the Ground Lease. The Sixth Amendment of the Ground Lease between KAR and JTA provides that KAR may develop Phase II of the leasehold, with all necessary approvals from the City and JTA to be obtained by June 18, 2020.

MOTION (Jolly/Rumlin) Approval of Seventh Amendment Ground Lease with Kings Avenue Redevelopment LLC. Motion Approved (6-0).

2. AUTHORIZATION TO AMEND PURCHASE AND SALE AGREEMENT – AIRPORT CENTER DRIVE – Mr. Milian presented staff’s recommendations that the Board authorize the CEO to negotiate and execute an amendment of the Purchase and Sale Agreement (PSA) with D.R. Horton, Inc. – Jacksonville. The subject property is identified as a portion of the Duval County Property Appraiser’s Real Estate Number 106939-0000 comprised of 12.91 acres.

Due to the delays and market uncertainty as a result of the COVID-19 pandemic, the Buyer has requested an extension of the Closing Period. As a result, both parties have agreed to amend the Closing Period from April 29, 2020 to no later than August 31, 2020. The staff agreed to give D.R. Horton until August 14, 2020 to make a decision. Mr. Milian stated the Buyer would notify JTA if they intend to close on the transaction and if so they would close by August 31, 2020. If the Buyer decides not to close on the transaction, they would waive any and all defenses of the escrow deposit and instruct the Escrow Agent to transfer the funds to JTA by August 19, 2020. The funds are a total of \$140,000.

MOTION (Jolly/Buckland) Authorization to Amend Purchase and Sale Agreement – Airport Center Drive. Motion Approved (6-0).

3. AUTHORIZATION TO AMEND PURCHASE AND SALE AGREEMENT – A.C. SKINNER PARCEL B – Mr. Milian presented staff’s recommendations that the Board authorize the CEO to negotiate and execute an amendment of the PSA with D.R. Horton, Inc. – Jacksonville. The subject property is identified as a portion of the Duval County Property Appraiser’s Real Estate Number 154378-0000 comprised of 38 acres.

Due to the delays and market uncertainty as a result of the COVID-19 pandemic, the Buyer has requested an extension of the Closing Period. As a result, both parties have agreed to amend the Closing Period from April 29, 2020 to no later than August 31, 2020.

The staff agreed to give D.R. Horton until August 14, 2020 to make a decision. Mr. Milian stated the Buyer would notify JTA if they intend to close on the transaction and if so they would close by August 31, 2020. If the Buyer decides not to close on the transaction, they would waive any and all defenses of the escrow deposit and instruct the Escrow Agent to transfer the funds to JTA by August 19, 2020. The funds are a total of \$700,000.

MOTION (Driver/Buckland) Authorization to Amend Purchase and Sale Agreement – A.C. Skinner Parcel B. Motion Approved (6-0).

4. AUTHORITY TO AMEND PURCHASE AND SALE AGREEMENT – A.C. SKINNER – Mr. Milian presented staff’s recommendations that the Board authorize the CEO to execute an amendment of the PSA with PG Investco, LLC. The subject property is identified as Duval County Property Appraiser’s Real Estate Number 154271-0100 and a portion of Real Estate Number 154378-000 comprised of 42.55 acres.

Due to the delays and market uncertainty as a result of the COVID-19 pandemic, the Buyer has requested a 90 day extension of the feasibility period. As a result, both parties have agreed to amend the extensions from 3 30-day extensions to 3 60-day extensions.


MOTION (Rumlin/Buckland) Authority to Amend Purchase and Sale Agreement – A.C. Skinner Parcel C. Motion Approved (6-0).

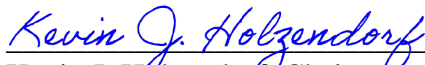
Mr. Milian stated for informational purposes, the Governor executed Executive Order 20-112 that goes into effect May 4, 2020, which provides that Executive Order 20-69 (Local Government Public Meetings) is extended for the duration of this order. The Governor is extending the Sunshine Order that allow Boards to meet virtually. Mr. Milian stated JTA is authorized to continue meeting virtually.

Chairman Holzendorf stated the APTA Transit Board Member Committee met on April 29, 2020 and decided to postpone the annual seminar, which was schedule for August 2020 in Salt Lake City. The seminar will be rescheduled to 2021 in Salt Lake City.

There being no further business, the meeting adjourned at 3:18 p.m.

SEAL


Debbie Buckland, Secretary


Kevin J. Holzendorf, Chairman