

**Daytona Beach Housing Authority**

**Board of Commissioners Retreat**

**March 19, 2021 11:30 A.M.**

**I. Board Governance - Dr. Chester Wilson - Terril Bates**

introduced Dr. Chester Wilson.

Chester Wilson: Good morning, everyone. And thank you for allowing me to be here to share with you very briefly just an overview of board governance.

As Ms. Bates said, my name is Chester Wilson, and I'm a community workplace consultant and trainer. And as she said, my bio is probably presented there. I've done about 20 years of experience as a vice president of compliance for a local behavioral health company.

With that time, I've also spent an extensive amount of time as a professor of criminal justice. I've served extensively on boards throughout our community. And I took all of that experience and folded it into the resulting company that I have today.

And so, now, I get to travel and help organizations who are having any type of hardships towards operation. So much so that I found it would be prudent that I went and earned my doctorate degree in organizational management and

leadership to further my efforts of being able to train community providers.

And so, today, I'm standing before you to talk a little bit about board governance. I didn't want to put up my extensive and limply PowerPoint for you to read because I really wanted to do--wanted it to be more of a conversation. I really wanted for us to be able to ask questions and exchange and let me be able to share some light on--for you with boards and the operation of the boards, and what we're actually looking at when we talk about dynamics.

Much like you, I probably was one of those people who when I initially started serving on community boards, I went because people asked me. They thought that I had something to add to the board.

And so, I'm volunteering to go to this board and I really don't know what to expect when I get there. I just have the lofty idea that I want to help.

And when you want to help, it's easy for you to accept a role and not really understand what the function of the role is. And more times than not, what I found in my time of being a board member is I found that--we found ourselves in positions of actually running the agency, which is not what we were designed to do as boards.

Most of us, as you know, we know that our job is governing and fiduciary responsibility. We hire someone to run the organization and our job is to govern through that person. But we get all screwed up a lot in terms of what our aim and what our angle should be.

So--but what I do want you to understand is that my role here today is not to come in and tell you how to run your board. My role today is to try to encourage you to be optimistic about there are different ways to look at board governance and how to do that from a healthy perspective.

I want to start off with this because I am a wildcat and I can talk about it because my only (INAUDIBLE) was not only did I go to school there, but I also worked there for a number of years. So, I could talk about it.

The highest of seven hills travel I-10 to 95 to get to Daytona. So, being a local wildcat here now--I call myself a local after being here for 20 years--we see what's folded in the news regarding Bethune-Cookman. It's no secret. It's all in the news, right? We all see it. We follow it.

We almost lost our beloved institution as a result of what was happening within.

Now, while none of us on the outside have any firsthand experience on the inside, we only know what's been reported in the media and what we see. But the impetus of everything

that's happening at Bethune-Cookman, guess where it stops?  
And guess where it ends? With the board.

And so, when you have that level of turnover rate in an executive position, key executive positions within the agency, something tells you that somewhere in-between there we have a dysfunctional board. I said it. I did. Why can I say that? Because I train boards.

Somewhere in there, something is going wrong. Anytime that we can have an executive--and I don't care how you look at it. Anytime that we have an executive that leaves effective immediately, something is wrong. So, we have to examine ourselves.

Now, can I hit you all without you all being offended? You know, some of the hardest people to change, some of the hardest people to train are leaders. A lot of times we can be so close-minded because we feel that we are the experts in everything. I, Chester, sometimes feel like I'm the expert at some things. And we feel like we can't be taught some things.

But do you know that there are new ways being invented to do things every day? For instance, as a counselor--I have a background as a counselor as well. One of the major mistakes I made before a group of people when I was talking

is, I said, someone committed suicide, and everybody gasped in the room. I'm, like, what did I just say?

Because I haven't practiced in a while, the language has changed. The language is that we don't say that a person committed suicide because it's not a death sentence anymore. What we say is they died by suicide.

What am I saying to you is practices change every day. And if you don't keep up with those practices, you'll find yourself outdated and then you'll find yourself with a board that's stagnated.

So, again, I don't come to tell you how to do your job. That's not my role. I'm not going to tell you how to do your job because I don't want to do it for you. But what I can do is serve as a resource to tell you how do we maintain a healthy board.

So, we know that there's several types of boards and we won't go through them all because right now we're focused on governance. Governance is a board that is set where there are a group of people, professionals, skilled people who provide daily oversight to a CEO whom they empower to run day to day operations. That's where we operate.

Now, there's many other types of boards you can choose from, advisory board, working board, policy board,

constituent board, and even result-based board. There's all type of boards you can choose to be.

But in most cases--more cases than not that are non-profit we find ourselves serving as a governance board, which means that our primary job as a governance board is to ensure policy and procedure and fiduciary responsibility. Those are the main two things that we are concerned about from a board level when we talk about governance.

So, what is this board that is put together? It's people of diverse backgrounds and skill sets. You have a diverse background or skill set or point of view that brought you to the place where we believed that you needed to be on the board serving.

So, we value your skill set. We value your different way of thinking, your diverse viewpoint. We value those things. But what comes into play is, is how do we get a room full of people--how many board members do we have on housing authority? Five. How do we get five people who have very different view sets, very different viewpoints, how do we get you all to come together to make decisions that are in the best interest of the agency?

Now, I don't know about you. Can we have a moment of truth here where you might be honest with me? Anybody have other sisters and brothers besides me? Okay. I say my mom has

five kids, right? There were six of us. And with six of us, do you know that although we have the same mother and father, we still think differently?

So, what do you think for people, right? Y'all think about it now, like, oh, my God, do we think differently.

So, what do you think about I get five total strangers in the room and I'm asking you to agree on policy and procedure and how we should spend the money that is empowered to us by the community? We're going to immediately start thinking differently about it.

So, now, we have to figure out how do we at least get to agreeable point. How do we do that? We've got to create processes that bring us to a point where we think about those things that we're in charge to do. Because what'll happen is, is we find ourselves where we start thinking about other things. We think about how it personally affects us. We think about how it may affect our family members, but that's not our charge.

Our charge is the agency and the clients that we serve. And we have a set of policies and procedures that say this is how we are going to govern based on the population that we serve. But we'll get into conflicts of interest in a few minutes.

So, why do we have these boards? Here are five--or seven viewpoints of why we have these boards. We have to have them legally to carry out a non-profit. You can't get around that.

Then we look at fiduciary responsibility. How do we spend the money that we've been governed with? What's your overall budget? Twenty-five million dollars, we have to-- five people have to come to agree on how we spend \$25 million for an agency.

Then we look at--our job is to assist the agency in fulfilling its mission. That's the primary point or focal point of why we're all here. We have to comply with federal, state, and local government laws, all three in one. We have to set policies for the organization. The board set policies. The agency sets procedures. How do we follow the procedures that have been set by the board?

And then, we protect the interest of our stakeholders.

And last but not least but the most importantly, the board's job is to supervise the CEO. Why do you say that? Why did you stop and have that look? Because as board members, we oftentimes get wrapped up in our job is to supervise the agency. We really get confused on our roles sometimes.

So, last board I was sitting on, I'm sitting in this board meeting and there's about 12 of us in there and they're



talking about going in the agency and doing work. And I'm, like, wait, wait, whoa, whoa, whoa, whoa. That's what we hire staff for. As a board member, I, Chester Wilson, I have no business even talking to the staff members without going through a CEO. If I do something like that, then as a board member, I'm out of my role. That's part of the problem, because we're embedded in the organization.

Here's what I generally tell board members, and it hurts when I say it, but I think we're all adults and professionals, so we can tell the truth. As board members, sometimes we take on the persona of being a CEO and that's not our job. Our job is to supervise the CEO. The CEO's job is to supervise the staff within the organization. That's where we get confused sometimes.

We have to make sure that we stay in alignment because the moment we go into an organization and we try to supervise the staff within the organization--I'm sorry, I'm just a Bible believing person, but somewhere in the Bible it says anything with more than one head is considered a monster. So, imagine the staff getting direction from multiple people. Now, I don't know who my master is. I don't know who I'm supposed to serve. Because if you are a board member that I know that you supersede the CEO, so I'm compelled to listen to you.

So, in order to keep that confusion from the staff, guess who has to fall in line? It's us as the board members. We should never put the staff in that position.

So, I had to tell my fellow board members, I said, you all are wrong. You're very wrong. There's no reason that you should be having a conversation with the staff unless, according to the bylaws--and I don't know how your bylaws are set up here, but according to the bylaws, it says policy and procedural wise, unless a grievance has been filed that has gone through the chain of command that cannot be resolved by the CEO, then and only then, a staff member reserves the right to grieve to the board. Anything other than that, we're out of line.

Again, I don't come and tell you how to do your job. If you want me to help you be healthy and help you to be whole, then there are certain things that we have to do to make sure that we fall in line. Because if we don't, we're going to find ourselves making the same mistake as other agencies that we see in our local community. And that is, is that we're going to be operating outside of our scope. And I don't know about you, but anybody get paid for being on the board? Me neither.

So, we don't get paid for being on the board, right? Why would I want to take on a job that I'm not getting paid to

do? I mean, I love volunteering and giving back, but at some point, I don't want to become the staff member. And then, what happens when we get to those jobs that you really don't want to do or you're tired of the compliance? Then, we leave staff hanging because now we're sending them back after we've opened the door for it. So, we have to be careful of that.

So, what is your role and responsibility as a board member? Set the major goals of the organization. How do we set those goals? Through strategic planning. That's your goal as a board member.

Your goal is to appoint key staff. In some cases, board members hire the CFO and the CEO. In some cases, they only hire the CEO. Whatever your bylaws say regarding who you appoint, that's who are--that's who's normally appointed in terms of being supervised.

Then, you provide oversight by monitoring an evaluation.

You have more authority than you probably know. Why?

Because in supervising the CEO, I can say Madam CEO, I'm looking for these reports to review at our next board meeting. I'm looking for these things that I want to be able to provide some counsel on. So, that's how we get the information that we need. We don't usurp the CEO to get to the staff to get that information. We comply with state

regulations, but most importantly, we determine the mission of the organization.

We determine what we do on a daily basis as board members. We select the chief executive officer. We monitor and ensure adequate financial resources because if we go under, there's no operation.

But here's your most serious charge. We build a competent board of directors. That's our job to do that. And I'll tell you why sometimes we can't do that.

Sometimes we have boards where there's no term limit. When a person tells me, they've been on the board for 28 years, something doesn't sit well with me there because I'll show you 28 years of an organization not growing.

I taught in criminal justice. And in teaching in criminal justice, what we taught--what we teach policing and more so, prisons. The warden of a prison can change every six months. Can you guess why they change every six months? A warden of a prison.

Not stress. It's not stress. It's not even their employees. You know why? I'll tell you why. They want you to be able to walk into a new prison with a fresh set of eyes because if I'm here all the time, I may not see those chairs sitting in that corner about to fall. But if I walk into a

new prison in six months, I'm walking in with a brand-new perspective of what I need to do safety wise.

So, even from a legal standpoint, we don't leave people in place forever because we want you to bring fresh and new perspective. And here's the thing I always say, we have five generations in the workplace right now. Okay? Have y'all thought about that? We have five generations. We have veterans, baby boomers, Generation X, Generation Y, and Generation Z.

You have grandkids? Anybody have grandkids? Can you imagine working with your grandkids today? My own kids when I say dump the trash, okay, dad. That really means right now, not when you get ready, not when you feel like it. Or here's my favorite one. Son, come here. No, I mean I want you to run to me. Sir? Sir? No. When I call you, that means come, right?

So, we have all different ways that we were raised. But when it comes to this new generation, some of us, we are just shy short of committing a crime, right? We want to take some kids out, but we got to remember, we're done with them, we can't have no more to replace them.

So, what happens is, we have these five generations who totally think different. They think differently in how to do things.

If we stayed on the scene always, when would change come?  
So, we have to be cognizant enough. And a lot of times, we  
can't do self-reflection.

Here's my greatest fear that I told one of my employees.  
When you see me losing it, when you see me slipping, tell  
me so I can slip out of the way. Don't have me sitting  
there to be what we classify--because we've all said it,  
right? Our own fool.

What am I saying to you as board members? You've got to  
realize when your effectiveness for a board is up. I didn't  
come to write you off the board. That's not what I'm doing.  
But I have a short hour to cover what I would do in a whole  
week.

You've got to realize when I'm being effective and when  
that has run its course. You have to realize that. Because  
again, if I go back and you tell me you've been here for 30  
years, I'm going to be, like, ma'am, what have you  
accomplished for 30 years? We don't keep a CEO for 30  
years.

Why wouldn't we keep a CEO for 30 years? She has to retire  
at some point, right? The effectiveness starts to lose. And  
I've met many people, Ms. Bates, who said, oh, I remember  
them in their prime. They were a force to be reckoned with.  
And what you ask them? Well, what happened to them?

Listen. Listen. There should be term limits. Yes. And you want me to tell you the problem with that? Just like the problem with boards. When I just resigned from my last board, I said, I've given everything that I can give. And they were, like, oh, no, you're just getting started. No. I really have given everything that I can give. Because what happens is even when you're talking about on an executive level, think about this on boards.

Right now, who do you have--what's the average age of person you have coming into housing? Eighteen? Youngest age. What's the youngest age of people coming here? So, you have 18-year-olds coming in for housing?

Now, I've now hit that over 40 mark. Listen. Listen. It changes. I did not prepare me for this.

So, over 40 years old, right? So, over 40 years old now, tell me--and I have a 17-year-old son. I don't even identify with half of the things they do. So, at some point, my way of thinking is going to be very different from what an 18-year-old needs.

I look at it right now. I used to run juvenile delinquency programs. I would never go back unless they dragged me. You hear me? Listen. I wanted--they were making noises and I was, like, hey, be quiet. Stop. Stop moving.

So, I ran the juvenile delinquency program. And somewhere-- I must've been 33, 34, somewhere up in there and I thought to myself, I can't do this anymore. I can't even relate to these kids. They're acting like immature children.

I can't do effective programming. They don't get what I'm saying. I'm too business minded. So, it was time for me to move out, right? Because I realized my effectiveness was gone. And that's what we have to realize is that when we are not in tune with what our clients need, it goes back to our mission and our vision statement because sometimes we start thinking about what our specific needs are and we fail to think about what the needs of our clients are.

So, you have three major responsibilities here. That is your duty to care, that's your duty to loyalty, and your duty to obedience. When it comes down to your duty and to care, that is, is that you care enough to ask the right questions. Not questions that benefit you, but questions that meet the needs of your residents.

Then, you have the duty to loyalty. That is, you showing your undivided allegiance to the organization, which means that I have to put my personal needs aside. What is it that the organization needs?

The last responsibility that you have is your duty to obedience. And that is, is that you will be faithful to



carrying out the mission of the organization. That's your three charges as a board member.

Now, we talk about this governance. Board governance. It's a process by which you, the board of directors, through your management, you guide this organization. You guide the mission, you guide the vision, but most of all, you protect the assets of this organization.

Cooperative--or corporate governance is the system by which corporations, that's you, you're directed and controlled. You control this organization, which means that it starts and it ends with you.

If the CEO is not successful, guess who we look at first. You heard me open up talking about my beloved institution. If Cookman is not successful, guess who everybody's blaming right now? The public--the court of public opinion is blaming who? They're blaming the board. It's in the newspaper every day.

Yes, they're blaming the board. Because you know why they're blaming the board? You're responsible. That's what the bottom line comes down to. Because if I see you bringing in someone who's not lasting, I'm going to say, either you're making erroneous decisions, or you don't understand what you're doing. And you ought to know we the public have an opinion, and the opinion supersedes

sometimes what reality is. Perception is 99 percent of what you do, whether it's real or not.

So, you as the board members, it's your job to lead this organization. And what ends up happening is--let me jump into it because my time is leaving. What ends up happening is we end up bringing someone in for their skill sets. Can I talk about we? Because I've been on the board and did this. So, I can talk about me and you won't get mad, right? We end up bringing somebody in and you know what happens? We don't let them do the job we hired them to do. We start running the business through them. This is very typical in boards. This is not anything new that I'm teaching here. Every board that I'm invited to that I come in and do governance training with the impetus of it is we have a group of people who control the CEO and tell them what to do. Yes, your job is to supervise, but here's the thing. And I submit this to my beloved institution. If you can run the institution so well, why are we hiring a president? That's what we do here.

Our whole job is to use those individual skill sets and knowledge that you have to support the workings of the CEO. Now, is the CEO going to do everything that we agree with? No. Are they going to even do it like we do it? No.

But our job is to say, are you following the bylaws and the policies that we have set? And if you're operating within those, I don't have to like how you do the job, but is it meeting the outcomes that we've asked for, right?

So, when I go out and I do this whole board training thing, people realize, okay, well, he knows something about boards, and we want him on our boards. And you know what I say? Be careful what you ask for. I'm not the person you want on the board. You know why I'm not the person you want on the board? Because we're the hardest people to control. Sometimes we are out of control. We are way out of pocket in what we do.

We're in 10-hour meetings and still have not made a decision. I can talk about us as board members, right? This is why I had to quit a few. I'm, like, hey, I didn't sign up for this. We're in 10-hour meetings. And I'm an organizational manager. Research contends that after 45 minutes, people are checked out anyway.

So, what are we sitting in a 10-hour meeting and arguing for? And a four-hour meeting or a three-hour meeting. Why? You know why? Because we don't do our homework before we get there to be able to get in there and have an intelligent conversation.

What happens is, is we open this packet when we sit at the table, but we signed up to be board members. Now, we know so much and we can tell people how to do things, but we signed up to be board members, but we don't open this packet until we get here. And then, we spend people time who have prepared asking questions that you could've called up and asked them before we got here.

So, we can't handle the business of the organization because we are inadequately prepared to do so. We want to be board members, but we don't live up to the lofty ideals of being board members. It only sounds good in name. It's only a resume booster but we are not prepared to walk into that room. Make sense? Yes, ma'am. Talk to me. Let's talk. One of the commissioners stated that they're here to elevate themselves.

Chester Wilson: You're right. Self over others, which is definitely a conflict of interest. That's in your bylaws. It should be anyway because it's a standard phrase anytime we elevate self over others.

The problem is, is that it looks good, and it feels good, but we're not doing the work. And we run off talented staff. We run off talented people.

The last CEO we ran off, I said, oh, no. My name is not attached to this. Go to some business and scratch my name

out. And it wasn't because--if the CEO is doing a bad job, you know what we do? It's called progressive disciplinary action. Progressive disciplinary action.

Now, I'll tell you something, and you can tell Chester Wilson say it because I work for myself. Thank God. One of the things that we did here that I looked up when I was dealing with staff--and your staff said it to me. They said, we were sitting in a room when our CEO was publicly reprimanded. Your staff said that. That's not something I made up. I wouldn't even know. Your staff said that. Your staff said that. I almost flipped out of a chair. I'm, like, what do you mean?

Anytime we get to the point where we publicly reprimand someone, how would you--let me ask you. Can you talk to me? Can we be honest? It's not--I don't want to get into the details of what happened.

Commissioner Brown-Crawford stated that meetings are public. She stated that they don't have a choice but to be public.

Chester Wilson: Can I respectfully disagree? I'm a board trainer. I can go into any organization and ask for anything. But what I will tell you is, is that there was no organization that's going to give you anybody's personnel

records, profit or non-profit. You know why? Because I will turn that organization upside down in litigation.

Commissioner Brown-Crawford agreed with Dr. Wilson.

Chester Wilson: Right. But what I'm saying is when I get to that point of there is no organization that will give you somebody's legal record for employment. In fact, when you call an organization and you ask, I want to do a reference check on you, there's only two things they're going to give you. They're going to give you the last position and their dates of hire. Why is that?

So, when I get back to publicly reprimanding someone--if you publicly reprimanded me and you want me to show back up and do my best job after that, the relationship is irretrievably broken. Did I tell you I was a Florida Supreme Court mediator when I started this? For family, circuit, civil, and county. So, believe me, I know what I'm talking about.

Anytime you reprimand someone, that's supposed to be in the strictest of confidence.

Commissioner Ivey stated that the board is not allowed to ask an employee or staff member to leave the room while the board discusses an issue.

Chester Wilson: I agree with you. I agree with you.

Commissioner Brown-Crawford stated that one board member can't make any decision. She said things must be done publicly.

Chester Wilson: I agree with you. There is a vote. There is a vote. But when you are doing disciplinary action, there is no governing rule in the state of Florida that says that it has to be done in a board meeting. It's not. Commissioner Ivey stated that in the housing authority board, a special meeting is called or a retreat.

Chester Wilson: To deal with disciplinary issues?

Commissioner Brown-Crawford stated that the attorney needed to comment.

Chester Wilson: Right. And I'm not trying to argue that now but here's what I'm saying. You the people have the power to change bylaws. Bylaws are not written--.

Commissioner Ivey stated it's a state law.

Chester Wilson: It's not. That's not.

Commissioner Ivey told Dr. Wilson to tell the attorney he's been misleading the board.

Chester Wilson: That's not a state law that you have to do that. And here's what I'm saying. Here's what I'm saying to you.

Commissioner Ivey asked Dr. Wilson if he's dealt with civil.

Chester Wilson: I do.

Commissioner Ivey told Dr. Wilson to tell the attorney that he's wrong on how he's been training the board.

Chester Wilson: Here's what I'm saying for you because I don't want to get off key and get into right and wrong. Here's what I'm saying for you. You think about it from a common-sense approach.

Even from a common-sense approach, if the state of Florida will not tell you the status of someone in their employment--let's deal with it from a practical approach.

If you call me and you ask me what is one of my staff doing or what has their disciplinary been because you want to hire them or you're inquiring or you're doing anything else, I'm not going to give it to you. Because that staff can come behind me and say that I ruined their reputation. And I'm--you're going to come before me as a civil mediator--you and your attorney and I'm going to sit down and I'm going to say, Mr. Sir, I hear everything you're saying, but we're here and the state of Florida gives me authority to mediate this case because you've done something that you shouldn't because you've hurt somebody's reputation.

So, if we do that from a practical point--from a practical point, you all as a board, you write policy and procedure.



I'm a researcher. The doctorate degree tells me that. Look up--look it up. Even attorneys are wrong. They get wrong. I know you may not think that.

Commissioner Ivey agreed with Dr. Wilson on the statement. Commissioner Jamison stated that when she calls for references from people, she gets angry because she's not being told what she needs to know to hire someone.

Chester Wilson: Nothing.

Commissioner Jamison stated that she was told a company had the right not to tell her what she needed to know. She stated she doesn't like the law, but it's for the potential employee's protection.

Chester Wilson: It's in place. It is. Because people-- anyone can sue anybody for anything at any time. That's the law.

Ms. Bates stated that the board could've followed personnel policies. The board speaks to the attorney. She stated that each board member could've spoken to the attorney and had the attorney come up with something based on discussions and received his advice. The attorney would've spoken to Ms. Bates and that's when a discussion with the board would've happened. She stated that if it were to happen again, the board has an issue since there's an issue on record.

Chester Wilson: And I don't want to get off--again, I'm not here to tell you how to do it.

Commissioner Ivey stated that the conversation needs to take place in front of the attorney and the chairman.

Chester Wilson: My point. I'm going to give you my point in bringing it up. My point was, is how harmful it is to the board. We got off on a discussion but that wasn't my point. My point is how harmful it is to the board.

So, if you want to recruit good talent, qualified individuals, if I looked that up about you, am I more likely to come here?

And it only takes a quorum. And this is what I--this is the point that I wanted to make behind it. It only takes a quorum to change a bylaw. You are in charge. As long as you're not breaking federal law, state law, or local law that guides you--it's nothing against your attorney. I don't know him and I'm not talking against him. What I want to make sure that you understand is what our role is and how it's perceived.

We see everything that's happening with BCU. And I love my institution, but it's a public mess. Imagine me coming to you and I say, hey, ma'am, Ms. Johnson, who do you serve on a board for, and you tell me you serve on a board that's in the news like this.

We just had in the news--if you all had paid attention to this, we had in the news the Volusia County School Board where a principal was accused of giving a bad reference to a school board. I'm not in the people business. Don't make me tell it. It was in the news.

Yeah. Yeah. So, in this world--and again, in this world that we live in, we have to be careful when we are attached to something because it's part of our legacy. That's our legacy that we're living.

Sometimes we join boards and we don't understand--we fail to understand what our requirements are. These are manmade. They're written, which means that they can be changed. Only thing you have to do is understand what your maximum and your minimums are.

Commissioner Ivey told Dr. Wilson that he agreed with him. He stated he doesn't believe everything he reads in the paper.

Chester Wilson: No, sir.

Commissioner Ivey stated that there's a lot of dynamics in how a board is chosen.

Chester Wilson: Very much so. And you know, part of that that's on there right now is lack of diversity. Lack of diversity in a board. When I look at this--

Commissioner Jamison asked Dr. Wilson if he was talking about Volusia County.

Chester Wilson: Any board. He's talking about the county but I'm saying lack of diversity in a board. Because even when I look at this board right here--

Commissioner Jamison stated that the board isn't diverse.

Commissioner Brown-Crawford stated that people don't want to be on the board.

Chester Wilson: I get it. I know. It's volunteering. It's volunteering.

Commissioner Brown-Crawford said she believes that nobody should be in a position forever.

Commissioner Ivey stated it's not a lifelong goal for him to sit on the board.

Chester Wilson: Because what happens is, we stay in a position until we die and then we get somebody who come on and don't know what they're doing. But even as the city in appointing this board, it's our job to reach out. And this is a board chair thing. Part of my presentation for a four-day thing is as a board chair, I take on the role not of just leading the board but ensuring that that diversity is here.

You all are telling me that you serve anywhere--could be from 17, 18 years on or up, but there's nobody

representative of that age around here. It's not. And we can't just sit with the fact to say we don't have one because here's what I say in my criminal justice class when I teach. It's not if you become the next national media story. It's when. Because we're all one story away from being on the front of the newspaper. One decision away. One decision that we could inadvertently make that we don't know.

So, again, I didn't come to slap anybody in the fact. I'm saying that based upon our research and what has been proven--what's been proven to work is that we can't say I can't find anybody because they come and find us. We can't say that anybody doesn't volunteer because we volunteer. There is somebody out there.

We've got to make sure that when we make decisions about people's lives that they're a part of those decisions. Because we go back to what--what's your name, ma'am? Ms. Crawford, we go back to what you said about our United States legislatures. We have people the average age of legislation is somewhere from 60 to 70 years, and they're making decisions for 18-year-olds. They're not even going to be around. And if they are, they'll barely be around. Right.

So, we've got to make sure that those people who we're making decisions for are a part of the conversation.

Commissioner Jamison stated that sometimes there's conflict with director.

Chester Wilson: Very much so. Very much so. But we're to blame for that, though.

Commissioner Jamison stated that it confuses the director and the employee, and then the employee goes away.

Chester Wilson: We lose good staff.

Attorney Gilmore joined the meeting.

Chester Wilson: Go ahead.

Commissioner Jamison stated that staff complained to other commissioners. She said that getting involved with the daily operations of the agency is a big no-no because it'll make a conflict.

Chester Wilson: It is. And it goes back to what I said earlier. Anything with more than one head is a monster. And so, we have to be careful. The person to blame for that is us as board members. And I say us because I served as one. We're to blame for that.

Anytime a staff gets so familiar with me that they can come to me instead of going to their supervisor, I have a responsibility to redirect them and say here's how the system works. You brought that complaint to me. Believe me,

I'm going to listen because I'm a board member and I have stake in this. So, I'm going to listen.

But what I am going to encourage you to do--and even if you don't have the wherewithal to do it or if you're scared to do it, I'm going to go and get your supervisor and I'm going to say can we kind of sit down and listen to the staff meeting if you just must have me in there.

But it's your responsibility as a board member--you set policy. And in essence, what you're saying is when you set policy, I'm setting my own policy, but I get not to follow it. The staff have to follow it, but I don't. You can skip all over and come to me--I can come to you, but the same policy we're telling someone to follow and we're going to reprimand them for it, I'm excused from doing that. And that's why I want to encourage us as board members is self-reflection of our own behavior and our own attitudes, how we perform things.

Commissioner Ivey stated there was an informational class at the last retreat on why the board can't do certain things. He believes the board is diverse based on the backgrounds of the board members.

Chester Wilson: That's true. That's true. But you're here. And if you're here doing it, someone else can do it. But let me share this with you, though. We can't use that as an

excuse, I'll be very honest with you. Because if you get in the media for making an erroneous decision, they're going to eat you up because if you think about diversity, it goes beyond just what you said about the people in this room.

You have age, you have sex, you have education, geographical location, socioeconomic status. The list goes on when you talk about diversity.

Even when you talk about race, there's two races in this room. So, you're not even diverse from that standpoint. And so, when you look at--three races. When you look at it even from that standpoint, yeah, you may have the professions that's there, but what happens is, is that--I'm going to be just direct and respectful as I say it. Someone will tell you that that's the male egotistical chauvinist thing that you have just said because it says that you're capable of learning it, but as a 25-year-old, I'm not capable of learning when we have 25-year-olds who are serving in Congress, Houses of Representatives, mayors of cities. Commissioner Ivey stated that he wasn't saying it that way on the diversity.

Chester Wilson: I know you weren't, but I'm saying that's how that would've come back to me. And so, as a diversity teacher, that's why, again, these things are needed because I need to help you not come to me when the problem has hit,



but to stop yourself from sitting there having to explain  
(INAUDIBLE) come and put their mic up there.

Commissioner Jass discussed going to diversity training.

Chester Wilson: Yeah. That's what diversity is. Imagine if I had walked in this room and there were all women sitting here. What do you think my feelings is going to be? What if you had walked in this room and there were all black people sitting here?

But there are so many uncomfortable things that can happen when you place--when there is not diversity in the room. I shouldn't feel inferior when I walk in a room. I shouldn't be because I should be among a group of people that somewhere in there, there's some type of identity where I can find myself.

And again, I just go back to what you all are saying. If you're representing 25-year-olds that are in housing who are having these hardships, you know what's going to happen is? I know what's best for you. That's how we govern. How do I know that? I'm a behavioral specialist. That's how we govern.

Most of us--a lot of us even manage our children that way. I know what's best for you. Here's where you need to go. Here's what you need to do. Here's what you need to eat. And we bring that same mentality to a room where--here it

is, I'm 25-years-old, but I'm a professional. I've done--do everything that y'all told me to do in life. Go to school, get a degree, get a good job, get a house.

By 25, I was married six or seven years. So, I've done it all. But yet, because my income is not where it needs to be and I need to be in affordable housing, I have a group of people who now say that my voice really doesn't matter in that perspective because I have a group of older people who are telling me what to do. You kind of get where I'm coming from here?

Commissioner Ivey stated that the housing authority board seeks solution.

Chester Wilson: Doesn't mean it can't be involved. You keep giving me excuses.

Commissioner Ivey stated that the board seeks solutions.

Chester Wilson: Expect it. That's expected. But it's still--that still doesn't say anything about your operation. You can be the most effective board and you make the best decisions, but if you still don't have the representation there, that means nothing. That means nothing. Absolutely nothing.

Commissioner Ivey stated that there needs to be another class.

Chester Wilson: But you also should understand that it's your responsibility as a board. It's not the CEO's responsibility to diversify the board.

Commissioner Brown-Crawford stated that they don't select the board.

Chester Wilson: In this case, you may not.

Attorney Gilmore stated that the board doesn't have any say over who goes on the board.

Chester Wilson: Or for your board for the housing authority. But here it is as the board--here's the thing. This board can't function without you.

Attorney Gilmore stated that the board cannot diversify itself. The members of the board are picked by the mayor and confirmed by city council.

Chester Wilson: That is true. If that's your standard, I understand that. But here's what I will say before I take my seat again. Here's what I will say to that end.

Ms. Bates stated that the board can recognize who the board serves.

Chester Wilson: I don't want to get away from the point I was making with that. You all sit on this board. The mayor--if this is the case--because this is an outlier from how most non-profit boards are made up, the mayor does this, but you're sitting here. You can make recommendations about

what this board needs to the mayor. And again, while you're sitting on this board, you still have to think about the impact to you.

So, yes, you may not be the decisionmaker on this board, but if I'm sitting on a board and I have zero influence on a board, something's wrong with that. I have to make some personal decisions. And again, I only come from the perspective of I'm helping you to think about this from a perspective that you don't get pigeonholed to say, well, the mayor makes these decisions, I can't do it. You're a board member here. You collectively, as a body, can say, mayor--Mr. Mayor, we don't have diversity on this board. Commissioner Jass stated that she applied to be on the board. She stated that it was an unhappy time when she first came on the board. She told the board members that they need to be more honest with each other during the meeting.

Chester Wilson: That's a part of this presentation, is-- Commissioner Brown-Crawford stated that the board is mindful of what should be discussed because what happens is public record.

Chester Wilson: I agree with you, Ms. Crawford. But if I'm going to sit on a board, I can say things in a tactful

manner and be respectful, but I shouldn't be restrictive in what affects the people of the community that I serve.

Commissioner Brown-Crawford stated that even when things are said in that manner, sometimes she refrains from saying things because there may not be a better way to say it.

Chester Wilson: And for that matter, just in terms of communication, this is why it's important that we cannot start in the middle of a conversation or somebody cannot jump in. And when people do that, you've got to have a mechanism for saying there's history to this, history that we need to add to this.

But we cheat ourselves. You have a \$25 million budget in your hands to serve people of this community. We cheat ourselves when we're not honest and up front in making decisions with those types of things. All of us fear--we fear that something we may have said may be taken out of context. Now, cameras are in your face every day, people are recording you when you don't know you're being recorded. And in some cases, we know we're being recorded. We still have a fiduciary and a governance responsibility to even say the hard things. That's why you all are sitting here, to say the hard things, to say the things that need to be said.

Commissioner Brown-Crawford said the hard things will not be sugarcoated because there's just no other way to put it. She encouraged the board members to call Attorney Gilmore. Chester Wilson: Or frame it for it to go out. Yeah. Yeah. Very much so.

Attorney Gilmore stated that there is very limited opportunity for the board members to converse with each other and express concerns that could be shared in a regular situation due to statutory restrictions. He stated there's no restrictions to communications with board members and Ms. Bates. There's also no restrictions to communications with Attorney Gilmore.

Attorney Gilmore stated that communication should take place on the record. However, some communication should take place in one-on-one with Ms. Bates. Attorney Gilmore encouraged the board members to communicate with Ms. Bates. Chester Wilson: Thank you. I wish I would've had time to deal with a healthy conflict, too. You had a comment you wanted to make?

Commissioner Ivey stated that Attorney Gilmore explained what he wanted to say. He asked Attorney Gilmore to explain when the board can go into executive session.

Attorney Gilmore stated that in the state of Florida, the opportunity to go into closed session is extremely limited.

Boards can only go into closed session for two reasons. The first reason is to discuss certain aspects of labor union negotiations. The second reason is to discuss financial implications of pending administrative action or litigation. The board cannot go into closed session to talk about possibility of being sued.

Commissioner Brown-Crawford asked Attorney Gilmore if the board can change the housing authority's bylaws. Attorney Gilmore stated that bylaws can be changed to fit needs. Commissioner Brown-Crawford asked if the board can change the bylaw allowing a private session.

Chester Wilson: You can't supersede the law. Yeah, you can't supersede the law.

Commissioner Brown-Crawford clarified changing of bylaws. She discussed that Commissioner Ivey's daughter is her goddaughter. She was concerned when she joined the board that people would think that when she's with Commissioner Ivey that they're not discussing the housing authority.

Chester Wilson: And you do have to be prepared for that.

Commissioner Brown-Crawford stated she is mindful of when people see her with Commissioner Ivey.

Chester Wilson: Very much so. Very much so. And those are points that'll be taken. I wish I had a lot of time to deal--

Commissioner Brown-Crawford suggested Dr. Wilson coming back to the board during a retreat to discuss how a board is governed.

Chester Wilson: One vote. One vote. You're right. I mean, there's so much more that we can deal with when we talk about conflicts of interest. We definitely didn't get to discuss CEO and board evaluations, which is something that should be taking place. Because a board that's not evaluating itself has no ideal about its effectiveness. Sometimes when we look at ourselves, we think that we're doing such a great job. But when my staff evaluated me sometimes, one of the things they said to me that just shocked my socks is they were, like, you don't--your staff appreciation is low. And I was, like, what do you mean? I buy snacks, I buy drinks, I buy--and they were, like, but you don't celebrate our milestones. And I'm, like, I don't celebrate my own milestones. So, that's a weakness for me that now I pay attention to that I didn't.

And so, even when I heard from some of the staff here about things that were done about the coronavirus with PPP and all of those things, I'm thinking, I just went to a list and shopped with what they told me to shop, but it appears that housing authority went way out for the staff and they



appreciated that. And so, that evaluation piece allows us to examine ourselves where we may be weak.

You know, in my other life, I run--one of the businesses that I run is a non-profit for HIV. And, you know, in that same vein I was telling you all about diversity, I was, like, there has to be a HIV-positive person out there.

Well, confidentiality tells us we can't--but guess what?

There's somebody out there that's a spokesperson for it.

Guess what? We found them.

So, what I want you all to focus on when it comes to operating this, yes, there are maximum and minimums that we cannot supersede. There are. But a board that continuously says that we can't, we can't, we can't, that's a board that's soon going to die, and you'll be doing the same thing 30 years from now. And other organizations will have evolved and went on, and you'll still have the member sitting there saying what we can't do.

So, what I encourage you to do is look within your policies and procedures, look within your federal law and your state law, figure out what we can do. Let that be the source of how we do things. But most of all, remember, if the organization succeeds, you succeed. That means that you have to empower your CEO. That doesn't mean challenge them. Doesn't mean not challenge them. Doesn't mean that the CEO

won't challenge the board. Healthy debate is good. But at the end of the day, if we see the discourse in fighting-- and I'm only telling you from investigating what your staff is saying--if we see the discourse in fighting, then imagine what the view is looking from the outside in. Whether it's accurate or not, it's that perception that, oh, here's what your staff are saying about you.

In my organization, I don't care whether it's right or wrong. I don't want my staff walking out saying or feeling those things because it's a reflection of Chester Wilson. And so, I'm saying that to you. You've worked hard for your reputations. You don't want it to go down like this. And it's not that so many bad things are happening. That's not what I'm saying. Again, we've only come to discuss the common things that we see going wrong with boards. These are the common things that we see happening, how we get ourselves in trouble, and then how we--how we're on a hot seat having to explain ourselves.

Can you imagine having to explain yourself right not at this point? You're, like, I'm a full-grown woman, this is not what I'm coming here to do, and I'm volunteering my time. Nobody's paying me. I'm retired. And this is causing me too much stress. But the truth of the matter is, Ms. Crawford, we need your talent, we need your skill set, we

need your openness. That's what we need. And if everybody jumped on that bandwagon, imagine how powerful the housing authority would be.

I am in awe. I must tell you. I didn't know half of the things that you do here. I am in awe of what you do and even how you juggle it all. My head is still spinning trying to wrap my head around it. You're right. It's a lot. It's a lot. And I honestly would not sign up for it. I'm telling you the truth. I would not. It's a lot.

But there is somebody out there that's willing to serve. There is somebody who is willing to jump in. You've got to get beyond the point of it's hard, we can't do it, why we can't do it, because we can't do it, nobody knows, and get to the point of getting somebody in and trained. Because if you're going to be gone in two years, then you should be training your successor now because it takes about that long to pick up on it.

Anybody have any questions for me? I wish I had more time. I really did because we didn't get through half of the things I wanted to. But thank you all for having me.

Commissioner Brown-Crawford stated she will suggest to the mayor and city manager that Dr. Wilson give the training to all boards that the city selects.

Chester Wilson: Sometimes we just don't know, and we hire people like Rick to keep us in line, to tell us those things. But what I will tell you is, I conduct diversity training every month at the mayor's school. Every single month. Every month. I've been working with them for an entire year. It transcends beyond the walls to make sure that people just know. And if you can get people--like I say, the whole impetus here is just opening your mind to expand.

Commissioner Brown-Crawford stated that if a vacancy comes up on the board, she suggested that Attorney Gilmore have one-on-one time with the mayor on what's needed.

Chester Wilson: Can I say something on the record for that? Off the record. You all run the board. You're a powerful board. You all recommend what you need. It doesn't mean that he's going to listen, doesn't mean he's going to do it. But if you all come collectively together with a voice and say we need a Russian on the board, we need a 25-year-old--you gave some other categories, we need those categories on the board, you as a board are making that. Doesn't mean he has to listen, again.

Commissioner Brown-Crawford stated that people don't want to get involved with the board.

Chester Wilson: Very much so. Very much so. Because it's laborious. It's time. Have them come in and sit in board meetings. Have him come sit in board meetings and listen, you know?

Commissioner Brown-Crawford suggested Chester Wilson to be a board member.

Chester Wilson: Chester Wilson the fourth. Let's start with me. Yeah. But you know--yeah. You are saying that. But just try that, you know? Try that and be open to it and just do your part in terms of what you can.

Ms. Bates stated that Dr. Wilson was invited to the board retreat because two of the commissioners during the quarterly meeting wanted to have a presentation about board governance.

Chester Wilson: Thank you so much. I appreciate you all. And if there's anything I can do for you.

Commissioner Jamison asked Dr. Wilson if he was local.

Chester Wilson: I am. I'm very local. I'm right here in Volusia County. Yes, I can give you my card before I leave. And yes, I'll give you a card before I leave. Thank you all.

Commissioner Brown-Crawford asked to pause for everybody to get lunch. She asked Dr. Wilson to stay for lunch.

## **II. Procurement Review - Michael S. Gifford**

Ms. Bates asked Michael Gifford to share a little of his background.

Michael Gifford: Well, you've got my picture on my resume and everything now. Thank you. I see it there in front of me. Pardon me.

I was at the Las Vegas Housing Authority here in Nevada where I lived for 32 plus years. Las Vegas Housing Authority was rather large. It had well over 2,400 public housing units, 1,000 (INAUDIBLE) units. We had upwards at times of seven, 8,000 vouchers.

My spend in procurement while I was with the housing authority was typically about \$20 million a year. So, when I retired 13 years ago--actually, it's now 14, my--I've got something stuck in my throat. When I retired, I started doing consulting with housing authorities because a lot of people were calling me to help them.

Since then, I've helped many, many housing authorities with their procurement, everything from commenting on what they do, doing managerial reviews, to most recently HUD retained me to rewrite their HUD procurement guidebook. Not the handbook, but the guidebook. And then, I gave seminars--two-day seminars to eight HUD offices around the country. I just got back from New York about three, two this morning.

So, I'm quite experienced in procurement. I have a lot of-- I have 3,800 people on my website that follow me. I have a website where I give out information on procurement issues. And I do about--I field numerous calls every week from HUD folks.

So, I'm available for any kind of questions you might have. I'm--there's very little that I won't be able to probably answer now based on my experience. I trained--over the years, I've probably trained 40 different housing authority boards. I have trainings that I do anywhere from two or three hours--or three or four hours to a day that I've done for boards around the country. Usually, I do those onsite when I visit the housing authority.

So, I'm ready for any thoughts you may have. Would you like me to give you a brief overview about HUD procurement?

Ms. Bates said told Mr. Gifford yes.

Michael Gifford: Excellent. Now, I see on the screen, I see three people and I see hands with the fourth person. How many people are actually there right now?

Ms. Bates stated there are four board members and five staff persons.

Michael Gifford: Okay. Okay. HUD basically has its own rules for procurement for housing authorities. We do not

follow the federal acquisition regulations. We have a HUD procurement handbook that's about 200 pages long.

In addition to the handbook, we have a Code of Federal Regulations that we follow, 2 CFR 200.317 through 326. And HUD expects housing authorities to comply with these rules. Highlights of the rules are, there are certain forms that we have to use. There's a certain procedure that we must follow when we do quotes, bids, and RFBs, which are three different kind of solicitations.

We have--those procedures include that we have to do independent cost estimates before we receive bids, but I'll use the term bids for all over, bids, quotes, and RFB proposals. And then, we have to analyze the cost capital to make sure that contractors are responsive and responsible. And by the way, interrupt me at any moment if you have a question about anything I'm saying.

HUD does not tell us specifically what format to do our bids in, though in the handbook they give us recommendations. HUD is very concerned about certain issues that we do not break or violate. Issues such as, for instance, the two biggest ones are local only. HUD does not allow us to pick vendors based on the location of the firm. I only bring that up because there's a lot of housing authorities who believe that they want their local vendors



to receive the awards. And by the way, so do I. But we-- when I was at my housing authority, the vast majority of my awards went to local vendors, but we cannot use that as a decision factor.

And also, another one is--pertains to rules or laws. HUD wants us to follow the stricter federal rules compared to state rules. Now, in Florida, your attorney general has issued a notice exempting you from state procurement statutes. Terril, I believe that you are aware of that because we've talked about it. So, therefore, you will follow federal rules in most of your procurement procedures and policies.

Commissioner Brown-Crawford asked Mr. Gifford why Florida made that decision.

Michael Gifford: Yes. A number of states have done it. Alabama did it. The local governance statutes--local, meaning the state--require government agencies to follow a set of standards they publish, but because you have the federal rules, your attorney general has a rule that your federal rules will suffice. And by the way, I'm glad they did that because the federal rules give you, as a housing authority, more flexibility than your state rules will. For instance, state rules limit bids--advertised bids many states at 50 or \$100,000, but your federal rules limit it

at 250,000. So, that can give you, under certain circumstances, more flexibility. Although, all of my clients that I deal with, probably 100 clients a year and 25 of them, I deal on a day-to-day basis--week to week basis, I tell them I want you to do formal bids about \$50,000. But if they get into an emergency situation--if my client's in Florida, they can actually not advertise the bid but do a quote at lower than 250,000.

Ms. Bates stated that the board decision is 100,000.

Anything over 99,000 does require the formal bid and board approval.

Michael Gifford: I'm pleased with that rule. I think that that's--for an agency your size, I think that rule is just fine. Yeah. We should be doing formal advertised bids at that level. So, that's good. Good job by the board setting that level.

I also encourage housing authorities to use the internet to do their bidding rather than doing the old-fashioned way of paper bids. And all of my clients that I deal with day to day, I have a software and they do the bidding that way.

Okay?

Are there any specific things that I can talk about with the board where there's areas of concern?

Ms. Bates asked Mr. Gifford to discuss the RFP process.

Michael Gifford: Okay. That's good. Let me talk more about the three types of solicitations we do--or four types. We sometimes do quotes. Quotes are informal, meaning they are not advertised. And we get three quotes from vendors--at least three, and then we award based on the lowest cost as long as the vendor is responsive and responsible.

Responsive means they've complied with what we told them to do. And responsible means they've done--they're a company that we want to do business with. I have over my career eliminated a number of firms from receiving a bid award or a quote award because they were not somebody that had a good track record and that we wanted to do business with. Bids are formal and advertised. Bids also are awarded based on lowest cost. And that cost cannot be negotiated. The bid is what it is.

RFPs are something that we do where we have more flexibility. What we do is we do a competitive solicitation, and it is usually advertised in a paper. And we do a good outreach and we receive proposals back, then we rate those proposals based on a combination of cost and other factors, such as qualifications, experience, availability, and that sort of thing.

RFPs are typically done for professional services, and they are not done for construction. The HUD handbook, generally

speaking, prohibits an RFP for construction. However, the appropriate manner to do for construction--the appropriate solicitation is a quote or a bid where it's going to be a low-cost firm fixed fee award.

RFPs, though, we do when we hire consultants, when we hire an auditor, a fee accountant, an attorney. Any professional service we are typically going to do an RFP.

Commissioner Ivey asked Mr. Gifford why an RFP is not used for construction.

Michael Gifford: Well, first of all, in the handbook, they say so in section 72b. They say, except in extreme circumstances or special circumstances, RFPs are not appropriate for construction. But let me give you the practical answer why.

The practical answer is, is that housing authorities are required to do certain contract management things for construction projects. And if a construction contractor does not perform well, they're required to take action on them in a certain manner. However, what some housing authorities do is instead of doing the contract administration discipline with a contractor, they try to take care of it by eliminating the contractor later during an RFP process, and HUD says that is not appropriate. Also, with RFPs, because cost is only a factor--one of the many

factors, you tend to get higher prices from RFPs than you do bids.

I do use RFPs for lawn cutting and pest control, but I do not use them for trade services, such as construction, plumbing, electrical, and HVAC. For that reason, prices go up and people tend to apply them inappropriately. Go ahead, please.

Commissioner Ivey asked for clarity on RFPs. He asked Mr. Gifford if there is a development department if they could handle the construction process. He then asked Mr. Gifford how he would complete the process. Commissioner Ivey then asked Ms. Bates to explain how the housing authority did it.

Michael Gifford: The only construction projects that I allow my clients to do an RFP for are design build and general contractor/construction manager. Those are rather complex processes, and they require a lot of skill and experience on the part of the housing authority folks to be able to do them. I've done them. I didn't enjoy them, and I didn't think that they were appropriate.

However, if my client says, well, Mike, we're going to do an RFP, I simply write my client an email releasing me from all liability, all risk, and responsibility, and tell them that I strongly encourage them not to do an RFP.

Now, you stated that you are aware of somebody who did an RFP for construction. Perhaps it was this agency. Let me tell you my risk because I--the risk in my opinion because I have been through many, many audits with HUD with clients and even at my own large authority.

The risk is, if HUD ever determines that you did the RFP to inappropriately eliminate a contractor, that should've been addressed in a different manner. Or the risk is that if you paid more for the construction utilizing the RFP, was it justified, or would you have been better off doing an IFB to get a firm fixed fee driven price that would've been more cost efficient and effective? Those are the risks.

Commissioner Ivey asked what IFB is.

Michael Gifford: IFB is invitation for bids where you open bids publicly and the lowest cost may be the apparent low bidder. Then, in an IFB for construction, my people say, okay, Mike, so, now we've done the IFB and this contractor we didn't want wanted to, and I said, okay, then why don't you want to do business with them? Now, they said, they were terrible on the last job. They were horrible. They didn't get anything done on time. We had to keep telling them to get--you know, get moving to get the work done. They would delay all the time. And I would say, then, show me the notices to cure that you sent that contractor at the

time. I got you. You're giving me affirmation. Thank you. The notices to cure and where you even put the contractor on probation or where you told the contractor you cannot bid anymore. And they said, we're too busy. We didn't do that. And then, I say, then you're stuck because you didn't do the appropriate contract administration issues.

Ms. Bates stated that what the housing authority did a solicitation for was not construction but for a developer partner.

Michael Gifford: May I comment on that? The answer is yes. For a developer partner, the--it would include ensuing construction, we do RFPs. In fact, we sometimes even do RFQs. But with my clients, I encourage them to later--when I add a developer partner, I encourage them to still do a bid, a firm fixed IFB or bid later to retain.

Now, let me give you a danger, danger, Will Robinson type of moment. We have developer partners who have construction arms. And those developer partners said, oh, I will do the bid for you and I'm going to also turn in a bid, and if I win it, then I win the bid.

Wow. Do you know something? In all the developer partners I've worked with who did the bid for the housing authority, none of them ever lost that bid. I wonder--thank you. Thank

you for your reaction. You're laughing. Yes. Every single one of them won the bid.

Ms. Bates told Mr. Gifford that the housing authority is currently in an agreement with a company who was the contractor, the developer, the construction company, and the management company.

Michael Gifford: I will tell you that I believe HUD allows you to do it the way that you just described, but with my clients, I tell them I won't take part in it because your construction costs just skyrocketed. And in each case, they did. And how they got the other bidders to bid so high, I don't even want to know because some day it's going to blow up. I don't think that's what happened in your case. I don't know. But it can be a problem.

Commissioner Ivey asked Mr. Gifford how to streamline a process in order to do construction.

Michael Gifford: Did you say streamline it?

Commissioner Ivey stated that he understands procurement from the military side.

Michael Gifford: I got you.

Commissioner Ivey stated that this was different, though. He asked which process is easiest, IFB or RFB.

Michael Gifford: When it comes to--and I've done a lot of it. I've probably done over 1,000 bids in my career. Here's



the deal. Easy is a relative word. Government bids have a lot of documents because the documents protect you.

Which is the easiest? The easiest and quickest is an IFB, but sometimes people look at my IFBs and say, well, no, I want something easy. And I go, this is easy as I can go because there's so many HUD forms required and there's so much protection that you have to have.

I once had a housing authority call me who had just finished up a \$75 million project and they did an easy method, and they had a mess. And I said, but you wanted the process to be easy and you wanted to--and I know you're not saying this, by the way, Mr. Atkinson. I know you're not saying that. But that's what they did. They cut a lot of those forms out and made it easy on bidders. And then, when everything went bad, they had no protection and they had to litigate everything.

But let me give you one thought. I have a bid process for construction that I've done for 20--for \$15 million where when the bidder--in fact, I just got off a pre-bid in California that I have done just remotely. The job is going to be about 600,000. And the bidders were shocked that for them to respond to this bid, they only had to turn in a price online and fill out two documents, one two-pages, one four-pages, and turn those in.

Since you've done bids before, you know that construction bids--and everybody see me--come in this--my bid is six pages plus the bid bond.

This new method of bidding--which, by the way, I based on the state of Louisiana's bid procedure. This new way of bidding, which is fully compliant with HUD, only requires six pages, the bid bond, and the price online to be turned in. Then, the lowest bidder has to turn in all of that other stuff, but I don't make every bidder go through it out front. So, that's how over the years I have simplified the bidding process.

The bids still have to be out there at least 30 days. You still have to get three bids. You still have to answer addenda. You know what I mean? All of that stuff. Issue addenda.

Did just what I say help a little bit?

Commissioner Ivey stated it helped.

Michael Gifford: Yes. And you know what? IFBs, you only have to determine whether the contractor was responsive and responsible. With RFPs, you have to set up evaluation panels, discuss it, potentially even go to a best in finals process. An RFP easily could add 30 days or longer to the evaluation process.

With an IFB, we can do the evaluation process probably in 20 to 30 days. An RFP, it adds 30 days to that.

Ms. Bates asked Mr. Gifford to talk about professional services and when the housing authority can be involved in the selection of people beyond scoring.

Michael Gifford: Okay. I'm going to give you my thoughts on that. And whenever I quote a rule a lot, I'll tell you that now I'm quoting a citation. I, generally speaking, believe that boards need to stay off of--out of procurement issues unless it's an issue that has a direct effect on the board itself.

For instance, for a fee accountant and auditors, I generally recommend for a consultant that boards not take part in the process. It does--it can have a--what's the word? It can have the effect of compromising the process because board are not staffed.

However, when boards--when the housing authority does an RFP for legal services--and remember, your legal provider represents the board--I say, okay, that's one where I make an exception because the board wants to have input. And also, Terril, when you have a board member on, you need to give the rest of--buy-in for the rest of the board because they knew they had a representative there observe in the process. Okay?

But for lawn cutting and pest control and all that, I think the board needs to stay completely out of the process. That means that you can be informed what's going on, but any time you take part in it, it has the effect of influencing the process.

The developer partner, I always recommend that--we'll have one or two board members were on that RFP panel. However, once the work starts to do all the negotiation and everything, if the board has a competent executive director and if the board has hired competent legal counsel specifically for that issue, I usually tell the board I would be informed, I would give my opinion, but I would be hesitant to get too involved in the process because then the process can become political. You know what I mean? And by the way, I don't know anything about your board. So, I'm not sure you are. I'm just saying in many agencies, it can be. And it can slow it down.

Commissioner Ivey asked Mr. Gifford if the conflict is in the process of grading the RFPs.

Michael Gifford: Well, it depends on the issue. I did say that the board or portions of the board would be a part of it for the legal counsel and for the developer partner. But what other issues are we talking about? Are we talking about annual audit or fee accounting, procurement

consulting? If the board gets involved in all of those, it can slow the process down and it--those are items that the board is not administering.

See, the legal counsel, the board--I mean, do you have a legal counsel that comes to your board meetings?

Commissioner Ivey told Mr. Gifford that they do have legal counsel that comes to the meetings. He stated that if the board was a part of the process, discussions can be made during the process instead of approving things after a process has been done.

Michael Gifford: Well, let me give you--I got you. I got you. Let me give you my comments on that. When we get a developer, I--how long has this developer been here?

Commissioner Ivey told Mr. Gifford that he didn't want to get into the details.

Michael Gifford: But I have to to be able to answer the question.

Commissioner Ivey said it's been about a year.

Michael Gifford: Yeah. And when you first had the developer, did the developer meet with the board at a retreat or anything? And was there full discussion about where the board wanted to go?

Commissioner Ivey said to a degree, yes. But the housing authority wasn't part of the process of choosing

developers. He stated that once the committee selected the three choices, then a decision was made from the top three.

Michael Gifford: The board could've, if they wanted to, could've directed that they were part of that selection.

But most executive directors guide the board away from that because it does create issues for the board or staff.

The issues are--first of all, the board, if the board does an evaluation, they have to fill out all the forms just like anybody else and it has to be done just like staff would've done it. I mean, that could've been done. I don't know who the ED was at the time, but if the ED said this is the way we want to do it, I understand why, because they knew it was--maybe even because they talked with me and I said, okay, here's the problems that have come about.

Ms. Bates told Mr. Gifford that there were 15 proposals submitted and that they were made available for the commissioners to review. Commissioners were not asked to be on a panel.

Michael Gifford: Okay. Fifteen proposals is a lot.

Congratulations. Did the board like the firm that was eventually chosen? Do you feel--did you feel at that time that that was a good choice?

Commissioner Jamison stated she did not have a problem with the selections.

Michael Gifford: So--okay. So, if the board agreed that it was a good choice at the time, are we now having second thoughts because--and by the way, this is not an issue, a problem. It's just something that has to be addressed. Are we now having issues because it hasn't quite worked out the way we thought it would?

Commissioner Jamison doesn't think there's a problem.

Commissioner Ivey stated each board member has their own opinion. He stated he just wants to understand the process.

Michael Gifford: If the developer does a bid, I would think that you would want to bring that bid to the board to approve. A bid for the construction. If there's a competitive solicitation done, I think that that's what you would probably do.

But I--you know, once you've chosen the developer, I--my assumption is you've already got a contract negotiated with them. Who is the attorney that helped you with the contract negotiation?

Ms. Bates stated the attorney was Reno & Cavanaugh.

Michael Gifford: Then, you had one of the best. One of the most expensive, but one of the best. So, you know, you get what you pay for, I guess.

Commissioner Ivey stated that the contract is thorough and protects the agency. He stated he's wanting to understand procurement for future business.

Michael Gifford: Yeah. Who is the developer you have? The name of the firm.

Ms. Bates stated the developer is BGC Advantage.

Michael Gifford: Okay. I've heard of them. Yeah. You know, here's the thought process. Different housing authorities have the developers involved with the board at different amounts. That involvement usually takes the form of they give period--some housing authorities have every board meeting have the developer available via Zoom or in person to give a brief report of where they're at and that the board can say things. I just want to let you know, though, if the board holds everything for their approval, you can double or triple the time in getting anything done because that's the nature of democracy.

So many times, some of my housing authorities say--they tell their executive director, you keep us informed, you can poll the board and the board can give any opposition to what you're giving the information on. I have some developers who turn in reports periodically and they just report them out to the board and then the board comments. But when the board says hold on that issue, okay, that's



going to be a lot of time. And I'm not--I'm giving you thoughts. I'm not reacting to what you're saying. I'm just giving you thoughts. The more that--you have how many board members? Five? The more that decisions go from multiple staff to multiple board members as opposed to staff making those decisions, the much longer it's going to take you to get anything done.

Commissioner Jamison stated that she believes that sometimes you can have too many people involved in the decision making and that's where it fails. She believes commissioners will look at things from a personal point of view, while the staff will look at it from a technical point of view. Commissioner Jamison stated that if the commissioners are involved in the decision making, the process will take longer.

Commissioner Ivey stated he's focused more on the process. Commissioner Jamison asked Commissioner Ivey if he thinks at least one commissioner be involved in the process.

Commissioner Ivey stated only if they chose to. He doesn't want to sit on an RFP for toilet paper or lawn care.

However, he does for the million-dollar decisions.

Commissioner Brown-Crawford wants transparency.

Michael Gifford: Now, I have a couple of comments on that.

The risk in having commissioners on committees with staff

are severalfold. Number one, will staff--even though commissioners many times say, look, today, I'm just doing this evaluation with you, my experience and my investigation on all of them is staff felt intimidated. Usually EDs do not, but other staff do. And the--and I'm not saying that the commissioners meant to intimidate. In my housing authority, we finally just ended commissioners on all things because staff just couldn't get past it. Ms. Bates stated that staff had a panel come in and spent a couple of days reviewing and scoring each packet. Commissioner Ivey stated he just wanted to understand the process.

Ms. Bates stated that for all of the development projects that have had professional services solicited for, the board was aware that the solicitation was going out. The board was aware when responses came back in, and the packets were made available for commissioners. So, there was opportunity to review them. Ms. Bates stated that in her experience, it's better for the board not to sit on a developer panel.

Ms. Bates asked Mr. Gifford to talk about what the scores mean and what influence or input the board can have regarding professional services, such as attorneys or developer partners. Ms. Bates asked Mr. Gifford to help the

board understand what its role can be once the scoring is done.

Michael Gifford: I actually--I can comment on that, but I actually want to go back to the other statement. I do not recommend that you give people proposals that you take them out of your control and let them take them away for a week and do their evaluation and bring them back. That's not the way my clients do it. My clients set aside an afternoon in the board room, and they go in and they evaluate the proposals. They talk about them, and then they each do their own points independently. That's the way my people do it.

So, I don't--my clients do not take them away.

Ms. Bates told Mr. Gifford that the housing authority does that as well.

Michael Gifford: Okay. Very good. Now, what influence can the board have? Well, the board can do whatever it wants, but where does it create risk? If the panel comes together, does their evaluation and sends a recommendation to the board, if the panel does that, the evaluation committee, meaning through the executive director because the executive director is the one who agrees with the evaluation and presents it to you. It's very difficult

politically for--to change all of that information. Very difficult to change the award decision.

Once a committee--there has to be a reason why and if board members start saying well, this about this person, that about the person, that's doing things in public that's not--RFPs are evaluated in secret, away from the public eye. When we start evaluating in the public eye by changing committee evaluations, that becomes very problematic. I wouldn't say it's illegal. I would say, though, that it's very risky.

If you've got a board member on the panel and that board member--this is just for developer and legal because everything else, as we talked about, don't have any commissioners on it. But if you have a board member on the panel, then they were on the panel to ensure that they were pleased with the process, that the evaluation happened appropriately.

Commissioner Ivey asked Mr. Gifford if it is legal or okay if a commissioner evaluate the process of the panel.

Michael Gifford: Say that again. I didn't understand.

Commissioner Ivey asked Mr. Gifford if it is legal or okay if a commissioner evaluated the process while the panel is in their discussion.

Michael Gifford: You mean if the commissioner was an observer?

Commissioner Ivey stated yes.

Michael Gifford: Well, I call observers intimidators. I don't believe that that's appropriate.

Commissioner Ivey clarified with Mr. Gifford if you just want to observe the panel that it's intimidation.

Michael Gifford: I think it is, yes. That's my opinion. I don't think there's any legal thing about it. There's no rules. HUD doesn't explain all this. I'm just explaining it based on doing hundreds of RFPs.

Ms. Bates stated that while it may not illegal, but the perception that the staff person could have and could report could be a negative reflection on the board person. She stated that allegations could be made against the commissioner that would need to be defended against later. Ms. Bates stated it's more of caution.

Michael Gifford: Yes, I agree. It's just caution to not be there. But, you know, if the board wanted, the board could become the whole evaluation committee. I don't recommend it. But if they did, then the board takes the full responsibility for it.

Commissioner Ivey stated they didn't have time for that.

Ms. Bates stated that it's responsibility also because vendors could potentially file against the board as they have the right to protest the outcome of procurement.

Michael Gifford: Yeah. I agree with both--I'm agreeing with the gist of what you're saying. Boards are--board members are politicians. There's no way around it because they're politically appointed. And I'm not saying they're wrong in making their decisions. I'm just saying that their decisions are always viewed as being political. Now, unless they agree with staff's recommendation and then the protection that the board has is, the executive director, who is the board--who's the only person who answers to the board is the ED. That person has reviewed the process and is satisfied, has brought a recommendation that they feel, that the executive director has done that as the contracting officer.

Now, again, it does--it could potentially insert a little bit of politics and--if one board member goes on. But I've had some good results for one board member being on developer RFPs because the developer gives their opinions in the meeting about the goal. And usually, the goal the board wants and usually that works out well in evaluations. It's--the only time it works out poorly is when the board member strongly disagrees with what staff are saying. And

by the way, they're on the committee, so they have the right to do that. But will staff still make their recommendation otherwise? Many times, they do, but then it causes problems. There's my thoughts.

Ms. Bates asked Mr. Gifford to talk about professional services for the board developers. She stated that in a year or so, there will be an RFP for the board's attorney.

Michael Gifford: Okay. When it comes to the RFP for the legal counsel, legal counsel--I do a--I have sample RFPs for both national and local. Local includes evictions.

Ms. Bates asked Mr. Gifford to talk about why a housing authority will want to have representation by national counsel and local counsel.

Michael Gifford: Well, national counsel was your Reno & Cavanaugh for the developer, which you've already--I assume you did an RFP for that.

Ms. Bates stated she did, but asked Mr. Gifford to explain why a housing authority would want to do that.

Michael Gifford: Why would they what again? Say it again. I'm sorry.

Ms. Bates asked Mr. Gifford why a housing authority would want to have national counsel.

Michael Gifford: Well, some housing authorities also besides for development issues, we call that national

counsel because--but they also have it to deal with HUD related matters if there are HUD related matters. I have a number of housing authorities who have ongoing need to have an attorney help them with responses to HUD. That's about it. And those kind of attorneys are people like Reno & Cavanaugh, Coats Rose, Fox Rothschild. There's others. I can't remember all of them.

Ms. Bates told Mr. Gifford that Coats Rose is the housing authority's bond attorney.

Michael Gifford: Pardon?

Ms. Bates asked Mr. Gifford to talk about the process of what the board and staff should expect when the next RFP is done.

Michael Gifford: Okay. Some housing authorities actually divide board counsel from evictions. They actually divide the two of them into two lots. And staff--boards would evaluate along with the executive director would evaluate board counsel. And a separate evaluation would be for evictions or everyday items, like, evictions and--I have one housing authority who even divided off HR issues, you know, employee issues into a separate role. And I have RFPs for that where you could do that.

What role should the board play? Well, again, it's the board's decision. But the more the role the board plays,



the longer it takes, the more consensus that has to be garnered, and the board has to evaluate them exactly the same manner the staff do, with written evaluations and written justifications for how they arrived at their points. A lot of boards are not willing to do that. They say, no, I'll just tell you because they know writing creates risk. Wait a minute. Is--are there any attorneys on the board?

Commissioner Ivey stated that the housing authority has one.

Michael Gifford: Yeah. Well, the attorney knows what I'm talking about, writing creates risk. Yes. So, it's all depends on what the housing authority's pleasure is. I can have further discussions with your ED and give some recommendations, but I'd have to have more information before I can give a recommendation.

Ms. Bates stated they're a year away from having to go through the process. She stated that it's one of the professional services that the board does need to be involved in. Ms. Bates stated that the current contract has a monetary insertion, which she stated can be a problem because legal fees can't always be gauged.

Michael Gifford: Oh. Let me comment on that, please. We do legal counsel RFPs, whether it's for evictions or whether

it's for anything. For evictions, I have some firm fixed fees for warrant for possession and writing up the whole thing. We do them on an--legal counsel has always competed on an hourly fee basis.

Now, just to let you know, most all of my professional services RFPs have an award factor for cost of 30 percent. The only service that I lower that to 20 percent is for legal counsel. Why? Because we don't want cost to drive legal counsel as much. We can control the cost by how much work we allow them to do.

We do not do retainers for legal counsel. Why? Because if you--if legal counsel says I'll do all your legal work for 5,000 a month, number one, they never do. There's always extra charges.

Number two, HUD is going to make you prove that it was an appropriate amount. Meaning, you're going to have to track every single hour, which you have to do anyway. But then, you're going to have to go after the attorney for a month if they don't do any work in a month. And they'll say no, I have a retainer.

You know what? I don't do retainers. In my mind, they're not legal.

So, we do an hourly fee plus reimbursables, if necessary. Except in the evictions area. I have some firm fixed fees

in my sample where you can do them on a firm fixed fee basis.

Ms. Bates asked Mr. Gifford if there's anything that can be done about the current contract for legal counsel or just make the next contract better.

Michael Gifford: I don't know what the budget looks like. I don't know what they're charging.

Ms. Bates stated it's not what legal counsel is charging. She stated it's when the housing authority did the contract, there was a dollar amount assigned.

Michael Gifford: Oh. We assigned a not to exceed amount to every contract, but I also put in a clause that says I may not spend all of that money. It's only going to be on a task order basis that I assign work to you. And then, I put a clause in. If I have to--if I have need for more work, then I'll increase the not to exceed amount. But I'm controlling--I meaning Ms. Bates is controlling those expenditures based on task orders.

Ms. Bates asked Mr. Gifford what it would look like from a procurement perspective if the contract award was \$150,000 and things have happened, and the cost could be \$200,000 more.

Michael Gifford: It looks like that you issue a change order to the contract and increase it, but I need to

caution you. The original RFP had to say that it could be increased and the contract itself has to contain a clause that it could be increased.

Remember--it's like services I provide to housing authorities. A lot of them do a not to exceed \$20,000, and then I bill them \$140 an hour. And seldom do I ever reach the 20,000. And they say, do I owe you the rest of the money? I go, no. You didn't give me assignments to earn that money.

But sometimes they do it for 5,000 and then they give me assignments to take above it. I said, either exceed the contract or my services are--excuse me. Either amend the contract or my services are over. But you have to state all of that within the RFP and within the contract.

And I don't know if your former RFP did that. Many housing authorities do not. That's why I give away all of my samples for no charge. I give them for free to every housing authority. And they can take it and utilize it. These are all great questions.

Ms. Bates thanked Mr. Gifford for attending the meeting. She stated that Mr. Gifford did not bill for the session.

**III. HACDB Organizational Chart** - Ms. Bates stated that during a quarterly meeting, Commissioner Jamison wanted to see what the organization looks like and what the positions are. Ms.

Bates stated that the organizational chart is not the best place to list staff names. Commissioner Brown-Crawford stated she would like names as well. Ms. Bates said she would find another way to provide names.

Ms. Bates stated that each property has a manager and an assistant manager.

Commissioner Jamison stated that all property managers should be on the same level on the organizational chart.

**IV. Tour date for HACDB Properties** - Commissioner Brown-

Crawford stated that someone suggested taking a tour of the properties to see where everything is located. Ms. Bates asked commissioners to pick a date for the tour. A 12-passenger van will be rented so commissioners can be socially distanced. Commissioner Brown-Crawford stated she received permission to use a local church 20-passenger van. Ms. Bates stated that due to insurance purposes, a van should be rented.

It was decided on March 26th at 8:30 for the tour.

Ms. Bates told the commissioners that she received a public records request for the name and email address of each person currently serving as a commissioner for the housing authority of the city of Daytona Beach and the name and email address of the custodian of company records, which would be Terril Bates. Commissioner Jamison asked who asked

for the information. Ms. Bates stated a records management requested information. She asked the commissioners to contact Attorney Gilmore if they receive anything in email. Commissioner Brown-Crawford stated that the board needs to start discussion on what's going to happen when Ms. Bates leaves. At the next retreat, there will be a workshop about what to do and how to do it.

Ms. Bates asked about the next retreat date. Commissioner Brown-Crawford stated that the next meeting needs to be in April. Commissioner Ivey would like the date to be in April.

Commissioner Brown-Crawford stated that on April 16th, the development meeting will start at 9:00. Then, from that meeting, there will be a break, and then into the regular board meeting. Once the regular board meeting is done, there will be a working lunch, and then on to the retreat. Ms. Bates told the commissioners that if there's items they want on the retreat agenda to let her know.

**V. Board Meeting Time - Commissioner Brown-Crawford -**

Commissioner Brown-Crawford brought up the board meeting time because as the meetings are in the middle of the day, it can cause issues for commissioners who are still working. She suggested moving the meeting time to 4:00 or 5:00 in the afternoon. Commissioner Jass asked about staff

coming to the meeting at that time. Ms. Bates stated that staff would still come to the meeting, as they're salaried employees.

Commissioner Jass stated she prefers daytime meetings due to a medical condition that she has. Commissioner Brown-Crawford asked for meetings to be later in the day.

Commissioner Jass stated that someone needed to speak to Chair Daniels about changing the time of day for meetings. Commissioner Brown-Crawford asked Ms. Bates to speak with him about the meeting time. Commissioner Ivey suggested bringing it up in the next meeting.

**VI. Vernon Street Lots - Commissioner Ivey** - Ms. Bates stated that discussion about the Vernon Street lots would only include the single lots. Ms. Bates suggested first starting with Rose Street. She asked Ms. Lennard to show the lots on the map. Commissioner Brown-Crawford stated that the diagrams don't help her, which is why she wants to take a tour. Ms. Bates told Commissioner Brown-Crawford that it would be good for her to get used to seeing diagrams because it's part of the development process. Commissioner Brown-Crawford stated that once she sees the lots, she believes the diagrams will make better sense. Ms. Bates stated she could print off the maps and have them available for the tour. Commissioner Brown-Crawford liked

the idea of having the maps on the tour and pointing out which street or landmark is on the map. Ms. Bates stated she will print out the maps and have them available for the tour.

Commissioner Ivey asked Ms. Bates about her plan for Vernon Street. Ms. Bates stated there was a discussion about partnering with someone or doing a solicitation for a partner to build on the Vernon Street lots. There are five lots, at about \$150,000 each, which would be a total of \$750,000. She stated the housing authority shouldn't build on two lots because it would devalue the remaining three lots. The HOPE VI money is about \$1 million.

The long-term goal would be to sell the homes and get the money back to reinvest somewhere else. There isn't enough money to do it all. Ms. Bates stated the commissioners need to decide what they would like to do.

Commissioner Jass asked if the other home values would be taken into account when building. Ms. Bates stated it is not taken into account because the other homes are older, and the new lots would be new construction. She said new construction should uplift the community around it.

Commissioner Ivey asked about the impact fees on the Vernon Street lots. Ms. Lennard stated that she's been in contact with the city. Ms. Bates stated there needs to be surveys,



updated appraisals, and environmental reports on all properties, not just Vernon Street. Commissioner Ivey stated that the information should be available on Vernon Street.

Commissioner Brown-Crawford stated that she doesn't think doing three meetings in one day on April 16th is a good idea.

**VII. Adjourn** - Commissioner Brown-Crawford made a motion to adjourn the retreat. Commissioner Jass seconded the motion.

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