



**MIAMI-DADE COUNTY
FINAL OFFICIAL MINUTES
Miami-Dade Economic Advocacy Trust (MDEAT)**

Stephen P. Clark Center
111 Northwest 1st Street
2ND Floor Conference Room
Miami, Florida 33128

August 19, 2015
As Advertised

Harvey Ruvlin, Clerk
Board of County Commissioners

Christopher Agrippa, Director
Clerk of the Board Division

Zorana Gainer, Commission Reporter
(305) 375-3570



**CLERK'S SUMMARY AND OFFICIAL MINUTES
MIAMI-DADE ECONOMIC ADVOCACY TRUST
BOARD MEETING OF AUGUST 19, 2015**

The Miami-Dade Economic Advocacy Trust (MDEAT) convened its meeting in the 2nd Floor Conference Room of the Stephen P. Clark Building, 111 Northwest 1st Street, on August 19, 2015, at 3:30 p.m., there being present: Chairman Cornell Crews, Dr. Larry D. Capp, Mr. Kareem Coney, Mr. Sheldon Edwards, Mr. Craig Emmanuel, Dr. Steve Gallon III, Ms. LaTonda James, Ms. Charlotte Pittman, Mr. Elbert Waters, and Ms. Katrina Wright. (Ms. Althea Harris was late; Ms. Michelle LaPiana, Ms. Cheryl Mizell, Mr. Ruban E. Roberts and Mr. Brian Williams were absent).

The following staff members were present: Executive Director John Dixon, Mr. Eric Johnson, Mr. Jose Gonzalez, Ms. Traci Pollock, Mr. William Simmons; Assistant County Attorney Terrence Smith and Deputy Clerk Zorana Gainer.

Chairman Crews called the meeting to order at 3:43 p.m.

Mr. Dixon noted that Ms. Mizell, Mr. Roberts and Mr. Brian Williams would be absent from today's (8/19) meeting and asked that these members be recorded as excused.

DISCLOSURE OF CONFLICTS OF INTEREST

QUERY FOR EARLY DEPARTURES

Mr. Edwards, Mr. Waters and Dr. Capp noted they would depart today's (8/19) meeting early.

PUBLIC COMMENTS

APPROVAL OF AGENDA

It was moved by Dr. Capp to approve today's agenda. This motion was seconded by Ms. Wright and upon being put to a vote, passed by a vote of 10-0 (Ms. Harris, Ms. LaPiana, Ms. Mizell, Mr. Roberts and Mr. Williams were absent).

Mr. Dixon indicated that he wanted to add the Code of Conduct to today's agenda.

Chairman Crews asked that the Code of Conduct be added under the Chairpersons Report section of the agenda.

It was moved by Dr. Larry Capp to add the Code of Conduct to today's (8/19) agenda. This motion was seconded by Ms. Katrina Harris and upon being put to a vote, passed by a vote of 10-0 (Ms. Harris, Ms. LaPiana, Mr. Mizell, Mr. Roberts and Mr. Williams were absent).

APPROVAL OF MEETING MINUTES

Dr. Gallon inquired about meeting minutes from prior meetings; he expressed concern regarding the minutes not being prepared.

Mr. Dixon apprised the Board that minutes are taken by the Clerk's office, however sometimes minutes were not received by the following meeting.

Mr. Waters inquired whether they could receive an abbreviated summary regarding the topics of discussion during the meetings held.

Assistant County Attorney Smith explained that the ordinance required that a Clerk attend MDEAT meetings due to the Sunshine Law; however traditionally advisory boards have a staff member to take minutes at their meetings. He further explained that the Clerk of the Board of County Commissioners priority was the BCC and the Clerk would prepare a summary of what took place at the meeting but not a verbatim summary. He encouraged staff to volunteer to take notes at the next meeting and create a summary regarding what took place at the meeting.

I. BOARD ACTION ITEM

A. SAILBOAT COVE WRITE-OFF

Mr. Dixon gave a brief history regarding Sailboat Cove. He explained the intent of this item was to obtain the Trust acknowledgement and approval for the actual official write-off by Miami-Dade County Finance Department of a \$1 million loan to Sailboat Cove Ventures, LLC by the Metro-Miami Action Plan (MMAP) Trust, now known as Miami Dade Economic Advocacy Trust (MDEAT).

Dr. Gallon expressed concern regarding taking action on a write off from Fiscal Year 2011-2012 and pointed out that the record would reflect that this Trust wrote off \$1 million; he inquired whether or not there was a lien once this loan went into default and had MDEAT taken any action to uphold the lien on the defaulted amount.

With regards to Dr. Gallon's inquiries, Mr. Eric Johnson explained write-off procedures in detail and pointed out that it was mandatory that the Trust approved this write-off.

Following further questions and concerns from the Trust regarding the amount of the write-off and whether any action was taken regarding the default, Assistant County Attorney Smith explained that during the foreclosure action, court action had been taken and a settlement was made and approved by the Trust; the principle mortgage holder was granted title and eventually sold the property.

In response to Mr. Waters' concerns regarding public perception of MDEAT writing off \$1 million and whether this would become detrimental to the agency's budget moving forward, Mr. Dixon replied that the receivables to expense write-off for bookkeeping purposes had already occurred therefore had no adverse effect to MDEAT current Documentary Surtax funds or balance. He reiterated this write-off had no impact on the current budget.

Chairman Crews concurred with Mr. Waters' comments regarding public perception however, noted that this had to be done.

Assistant County Attorney Smith explained that this item was before the board as they had been delegated certain authority that was traditionally handled by the Board of County Commissioners (BCC). He further explained that normally the Finance Department would prepare an item for write-offs, submit it to the BCC and the item would be approved. He noted in an effort to close out the books for the County action needed to be taken on this item.

Dr. Gallon expressed his concern regarding taking action on and executing an item that should have been executed in 2010. He pointed out that he felt there was not sufficient information regarding due diligence on the foregoing item.

Following Dr. Gallon's comments Assistant County Attorney Smith apprised Trust members that they could amend the foregoing item to include any documentation they wished and vote upon the item as amended once the information was reviewed by Trust members.

Dr. Gallon suggested the following amendment, that the foregoing agenda item reflects due diligence conducted by MDEAT staff, the position that was taken regarding the \$100,000 that was received.

Mr. Waters suggested adding to the amendment a chronology of all actions relating to the Sailboat Cove write-off.

Dr. Gallon further expressed his concern regarding taking action on an incomplete document and requested that staff returns with the information regarding what occurred with the Sailboat Cove write-off.

Mr. Waters inquired whether it was possible to table the foregoing proposed agenda item in an effort to give each board member an opportunity to receive the new information and review the information regarding the Sailboat Cove write-off and be prepared to take action at the next board meeting.

It was moved by Dr. Gallon to table the foregoing agenda item and request staff to prepare all relevant information regarding the history and a chronology of the action on this item and present it at the next Trust meeting. This motion was seconded by Mr. Waters and upon being put to a vote, passed by a vote of 11-0 (Ms. LaPiana, Ms. Mizell, Mr. Roberts and Mr. Williams were absent).

Mr. George Ray III (past Trust member) requested to speak as a member of the public regarding his removal from the Trust. He expressed concern regarding the letter he received regarding not being re-appointed to the Trust and stated that the letter did not show any authority to remove him from this Trust.

Responding to Mr. Ray's comments Chairman Crews indicated that Mr. Ray had arrived to the meeting well after the reasonable opportunity was given for members of the public to express their concerns; he asked that Mr. Ray conduct himself accordingly and appropriately.

Subsequently, upon the request of Dr. Gallon, Chairman Crews explained that Mr. Ray was no longer a Trust member. He further explained that after the previous Trust meeting, he discussed this matter with Mr. Ray and a letter had been forwarded regarding him not being re-appointed to the Trust. Chairman Crews pointed out that Mr. Ray was able to attend the meeting as a member of the public and place his comments on the record during the opening of public comments; however Mr. Ray arrived late and had missed the appropriate time to be heard as a member of the public. Chairman Crews also indicated that Mr. Ray's behavior was inappropriate.

Assistant County Attorney Smith explained that Trust members were volunteers and it was at the discretion of the BCC to appoint members to this Board. Mr. Smith noted that Mr. Ray's term had expired, the BCC took action to appoint members to this Board to fill all 15 seats and Mr. Ray was not re-appointed to the Trust.

B. CODE OF CONDUCT

Chairman Crews noted that a copy the Code of Conduct was issued at the orientation session and was e-mailed to each Trust member as well.

It was moved by Dr. Capp to approve the Code of Conduct. This motion was seconded by Mr. Edwards, and upon being put to a vote passed by a vote of 11-0 (Ms. LaPiana, Ms. Mizell, Mr. Ruben Roberts and Mr. Williams were absent).

II. INFORMATION ITEM

A. New Board Member Orientation Session: Part II

Mr. Emmanuel requested that the Orientation Session be held at the end of the meeting in an effort to allow the Trust members that had to make an early departure to vote upon any further action items and to hear/receive the remaining reports and updates listed on today's agenda.

III. Advocacy Items – Committee Updates

A. EDAC Update

Mr. Dixon noted on September 18, 2015 the Economic Summit will be held at Miami-Dade College's Wolfson Campus. He noted each Trust member will receive an e-mail with the details of the summit. He noted the summit included giving an update on the achievements that the agency had accomplished over the past year along with its partners; also Targeted Urban Areas (TUA) presentations among development projects and entities throughout Miami-Dade County; and a Community Roundtable, where leaders and the community will discuss youth, economic development and housing.

Mr. Dixon apprised Trust members that of the continuation of the Business Breakfast Series, noting that last year MDEAT had created a Memorandum of Understanding (MOU) with the Small Business Administration (SBA) in which small business owners within TUAs were informed regarding loan opportunities and how to grow their businesses. Mr. Dixon noted that the North Central Coalition asked MDEAT to host a business breakfast regarding growing economic development in the North Central area; the Business Breakfast took place in June and these organizations wanted to present their priorities to the Deputy Mayor. Mr. Dixon pointed out that his concern was whether these organizations all had the same priorities before discussing them with the Deputy Mayor. He stated that MDEAT served as a conduit to organize these groups. The next portion of this series will be held on September 2, 2015 at the Arcola Lakes Library and individuals from the aforementioned organizations will serve as a steering committee to seek the common priorities.

V. EXECUTIVE DIRECTOR'S REPORT

VI. DEPARTMENTAL MONTHLY REPORTS

Mr. Dixon advised the Trust that the agenda package usually contained a copy of the monthly reports however, he apologized that there was not an agenda package available for this meeting and staff would give a brief update of the reports.

Mr. Jose Gonzalez noted that the BCC's First Budget Hearing would be held on Thursday, September 3rd 2015 at 5:01 p.m. and the Second Budget Hearing was scheduled to be held on Thursday, September 17th, 2015 also at 5:01 p.m. Mr. Gonzalez provided an overview of MDEAT's budget.

Following comments regarding the budget, Dr. Gallon stated that upon reviewing an outline of the budget, he noticed several line items in the red; he suggested having an oral financial report at each Trust meeting and it should reflect cash flow and expenditures.

Chairman Crews informed Dr. Gallon that monthly budget reports were presented at each Trust meeting, however there was not one included with today's agenda package due to the length of the orientation presentation time.

Ms. James gave an update regarding the Youth Attorney Training and Conference. She noted the YAC Committee had hosted approximately 140 youth at the annual Youth Attorney Training and Conference. Ms. James urged Trust members to support and attend events in the future.

ADJOURNMENT

Hearing no further business to come before the Trust, the meeting was adjourned at 4:54 p.m.



Chairman Cornell Crews
Miami-Dade Economic Advocacy Trust



Miami-Dade Economic Advocacy Trust
August 19, 2015

Prepared by: Jill Thornton

EXHIBITS LIST

NO.	DATE	ITEM #	DESCRIPTION
1	08/19/2015		MDEAT August 19, 2015 Meeting Agenda Package
2	08/19/2015		MDEAT – Code of Conduct
3			
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			
16			
17			
18			
19			
20			

MDEAT

Miami-Dade Economic
Advocacy Trust 

Working Together for Economic Change

BOARD OF TRUSTEES MEETING

August 19, 2015

Agenda

PARKING VALIDATION LOCATIONS

Cultural Arts Center Garage | 50 NW 2 Avenue | Miami, FL 33130
Before exiting the garage, please remember to get your ticket validated at the
information window on the first floor.

Hickman Garage (Garage 5) | 270 NW 2 ST | Miami, FL 33130



MEETING NOTICE

MIAMI-DADE ECONOMIC ADVOCACY TRUST

TRUSTEE BOARD MEETING

DATE: Wednesday, August 19, 2015

TIME: 3:30PM

LOCATION: Stephen P. Clark Center
Commissioners Conference Room, Second Floor
111 NW 1 Street | Miami, FL 33128

***The MDEAT Board Meetings are governed in accordance with
Miami-Dade Board of County Commissioners Rules of Procedures.***

Rules of Decorum for Miami-Dade Economic Advocacy Trust Meetings

Any person making impertinent or slanderous remarks or who becomes boisterous while addressing the board of Miami-Dade Economic Advocacy Trust, shall be barred from further audience before the board by the presiding officer, unless permission to continue or again address the board be granted by the majority vote of the board members present. No clapping, applauding, heckling or verbal outbursts in support or opposition to a speaker or his or her remarks shall be permitted. No signs or placards shall be allowed in the board meeting. Persons exiting the board meeting shall do so quietly.

The use of cell phones in during the Miami-Dade Economic Advocacy Trust meeting is not permitted. Ringers must be set to silent mode to avoid disruption of proceedings. Individuals, including those on the dais, must exit the meeting to answer incoming cell phone calls.

Miami-Dade County provides equal access and equal opportunity and does not discriminate on the basis of disability in its programs or services. If you need a sign language interpreter or materials in accessible format for this meeting, please contact Angela Vaughns at 305.375.5661 or angiev@miamidade.gov at least five days in advance.



MIAMI-DADE ECONOMIC ADVOCACY TRUST

BOARD MEETING AGENDA

Wednesday, August 19, 2015 | 3:30 PM

STEPHEN P. CLARK CENTER | 111 NW 1 STREET | MIAMI, FL 33128

COMMISSIONERS CONFERENCE ROOM, SECOND FLOOR

Roll Call

- **DISCLOSURE OF CONFLICTS OF INTEREST**
- **QUERY FOR EARLY DEPARTURES**
- **PUBLIC COMMENTS**
- **APPROVAL OF AGENDA**
- **APPROVAL OF MEETING MINUTES**

I. Board Action Item

- A. Sailboat Cove Write-off

05

II. Information Item

- A. New Board Member Orientation Session: Part II

***(Please remember to bring your orientation book provided on July 25, 2015)
No additional copies are available***

III. Advocacy Items – Committee Updates

IV. Chairperson's Report

Added item → A. Code of Conduct

V. Executive Director's Report

VI. Departmental Monthly Reports

Next Meeting:

September 16, 2015 | 3:30PM | Stephen P. Clark Center, 111 NW 1 ST, Miami, FL 33128

Adjournment

ACTION ITEM I A

SAILBOAT COVE WRITE-OFF



**MIAMI-DADE ECONOMIC ADVOCACY TRUST
MEMORANDUM OF APPROVAL**

TO: Miami-Dade Economic Advocacy Trust Board Members
FROM: John Dixon, Executive Director
DATE: August 14, 2015
SUBJECT: Sailboat Cove Ventures, LLC Write-off

PURPOSE OF ITEM

This request is to obtain MDEAT Board acknowledgement and approval for the actual official write-off by Miami-Dade County Finance Department of a one million dollar (\$1MM) loan to Sailboat Cove Ventures, LLC by Metro-Miami Action Plan Trust (MMAP), nka Miami-Dade Economic Advocacy Trust (MDEAT).

BACKGROUND

- The aforementioned loan closed on September 30, 2005 with the mortgage (security instrument) being recorded on November 9, 2005. Interest only payments were required with no principal balance payments during the loan term.
- Quarterly interest payments of \$7,500.00 (3% of principal balance, payable quarterly) were made through September 30, 2008, and additional interest payments made until March 2009. Initial closing fees were also paid along with a \$5,000.00 extension fee in October 2007.
- MMAP sent a "Notice of Default" in October 2008, with Mercantil Commercebank (the 1st mortgage holder with construction loans totaling \$11,565,159.00), then MMAP filing default complaints in March and April 2009 respectively.
- Mercantil Commercebank filed a foreclosure action on June 9, 2009, the "Final Summary Judgment of Foreclosure" was issued August 26, 2010 and the "Certificate of Title" was issued to Mercantil Commercebank on November 10, 2010 (recorded November 24, 2010).
- Mercantil Commercebank has since sold the property to another developer with new/ continued construction and sales occurring.

FISCAL IMPACT TO AGENCY

The receivables to expense write-off for bookkeeping purposes has already occurred so there is no adverse effect to MDEAT current Documentary Surtax funds or balance. Official MDEAT Board write-off approval is required to "close the books" on this transaction.

RECOMMENDATION

It is recommended that the MDEAT Board approve the write-off request of a one million dollar (\$1MM) loan to Sailboat Cove Ventures, LLC by Metro-Miami Action Plan Trust (MMAP), nka Miami-Dade Economic Advocacy Trust (MDEAT).

INFORMATION ITEM I A

NEW BOARD MEMBER ORIENTATION SESSION PART II

(PLEASE REFER TO THE ORIENTATION MANUAL PROVIDED ON JULY 25, 2015)

MDEAT

Miami-Dade Economic Advocacy Trust

CODE OF CONDUCT

Meetings are conducted according to Robert's Rules of Order and governed by **Miami-Dade Board of County Commissioners Rules of Procedure** Article 6 Section 6.05 (Rules of Decorum) and Article 7 Section 7.01 (Rules of debate). The length of time a board/committee member or member of the public is allowed to speak may be limited. Use of cell phones or other mobile devices are also restricted.

Each board/committee member shall cooperate with the presiding officer in preserving order and decorum; no member shall delay or interrupt the proceedings, or disturb any member while the member is speaking, except that the presiding officer may interrupt for the purpose of calling a member or members to order.

Members should be aware that they serve the interest of the **Miami-Dade Economic Advocacy Trust** (MDEAT) community as a whole. Members do not serve private or personal interests, and shall endeavor to treat all persons, issues and business in a fair and equitable manner.

Members, when voting on allocation of funding, must vote in accordance with the Miami-Dade County Commission on Ethics and Public Trust's ruling: *"...the Partnership member may vote on funding recommendations affecting a service category in which they are a provider as long as the member is not the sole provider in the particular category and the recommendation does not provide amounts or percentages among the providers in a particular area."* In the event a member has a conflict, the member shall abstain from the vote and step outside of meeting room prior to the vote. The member shall return to the room after the remaining members have voted.

**All members must comply with
Florida's Government in the Sunshine Law and Public Records Act.**

Presiding Officer Duties:

1. The presiding officer is responsible for the orderly conduct of business at each meeting and shall preserve order and decorum.
2. The presiding officer shall ensure board or committee business is conducted efficiently by enforcing the rules of debate; the presiding officer shall not monopolize discussion.

Governance Rules:

1. Remarks are addressed to the presiding officer of the board/committee, not to individual members. Members of the board/committee may speak in turn as recognized by the presiding officer.
2. Members of the public may be permitted to address the board/committee as appropriate and as recognized by the presiding officer.
3. When more than one individual requests the floor, the presiding officer shall establish a queue.
4. Time limits for speaking may be enacted with a majority affirmative vote of members present.
5. The presiding officer may restrict an individual from speaking when the individual's comments are repetitive or not germane to the issue. Restrictions shall not be applied so as to limit the public's right to participate.
6. Board/committee members may overturn a decision of the presiding officer by a majority vote.

General Conduct:

1. Electronic communication devices shall be set on mute or vibrate.
2. At no time shall the presiding officer, board/committee member, or member of the public engage in any personally offensive or abusive remarks.
3. Members shall inform themselves on issues, listen attentively to discussion, and review relevant materials distributed prior to meetings.
4. There shall be no interruptions and no private conversations while business is conducted.
5. The presiding officer shall call any member to order who violates any section of this code of conduct. If a member is called to order while speaking, that person shall cease speaking until the question of order is determined.

Role of Staff:

Staff is present to assist the process, the presiding officer, board/committee members and members of the public. Support personnel are entitled to be treated with courtesy and respect.

Members shall agree:

1. To refrain from engaging in improper or illegal voting on board/committee matters.
2. To refrain from engaging in improper or illegal representation as an agent of the board on fiscal, legal and/or other board/committee matters.
3. To refrain from engaging in fighting, threatening behavior and other gross violations of proper conduct at board/committee meetings.
4. To refrain from receipt of gifts, favors or promises of future benefits.
5. To refrain from engaging in any breach of the public trust.
6. To comply with the attendance requirements and other board requirements, as provided for in Section 2-1102 of the **Code of Miami-Dade County** and further set forth herein.
7. To refrain from engaging in any negligent or criminal activities in the performance of any duty assigned to them by law.

Any person who violate this code of conduct shall be called to order by the presiding officer; failure to comply with the call to order shall result in the presiding officer putting the question, no amendment, adjournment or debate allowed, that such member be ordered to leave the meeting. If the motion carries by majority vote, the presiding officer shall order the member to leave for the remainder of the meeting. Persons called to order who agree to follow proper procedure may remain with a majority vote of members present. Other actions, including but not limited to recommendations to the Miami-Dade Board of Commissioners (BCC) for the removal of board members and removal of non-board members, shall be considered by the board.

I affirm that I have read, understand and shall abide by the Miami-Dade Economic Advocacy Trust (MDEAT) Board Code of Conduct.

Signature

Date

Printed Name

