

Executive Committee Meeting Minutes
June 5, 2024
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, 1st Vice Chairperson
Mayor David Alfin, 2nd Vice Chairperson
Council Member Reed Foley
Vice Mayor Eric Sander

Representing:

DeLand
Ormond Beach
Palm Coast
Port Orange
South Daytona

Members Absent:

Council Member Danny Robins (excused)

Representing:

Volusia County

Others Physically Present:

Donna Ralston, Recording Secretary
Colleen Nicoulin
Stephan Harris
Pamela Blankenship
Barbara Girtman

Representing:

TPO Staff
TPO Staff
TPO Staff
TPO Staff
Ghyabi & Associates

Others Virtually Present:

Mariel Lemke
Paul Gougelman
Bob O'Malley

Representing:

TPO Staff
TPO Legal Counsel
Citizen

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; five voting members were physically present.

II. Public Comment/Participation

There were no public comments.

III. Business Items

A. Review and Approval of River to Sea TPO Office Lease

Ms. Nicoulin explained that there was significant progress made over the last 1-2 weeks to come to a resolution on the lease that meets the needs of the TPO so they can move forward with the agreement. She mentioned the four outstanding issues that were discussed in last month's meeting and provided an update on those issues: indemnification clauses, insurance requirements, subordination clauses, and ownership of the parking lot. She stated that the TPO was able to successfully remove the indemnification clauses from the lease after explaining to the landlord's legal counsel why they were problematic. Regarding the insurance requirement, the landlord wanted to be listed as an additional insured, but the TPO's insurance provider cannot add private organizations. To resolve this, the TPO will secure additional insurance from another provider. For the subordination clauses, they drafted a subordination agreement to be filed with the bank. This agreement is now an exhibit within the current lease, pending filing and execution. Lastly, the parking lot, under different ownership, is being re-platted by the property owner. The re-platting process will be presented to the City of Daytona Beach at the end of August, followed by the necessary signatures.

Mr. Gougelman thanked Ms. Nicoulin, stating that she has done yeoman's duty in working through all of this and it has been a positive experience.

Ms. Nicoulin and Mr. Gougelman answered Executive Committee members' questions regarding whether the issue with the re-plating will delay the TPO from moving into the property; whether there were any entitlements that move through this re-plating process that would be questioned; the cost of the additional insurance policy; and if the new property is aware of the TPO's requirements for lighting of the parking lot.

MOTION: *A motion was made by Mayor Alfin to execute the River to Sea TPO office lease, the Memorandum of Lease Commencement (Exhibit C), and the Subordination Agreement (Exhibit H); and authorize the TPO Executive Director, Colleen Nicoulin, and TPO Legal Counsel, Paul Gougelman to make minor, non-substantive changes to the lease, as needed. The motion was seconded by Vice Mayor Sander and carried unanimously.*

B. Discussion of River to Sea TPO Rebranding and Next Steps

Ms. Nicoulin stated that the River to Sea TPO name change was originally planned to coincide with the office relocation. She noted that the move might now be delayed by six months or more, raising concerns about the timing. She also mentioned that during the move, the TPO staff will be busy with other tasks, such as developing a long-range transportation plan and managing grants, which might complicate the name change. She stated that when the move occurs, the TPO will need to update their address with various entities like vendors, the bank, and the IRS, which initially supported the idea of aligning the name change with the move. Another consideration is the upcoming approval of the Apportionment Plan, which will require amending an interlocal agreement and obtaining signatures from all the TPO's municipalities. She stated that changing the name as soon as the Apportionment Plan is approved by the Governor might be a more opportune time for the name change to be implemented.

Discussion ensued regarding the process and timing of the name change.

Mr. Gougelman stated that the process of changing the name of a Metropolitan Planning Organization (MPO) is not unusual. He noted his experience with other MPOs and mentioned that several MPOs in Florida have also changed their names. Key steps in this process include updating the apportionment agreement, which defines the MPO's structure and membership, to include the new name—this is the most crucial part. Additionally, filing a fictitious name with the Secretary of State's office is a secondary step. Finally, using a "doing business as" (DBA) name temporarily will help the public recognize that the new name and the old name refer to the same entity.

Discussion continued regarding using a DBA name temporarily and the list of items that will need to reflect the name change.

The Executive Committee directed the timing of the rebranding/renaming to occur at the direction of the TPO Executive Director.

C. Review and Approval of May 1, 2024 Executive Committee Minutes

MOTION: *A motion was made by Vice Mayor Sander to approve the May 1, 2024 Executive Committee Minutes. The motion was seconded by Council Member Foley and carried unanimously.*

D. Review and Approval of Draft June 26, 2024 TPO Board Agenda

Ms. Nicoulin reviewed the draft June 26, 2024 TPO Board Agenda in detail. She requested an item to be added to the consent agenda for additional expenditure requirements such as the A/V system that will need to be installed in the new office location. She also requested the addition of an action item requesting the TPO Board delegate authority to the Executive Committee for decisions related to the rebranding/renaming of the TPO.

MOTION: *A motion was made by Mayor Partington to approve the draft June 26, 2024 TPO Board Agenda with the addition of an action item requesting the TPO Board delegate authority to the Executive*

Committee for decisions related to the rebranding/renaming of the TPO. The motion was seconded by Vice Mayor Sander and carried unanimously.

IV. Staff Comments

Ms. Nicoulin discussed the TPO's annual funding agreements and assessment invoices. She noted that the TPO is utilizing the 2023 BEBR population and stated that there will be an increase in the assessments that were sent in prior years. Assuming that the TPO's current apportionment plan is approved, she stated that the assessment fee for the Town of Marineland is \$1.00 and noted that the postage for the invoice would cost more than that. She asked for direction from the Executive Committee to possibly waive the assessment fee if it falls under a certain dollar amount.

Discussion ensued regarding a certain dollar amount that would be feasible.

Ms. Nicoulin received direction from the Executive Committee to waive the assessment for the Town of Marineland (\$1.00) and to send a letter to that effect with encouragement to participate on the TPO Board in person.

Ms. Nicoulin also stated that the most recent Dangerous by Design report was released last week.

Discussion ensued regarding a safety action plan in high-risk areas, identifying countermeasures for safety issues, and what countermeasures have been done thus far.

V. Executive Committee Member Comments

Mayor Partington asked when the open seat on the Executive Committee would be filled.

Chairperson Cloudman stated that it was left open so that the new generation of the Executive Committee Board could choose to appoint or re-appoint a member.

Council Member Foley stated that Chairperson Cloudman has done an excellent job as Chair and thanked him for his service.


Chairperson Cloudman stated that it was a pleasure and an honor to lead this group and serve on this committee.

The Executive Committee members thanked Chairperson Cloudman for his service.

VI. Adjournment

The Executive Committee meeting adjourned at 9:57 a.m.

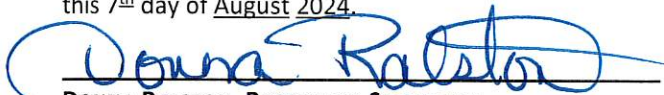
RIVER TO SEA TRANSPORTATION PLANNING ORGANIZATION



**CITY OF ORMOND BEACH MAYOR BILL PARTINGTON
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 June 5, 2024 regular meeting of the Executive Committee approved and duly signed this 7th day of August 2024.



**DONNA RALSTON, RECORDING SECRETARY
RIVER TO SEA TRANSPORTATION PLANNING ORGANIZATION**

**** A recording of the June 5, 2024 Executive Committee meeting is available upon request.**