

Executive Committee Meeting Minutes
May 3, 2023
River to Sea TPO Conference Room
1 Deuce Court, Suite 100
Daytona Beach, FL 32124

Members Physically Present:

Mayor Chris Cloudman, Chairperson
Mayor Bill Partington
Mayor David Alfin
Vice Mayor Reed Foley
Vice Mayor Eric Sander
Council Vice Chair Danny Robins

Representing:

DeLand
Ormond Beach
Palm Coast
Port Orange
South Daytona
Volusia County

Members Virtually Present:

Vice Mayor Bill O'Connor

Representing:

Orange City

Members Absent

Others Physically Present:

Pamela Blankenship, Recording Secretary
Colleen Nicoulin
Stephan Harris
Rakinya Hinson
Kellie Smith
Steven Buck

Representing:

TPO Staff
TPO Staff
TPO Staff
FDOT
FDOT
FDOT

Others Virtually Present:

Mariel Lemke
Maryam Ghyabi

Representing:

TPO Staff
Ghyabi Consulting

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

The River to Sea Transportation Planning Organization (TPO) Executive Committee meeting 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; six voting members were physically present, and one voting member was virtually present.

II. Public Comment/Participation

There were no public comments.

III. Business Items

A. Discussion of TPO Financial Management

Ms. Nicoulin gave an update on the Office of Inspector General (OIG) audit and FDOT Special Conditions status, noting that the TPO was working with FDOT to satisfy the conditions.

Ms. Smith stated that FDOT will be documenting the TPO's progress for the Executive Committee with a tracker that will be sent out along with meeting notes and action items to show the progress that is being made toward getting off special conditions. This is related to the Joint Certification Report which shows areas of concern.

Ms. Nicoulin provided a status update on the OIG audit including the timeline and objectives; also, a review of the findings from the TPO's audit last year.

Mayor Alfin asked if had been considered to have a third party as the TPO's financial backup for checks and balances.

Ms. Nicoulin responded that the TPO had looked at outsourcing one and a half years ago when the TPO's Accounting Manager left but it was decided against. It could be something to consider moving forward. In the TPO's UPWP there is a task to develop a financial desk procedure and reference manual. A third party could help with that and then have them provide continuation services as well.

Mayor Partington asked what would happen if the TPO failed on the corrective actions.

Ms. Smith stated the other two TPOs she has dealt with who were on special conditions, both got off that status. There is a federal certification done every couple of years. She explained how the other TPOs got off special condition status.

Mayor Partington stated that he would at some point make a motion to hire James Moore to be the third party or that they would recommend someone to fix things, so Ms. Nicoulin has the help she needs.

MOTION: A motion was made by Mayor Alfin to allow members attending virtually to participate and vote. The motion was seconded by Vice Mayor Foley and carried unanimously.

Discussion ensued regarding hiring a third party to help the TPO as well as the software the TPO uses for finances. Also discussed was the history of the Accounting Manager staff.

Ms. Nicoulin stated it would be helpful to bring in a third party to develop policies and provide backup for the Accounting Manager. She noted that she did not think James Moore could fill that role because they do the TPO's audit. It would need to be bid out.

Discussion continued about the Grants Management System (GMS) Software the TPO uses.

Mayor Partington recommended that the next agenda should include an intent to bid for an accountant to come in and fix the issues and make recommendations on moving forward.

Vice Mayor Foley asked if there was another employee that should attend the GMS training conference in the event the current Accounting Manager were to leave. He added that he was in favor of hiring a third party.

Ms. Nicoulin responded that someone could be trained in-house to fill in if the Accounting Manager were to leave. Ms. Blankenship is currently the backup for payroll. She added that it would be beneficial to look at a third party.

Mayor Partington stated he wanted to have a step-by-step plan so that in six months we are back on track.

Mayor Alfin stated that it was important to let the full TPO Board know that this is an action item that needs to take place quickly.

Discussion ensued on issuing a request for proposal (RFP) and how that will let FDOT know this is being taken seriously; the process of issuing an RFP was also discussed.

Ms. Hinson stressed that there are two separate items; the James Moore audit noting the lack of redundancy of staff and FDOT's special conditions that were put in place due to the absence of the Executive Director and Accounting Manager and the invoices being late.

MOTION: A motion was made by Mayor Partington to have the Executive Director contact James Moore to discuss assisting in financial backup duties and internal procedures and to issue an RFP for a firm to handle the audit issues and FDOT internal issues with the special condition status. The motion was seconded by Vice Mayor Sander.

Mayor Alfin asked when this would be discussed again; would a special meeting be needed?

Ms. Nicoulin responded that if an RFP is necessary a scope would need to be developed. If James Moore can help the TPO then a scope for the task work order would be needed.

Mayor Partington asked if FDOT thought that this would be helpful in getting the TPO off special condition status.

Ms. Smith responded that the TPO needed six months of timely invoicing with no issues to get off special conditions.

Discussion ensued on the approval limits of the Executive Committee and ways to break up the scope, so it is manageable.

Chairperson Cloudman suggested that James Moore develop the scope.

Ms. Nicoulin stated that she would reach out to James Moore and report back to Chairperson Cloudman and he can decide if an intermediate meeting is necessary.

Vice Mayor Foley asked if it would be appropriate to bring this before the full TPO Board in May to ask for their blessing to navigate quickly due to the urgency of the matter.

Mayor Alfin stated that doing so would invite questions that could not be answered without the scope.

Discussion occurred regarding the timing of adding the item to the May agenda and the process to do so. In addition, it was noted that the July meeting is typically canceled but it does not have to be.

The motion carried unanimously.

B. Review and Recommend Approval of the 2022 Annual FDOT Joint Certification Report

(Handout provided)

Ms. Nicoulin explained that the FDOT Joint Certification is completed every year and is primarily based on finance and the identification of risk. Because the TPO is on special conditions there is a different process that FDOT goes through.

Ms. Smith stated that the certification looks at the compliance of the TPO on products and financials. Normally a risk assessment is done but because the TPO is on special conditions they did not go through that; the TPO is considered high risk. She reviewed the recommendations including getting a general planning consultant (GPC) on board to help with the products and that invoicing remains a top priority for FDOT.

Discussion ensued on the request for proposal for a GPC which will be issued next week and that a Selection Committee is needed to evaluate the proposals that will be reviewed and ranked. The approval of a GPC will be on the June TPO Board agenda if shortlisting is not done.

MOTION: A motion was made by Mayor Partington to direct the TPO to go through the GPC selection process without shortlisting the candidates. The motion was seconded by Vice Mayor Sander.

Ms. Nicoulin noted that as part of the selection process, a TPO Board member is required to be on the GPC Selection Committee.

Discussion occurred on who should be on the Selection Committee and the nature of the material that will be reviewed.

Mayor Alfin volunteered to be on the Selection Committee noting that he is currently a graduate student at the University of Florida earning a Master's in Regional Planning.

The motion carried unanimously.

C. Discussion and Recommendation of a Slate of TPO Officers for FY 2023/24

Chairperson Cloudman asked about the best way to proceed with the recommendation of a slate of officers for FY 2023/24; form an ad hoc committee or have the Executive Committee be the one that recommends the slate.

Ms. Nicoulin noted that this year was a unique situation, with the current slate of officers being selected mid-year. She gave the history and process of the selection of a slate of officers.

MOTION: *A motion was made by Vice Mayor Foley to recommend the current slate of TPO officers be retained for FY 2023/24; Mayor Cloudman as Chairperson; Mayor Partington as 1st Vice Chairperson/Treasurer; and Mayor Alfin as 2nd Vice Chairperson/Secretary. The motion was seconded by Vice Mayor O'Connor and carried unanimously.*

D. Review and Approval of Expenditure for the Flagler County Transit Development Plan (TDP) for FY 2021/22 to FY 2030/31 (\$25,000)

Ms. Nicoulin explained that the Flagler County Transit Development Plan (TDP) has already been developed. Under the TPO's prior Executive Director, the TPO had offered financial assistance for the development of the plan. It has been a challenge to get an invoice from Flagler County specific to this plan which is why it is coming to the committee after it has been completed. They are asking for reimbursement of \$25,000. In the past, the TPO has also provided support to Votran for similar plans. The funds are available from the FTA grant which we are working to spend down. The funds are very specific to certain transit-related projects.

Mayor Alfin requested a copy of the plan.

Discussion ensued on what the TDP is and what was proposed for transit in the TDP. The plan is updated every five years. A link to the report will be provided.

MOTION: *A motion was made by Mayor Partington to approve the request for expenditure for the Flagler County Transit Development Plan (TDP) for FY 2021/22 to FY 2030/31 (\$25,000). The motion was seconded by Vice Mayor Sander and carried unanimously.*

E. Review and Approval of April 6, 2023 Executive Committee Minutes

MOTION: *A motion was made by Mayor Alfin to approve the April 6, 2023 Executive Committee minutes. The motion was seconded by Vice Mayor Foley and carried unanimously.*

F. Review and Approval of Draft May 24, 2023 TPO Board Agenda

Ms. Nicoulin reviewed the draft May 24, 2023 TPO Board agenda. She explained the TIP amendment item was a placeholder and the UPWP amendment was for the de-obligation of funding. She noted that an action item to approve the slate of TPO Officers would need to be added to the agenda.

Vice Mayor O'Connor asked if an action item was needed to give authority to the Executive Committee to move forward with the accounting solutions discussed earlier.

Chairperson Cloudman responded it will come back before the TPO Board if there is an amount that is more than \$25,000.

MOTION: *A motion was made by Vice Mayor Foley to approve the draft May 24, 2023 TPO Board agenda with the addition of an action item to approve the FY 2023/24 TPO Slate of Officers. The motion was seconded by Mayor Partington and carried unanimously.*

IV. Staff Comments

Ms. Nicoulin gave an update on the difficulty of hiring an Administrative Assistant and noted that we would be hiring directly rather than going through a temporary agency; Ms. Blankenship is currently filling in for that position. She gave an update on the search for permanent office space and the challenge that it is to have meetings offsite.

The pay rate and benefits for the Administrative Assistant were discussed. It was noted that the TPO needed to look at other staff salary adjustments.

Discussion ensued on real estate brokers and the costs associated with that.

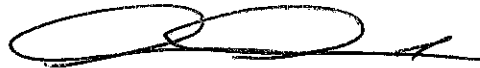
V. Executive Committee Member Comments

Chairperson Cloudman announced that Ms. Rakinya Hinson is the FDOT Liaison and to reach out to her if there were any questions. He added that Ms. Anna Taylor was no longer with FDOT.

VI. Adjournment

The Executive Committee meeting adjourned at 10:33 a.m.

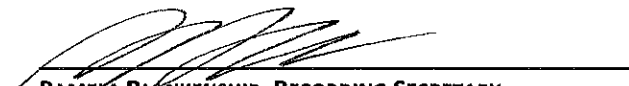
RIVER TO SEA TRANSPORTATION PLANNING ORGANIZATION



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 May 3, 2023 regular meeting of the Executive Committee approved and duly signed this 7th day of June 2023.



PAMELA BLANKENSHIP, RECORDING SECRETARY
RIVER TO SEA TRANSPORTATION PLANNING ORGANIZATION

**** A recording of the April 6, 2023 Executive Committee meeting is available upon request.**

Part 2 Section 9: Recommendations and Corrective Actions

Please note that the District shall report the identification of and provide status updates of any corrective action or other issues identified during certification directly to the MPO Board. Once the MPO has resolved the corrective action or issue to the satisfaction of the District, the District shall report the resolution of the corrective action or issue to the MPO Board. The District may identify recommendations and corrective actions based on the information in this review, any critical comments, or to ensure compliance with federal regulation. The corrective action should include a date by which the problem must be corrected by the MPO.

Status of Recommendations and/or Corrective Actions from Prior Certifications

Prior Certification Recommendations:

As we work towards a new UPWP cycle and the transition to the CPG, the department would like to strongly encourage the MPO to partner with their transit agencies in making sure that all aspects of transit planning are still being prioritized. We would also like to encourage the MPO to spend down their PTGA's in an effort to fully transition to the CPG.

Prior Certification Corrective Actions:

In July of 2021, the River to Sea TPO Executive Director submitted her resignation. The department had noted ongoing invoicing concerns and opted to place the TPO on special conditions. Special condition status was issued in November of 2021 (letter is attached) citing ongoing invoicing concerns, the resignation of the TPO's financial staff, and the placement of an interim director.

At this time, the TPO remains on Special Conditions. The district/department remain committed to providing the TPO with technical support in an effort to get the TPO back on track in accordance with state and federal requirements. While special conditions do allow for flexibility; the department encourages the TPO to work toward meeting all deadlines, invoicing in accordance with the MPO agreement, and utilizing its resources to remain in compliance.

The department would like to strongly encourage TPO staff to put a financial plan in place that addresses best practices, policies, and procedures.

Recommendations

Over the last year, the TPO has made progress by hiring permanent staff in both the Executive Director and Financial Manager roles. The department continues to encourage the TPO to execute a GPC contract in an effort to support staff with necessary work products.

Progress on invoicing remains a top priority for the Department. The district will continue to provide the necessary training and guidance as needed to support TPO staff in an effort to meet the requirements spelled out in the special condition's letters (dated 11/2021 and 4/2023 both attached).

Corrective Actions

A letter was provided to the Executive Director of the TPO on April 5, 2023. The letter spells out the department's expectations for the TPO to complete, and be removed from, special condition status.

Part 2 Section 10: Attachments

Please attach any documents required from the sections above or other certification related documents here or through the [MPO Document Portal](#). Please also sign and attached the [MPO Joint Certification Statement](#).

Title(s) and Date(s) of Attachment(s) in the MPO Document Portal

Nov. 2021 Special Conditions Letter
April 2023 Special Conditions Status Letter