



# MEETING AGENDA

Please be advised that the **RIVER TO SEA TRANSPORTATION PLANNING ORGANIZATION (TPO) EXECUTIVE COMMITTEE** will be meeting on:

**DATE:** WEDNESDAY, FEBRUARY 15, 2023  
**TIME:** 9:00 A.M.  
**PLACE:** RIVER TO SEA TPO CONFERENCE ROOM  
 2570 W. International Speedway Blvd., Suite 100  
 Daytona Beach, Florida 32114

**NOTE:**  
 A Microsoft Teams Meeting has been established for remote participation.

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**Executive Committee Meeting**  
 Wednesday, February 15, 2023  
 9:00 a.m. EST

[Click here to join the meeting](#)

Meeting ID: 281 937 052 209

Passcode: QA7GcT

[Download Teams](#) | [Join on the web](#)

Or call in (audio only)

+1 561-484-5911 654259728# United States, West Palm Beach

Phone Conference ID: 654 259 728#

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**DeLand Mayor Chris Cloudman, Chairperson Presiding**

**AGENDA**

- I. CALL TO ORDER/ROLL CALL/DETERMINATION OF A QUORUM
- II. PUBLIC COMMENT/PARTICIPATION
- III. BUSINESS ITEMS
  - A. **Review and Approval of River to Sea TPO Lease Termination Agreement** *(supporting documentation will be provided under separate cover)*

**III. BUSINESS ITEMS** *(Continued)*

**B. Review and Approval of River to Sea TPO Temporary Office Lease** *(supporting documentation will be provided under separate cover)*

**C. Review and Approval of February 1, 2023 Executive Committee Minutes** *(Enclosure, pages 3-8)*

**IV. STAFF COMMENTS**

**V. EXECUTIVE COMMITTEE MEMBER COMMENTS**

**VI. ADJOURNMENT**

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Individuals covered by the Americans with Disabilities Act of 1990 in need of accommodations for this public meeting should contact the River to Sea TPO office, 2570 W. International Speedway Blvd., Suite 100, Daytona Beach, Florida 32114-8145; (386) 226-0422, extension 20416, at least five (5) working days prior to the meeting date.

If any person decides to appeal a decision made by this board with respect to any matter considered at such meeting or hearing, he/she will need a record of the proceedings including all testimony and evidence upon which the appeal is to be based. To that end, such person will want to ensure that a verbatim record of the proceedings is made.

The River to Sea TPO does not discriminate in any of its programs or services. To learn more about our commitment to nondiscrimination and diversity, visit our Title VI page at [www.r2ctpo.org](http://www.r2ctpo.org) or contact our Title VI/Nondiscrimination Coordinator, Pamela Blankenship, at 386-226-0422, extension 20416, or [pblankenship@r2ctpo.org](mailto:pblankenship@r2ctpo.org).

**Executive Committee  
Meeting Minutes  
February 1, 2023**

**Members Physically Present:**

Mayor Chris Cloudman, Chairperson  
Mayor David Alfin  
Vice Mayor Bill O'Connor  
Mayor Bill Partington  
Vice Mayor Reed Foley  
Vice Mayor Eric Sander  
Council Member Danny Robins

**Representing:**

DeLand  
Palm Coast  
Orange City  
Ormond Beach  
Port Orange  
South Daytona  
Volusia County

**Others Physically Present:**

Debbie Stewart, Recording Secretary  
Colleen Nicoulin  
Mariel Lemke  
Zach Chalifour

**Representing:**

TPO Staff  
TPO Staff  
TPO Staff  
James Moore & Company

**Others Virtually Present:**

Pam Blankenship  
Maryam Ghyabi

**Representing:**

TPO Staff  
Ghyabi Consulting

**I. Call to Order / Roll Call / Determination of Quorum**

The meeting of the River to Sea Transportation Planning Organization (TPO) Executive Committee was called to order at 9:00 a.m. by Chairperson Chris Cloudman. It was determined that a quorum was physically present. The meeting was held in a hybrid format with remote participation provided; seven voting members were physically present.

**II. Public Comment/Participation**

There were no public comments.

**III. Business Items**

**A. Review and Provide Direction on Virtual Meeting Participation**

Chairperson Cloudman stated the TPO adopted a new policy at the beginning of COVID that allowed us to take advantage of a Governor's emergency executive order that allowed virtually meetings; it stated that during extenuating circumstances remote participation was allowed. We are three years out from COVID and it is time to revisit that policy; if moving forward we will continue to allow remote participation. If so, it should not be tied to COVID.

Ms. Nicoulin explained that the Governor's executive order allowed 100% remote participation; when that executive order expired, the TPO was required to have a physical quorum present to allow remote participation. The TPO amended its bylaws to incorporate the provision of having a physical quorum present and allowing remote participation via extenuating circumstances which must be voted on by members physically present. COVID has been the justification for allowing remote participation; however, justification for COVID and social distancing is more difficult. She noted that the TPO has had more public and committee/board member participation with this policy. Moving forward, we can still allow remote participation if there is an extenuating circumstance; each member attending remotely will need to identify what their extenuating circumstance is; it will be up to the board/committee physically present to agree to allow remote participation or not.

Members discussed the policy and noted virtual meetings are the way of the future. It was explained that a physical quorum is required by the state; the requirement was suspended during the state of emergency but is

now required again. Action cannot be taken on any items without a physical quorum present. They discussed what other TPOs in the state do; some TPOs continue to have remote participation. The Palm Beach TPO allows remote participation, but approve each member individually based on their extenuating circumstance. The Space Coast TPO no longer has remote participation but broadcast their meetings on local television; MetroPlan allows virtual participation from the public but members must be physically present. It was noted that each board member should have an alternate to attend if they are unable to be physically present.

***MOTION: A motion was made by Mayor Partington to continue allowing remote participation on an individual basis approved by the physical quorum and remove references to COVID. The motion was seconded by Mayor Alfin.***

Mayor Alfin stated remote participation would be helpful for future TPO Board and committee members because of the vast geography of the area the TPO covers.

Members continued to discuss the policy and that it should be noted the vast geography the TPO covers including the drive time for members to be physically present. They noted the responsibility of board/committee members and the importance of participation. It was discussed broadcasting meetings via Facebook Live; views can be tracked and it provides the opportunity to promote the TPO. They discussed the importance of having an alternate and the alternate attending virtually while the primary member was physically present; it provides a learning opportunity. They discussed the advisory committees and it was noted that the Citizens Advisory Committee (CAC) and Technical Coordinating Committee (TCC) are required by law but the Bicycle/Pedestrian Advisory Committee (BPAC) is not; however, the BPAC has much member participation. They also discussed what would qualify as an extenuating circumstance for board/committee members. They agreed that virtual participation is important but should be the exception and not the rule; board/committee members are expected to be physically present.

***The motion carried unanimously.***

## **B. Review and Provide Direction on River to Sea TPO Lease Termination**

(Handout)

Ms. Nicoulin stated the landlord presented her with the lease termination agreement in mid-December; she forwarded it to the TPO's legal counsel for guidance. He provided a marked-up termination agreement that was submitted to the landlord with a request to negotiate the termination date of February 28, 2023 and for financial assistance to help with relocation. The termination date is firm and she was initially informed the landlord has no obligation for financial assistance. However, due to the fact that the TPO has been a longstanding tenant, they are willing to consider some type of financial assistance; they have asked for an estimate amount of what the TPO would expect financially. She reviewed the estimated moving expenses to relocate the TPO office twice which includes relocation of the phone system, the server, copiers and furniture, printing needs, storage, utilities, and legal services. The first move would cost approximately \$33,470; the second move approximately \$30,500. She reviewed the current lease amount versus the temporary location proposed lease amount.

Members discussed the termination agreement and the expenses relocation would incur. They discussed the current rent amount versus the proposed temporary lease as well as advertising costs for notifying the public.

Ms. Nicoulin noted that when the TPO entered into the current 10-year lease agreement, two office renovations were completed; the first in December of 2018 for \$13,538 and the second was in February of 2020 for \$21,875. She explained how staff calculated the unrealized value of \$21,279.09 for those renovations by vacating the lease early. She referred to the clause in the lease the landlord is using for justification to terminate the lease; they are stating there was damage to the building from Hurricane Ian that they cannot in their opinion repair the damage within 120 days. The clause also states if it is exercised, then rent shall be abated during the unexpired portion of the lease effective upon the date of the damage; therefore, the rent the TPO for October, November, December, January and February as well as CAM charges should be abated in the amount of

\$45,144.60. Our attorney is in negotiations with the landlord's attorney as they have differing opinions regarding this clause.

Members discussed the estimated moving costs and what the landlord should reimburse the TPO. It was noted that the landlord approached the TPO two years ago with a proposal to relocate to another of their properties; at that time, they indicated they were willing to keep the economics of the current lease but ultimately could not make the numbers work so the TPO opted out of relocating. Hurricane Ian caused water to come into the office but was immediately cleaned up and mitigated; two different vendors tested for mold and found everything in the TPO office was within the allowable standards. However, other areas of the building suffered more damage. They discussed the expenses the TPO has incurred for renovations and rent paid since the hurricane.

**MOTION:** *A motion was made by Mayor Partington giving the Executive Director approval to direct the TPO's legal counsel to move forward with negotiations on the lease termination using the marked-up agreement with the vacate date of February 28, 2023; and to seek compensation of \$85,249.09 which includes moving expenses for the first and second move as well as the unrealized value of the office renovations. The motion was seconded by Vice Mayor O'Connor.*

Mayor Partington stated he did not include the abated rent amount of \$45,144 as per the lease clause as that is covered separately in the termination agreement.

Members continued to discuss the termination agreement and next steps. The TPO should not capitulate on monies that are due back to the TPO as there is no good reason for the date to vacate. It was explained that the vacate date may pertain to the insurance claim the landlord filed. It was agreed that the TPO is due compensation for the inconvenience of the vacate date and the return on investment for the improvements made to the office.

*The motion carried unanimously.*

### **C. Review and Provide Direction on River to Sea TPO Temporary Office Location**

(Handout)

Ms. Nicoulin referred to the handout of the map of options for a temporary location; the city of Daytona Beach has offered a couple of options. The first option is it at the Florida Tennis Center on LPGA Boulevard. It a first-floor office space of approximately 4,000 square feet (SF). The city is willing to enter into a month-to-month lease for up to a year with the potential to extend it if needed; this will give the opportunity to further explore the long-term options. How long it would be temporary depends on how long a build out would take on a long-term location as well as negotiations on a long-term lease. The temporary location does not need any renovations and has a small conference room. The TPO has reserved the Airline Room at the Daytona Beach Airport (which is free) for committee and board meetings March through June; staff will coordinate with them about extending the reservation for the August through November meetings. It was noted that parking will be validated for committee and board members as well as any members of the public that attend. CAM charges were discussed for the temporary location and the landlord has indicated there will be \$20 per month for HVAC unit maintenance and \$60 per month for water, sewer, trash, and security. She received a draft lease from the city which was forwarded to the TPO's legal counsel for review; he will provide feedback later this week. It was suggested looking into the dog track for possible meeting space.

Ms. Nicoulin stated the TPO is actively moving forward to be vacated from these premises by February 28, 2023. One challenge is moving the phone system; the county has informed us that it could take up to 120 days; however, there are options she is looking into. She referred to the long-term locations shown on the map; she is working to get quotes on the needed build outs. She has meeting next week to look at potential spaces at One Daytona; there is also available space at the Space Coast Credit Union.

Members discussed the various options for a long-term office space and the costs associated with each option; it was noted that the TPO could host some of FDOT's public meetings if the space was sufficient which would

further solidify the TPO's relationship with FDOT. They discussed possibly not having a large conference and utilizing the airport or other facilities for meetings which would be a cost savings. They continued to discuss the long-term options including accessibility for members and the public from the west side of the county and parking accommodations for each. The new Amazon facility being built in Daytona Beach may have office space available; Council Member Robins will follow up with Commissioner Cantu regarding that but noted it was indicated Amazon may not be renting space.

Ms. Nicoulin noted that these long-term options are spaces that were available in December; however, they may not still be available a couple of months from now when she anticipates bringing this to the full TPO Board. Now that a temporary location has been identified, it gives us time to fully explore the long-term options.

Members discussed the cost of build-outs for each location and if the landlords were willing to cover some of those costs; that will be included in the lease negotiations once a location has been determined.

**MOTION:** *A motion was made by Vice Mayor Sander to approve the TPO's temporary office location at the Florida Tennis Center. The motion was seconded by Vice Mayor O'Connor and carried unanimously.*

Members continued to discuss the lease termination; the TPO asked for an extension of the February 28, 2023 vacate date but the landlord has indicated no. They discussed including moving expenses in the motion; however, the TPO does not yet have a draft lease. Members agreed to reconvene the Executive Committee on February 15, 2023 to review the draft lease and authorize expenses related to the temporary relocation.

Chairperson Cloudman asked Vice Mayor Sander if he wanted to rescind the motion.

Vice Mayor Sand replied yes.

**MOTION:** *A motion was made by Vice Mayor Sander to authorize the Executive Director to proceed with negotiations for a temporary office location at the Florida Tennis Center. The motion was seconded by Mayor Alfin and carried unanimously.*

#### **D. Review and Recommend Approval of the River to Sea TPO's FY 2021/22 Independent Audit Report**

(Handout)

Mr. Zach Chalifour, James Moore and Company, reviewed the highlights of the audit and the required communications. One change over last year is there is a new standard that significant risks must be communicated; he reviewed the three significant risks considered. It was noted these risks are standard for government entities and there were no significant issues identified other than some internal controls being needed. He continued to review the required communications and noted there were no significant difficulties performing the audit. Five audit reports are included in the final report; he reviewed those and noted that the TPO is in compliance and there were no modifications or significant findings. He reviewed a snapshot of the TPO's balance sheet and income statement; and he reviewed the assets and liabilities of the TPO included in the audit report.

Chairperson Cloudman noted that this independent audit is for FY 2021/22 which began July 1, 2021 and the beginning of Ms. Nicoulin's Interim Executive Director status as well as a new Finance Manager. Last year there were a number of findings so it is nice to hear the TPO has gone from a list of recommendations to just one.

**MOTION:** *A motion was made by Mayor Partington to recommend approval of the River to Sea TPO's FY 2021/22 Independent Audit Report. The motion was seconded by Vice Mayor Foley.*

Mayor Partington commented that James Moore and Company always does a great job and he is happy to see a good report this year. Ms. Nicoulin has also done a great job.

Vice Mayor Sander commented that it is a testament to Ms. Nicoulin's efficiency in resolving last year's issues.

***The motion carried unanimously.***

**E. Review and Approval of January 4, 2023 Executive Committee Minutes**

***MOTION: A motion was made by Mayor Partington to approve the November 2, 2022 Executive Committee minutes. The motion was seconded by Mayor Alfin and carried unanimously.***

**F. Review and Approval of February 22, 2023 TPO Board Agenda**

*\*Technical issues occurred and the recording stopped.*

Ms. Nicoulin reviewed the draft February 22, 2023 TPO Board agenda; the two action items are to adopt the 2023 Safety Performance Measures and the FY 2021/22 Independent Audit that was just reviewed. She reviewed the presentations that include FDOT's Resilience Action Plan and a presentation on the I-95 interchanges at US 1 and LPGA Boulevard.

Chairperson Cloudman stated he attended the Transportation for All event in DeBary on Friday; various FDOT staff presented on the Vision Zero campaign. It was indicated that other TPOs in the state are also adopting the Vision Zero target. Brevard County and a majority of their municipalities have resolutions with a goal of Vision Zero; he is looking at doing something similar in DeLand.

Mayor Partington stated his CAC representative, Mr. Fred Heyne, Ormond Beach Commissioner Tolland and his own dad attended the event; he noted that Ormond Beach is also looking at a Vision Zero goal.

Chairperson Cloudman explained it was a really great event sponsored by the St. Johns River to Sea Loop Alliance; the TPO and Ms. Blankenship had an information table along with other organizations; Mr. Harris provided a presentation.

***MOTION: A motion was made by Mayor Alfin to approve the draft February 22, 2023 TPO Board agenda. The motion was seconded by Vice Mayor Sander and carried unanimously.***

**IV. Staff Comments**

Ms. Nicoulin announced that the TPO was informed yesterday that we were awarded the Safe Streets and Roads for All (SS4A) grant; staff is moving forward on the next steps. It was a joint application with Volusia and Flagler Counties with the counties providing the local match. She announced that earlier this week the Moving Florida Forward initiative was announced which provides a \$7 billion investment for infrastructure throughout the state; the I-95 and US 1 interchange project is included with this initiative to receive full funding for the project.

**VI. Executive Committee Member Comments**

Mayor Partington stated he attended the Governor's announcement regarding the infrastructure funding; he is thrilled that the US 1 interchange is included. It is a major project that is a safety and resiliency concern; it is the oldest interchange in the state and long overdue for improvements. A lot of coordination has taken place between City representatives, stakeholders and FDOT.

Chairperson Cloudman noted it will be the first diverging diamond interchange in our area.

Mayor Alfin added that this project is an example of our TPO; if we stay on a project long and hard enough, the results can be monumental. Every member of the TPO Board should be aware of the history of this project and the result.

Vice Mayor Sander and Vice Mayor Foley both stated they are honored to serve on the Executive Committee.

Council Member Robins commented the county is undergoing a push to go paperless; he asked if the budget on paper printing is something that needs to be reviewed.

Commissioner Cloudman replied that it was addressed several years ago and some members are fine with electronic documents but others still want paper versions.

Ms. Nicoulin commented the agendas are the biggest printing cost; it is time for a re-evaluation of what members still want paper copies.

Chairperson Cloudman stated he attended the MPO Advisory Council (MPOAC) meeting yesterday where a legislative update was provided; a bill is being proposed that would consolidate planning areas for MPOs. The legislature cannot take action but can send the bill to the Governor for approval. If the Governor feels it is necessary, he could combine the Space Coast and the River to Sea TPO. He is not sure what the advantage would be because each area is unique. This may be something we need to advocate for on behalf of the TPO and our cities. He mentioned the Central Florida MPO Alliance (CFMPOA) and that it is a regional board; Volusia and Flagler Counties are both represented. They meet quarterly with three meetings held at MetroPlan and the fourth at another location. The TPO has three seats on this board and currently he is the only representative; it is an opportunity for TPO Board members to get involved regionally. The MPOAC is the statewide alliance of MPOs and the TPO has one member plus an alternate; they also meet quarterly, typically in the Orlando area. One meeting a year is a field trip; last year it was to the Sun Tracks outside of Lakeland where they do all types of testing for different types of vehicles. He asked if any Executive Committee members are interested in serving on either the CFMPOA or the MPOAC.

Mayor Alfin replied he has volunteered for one or both depending on the interest of other members; he only has a conflict on Tuesdays.

Ms. Nicoulin explained the CFMPOA meets on a Friday and the MPOAC meets the fourth Thursday of the month.

Members discussed the CFMPOA and MPOAC membership and what TPO Board members may be interested; it was suggested contacting Council Member Santiago or Council Member Johansson to gauge their interest.

#### **VIII. Adjournment**

The Executive Committee meeting adjourned at 11:02 a.m.

**River to Sea Transportation Planning Organization**

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**DELAND MAYOR CHRISTOPHER M. CLOUDMAN  
CHAIRPERSON, RIVER TO SEA TPO**

#### **CERTIFICATE:**

The undersigned duly qualified and acting Recording Secretary of the River to Sea TPO certifies that the foregoing is a true and correct copy of the minutes of the February 1, 2023 regular meeting of the Executive Committee approved and duly signed this 1<sup>st</sup> day of February 2023.

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**Debbie Stewart, Recording Secretary, River to Sea TPO**

**\*\* A recording of the February 1, 2023 Executive Committee meeting is available upon request.**