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The Downtown Development Authority **Board of Directors** met for a Special Meeting on Monday, January 28, 2008 at 8:30 a.m. at the DDA office, 200 South Biscayne Blvd., Suite 2929, Miami, Florida 33131.

PRESENT:

Com. Joe M. Sanchez, Chairman
Alvin West, Treasurer
Sergio Rok, Secretary
Com. Audrey M. Edmonson (*County Commission Rep.*)
Neisen Kasdin (*State Cabinet Rep.*)
Tony Alonso
Loretta Cockrum
Jorge Gonzalez
Jose Goyanes
Nitin Motwani
Scott Robins
Oscar Rodriguez
Rodrigo Trujillo
Jay Solowsky

ABSENT:

Jerome Hollo

OTHERS PRESENT:

Dana Nottingham	Joe Cartolano
Beatriz Barberio	Josie Correa
Davon Barbour	Ofc. Jeff Glasko
Risha Daniel	H. Bert Gonzalez
Sandra Hernandez	Marta Martinez-Aleman
Cristina Raecke	Ofc. Wanda Mendez
Madelyne Raybourn	Risa Polansky
Yami Roa	Gary Ressler
Mark Spanioli	Angie Vila
Dania Vergel	Veronica Xiques
Leo Zabezhinsky	Teresa Zorrilla

Chairman Sanchez called the meeting to order at 8:40 a.m.

Chairman Sanchez stated the Board of Directors had requested this meeting to discuss/review the Executive Director. However, given the letter sent by the Executive Director to all of the board members informing them of his intention not to extend the term of his Professional Services Agreement, which was effective January 1, 2003, the purposes for which this meeting was called was not necessary. Additionally, the letter states his desire to immediately commence discussions with the Board about the possibility of terminating employment without compromising any rights and privileges set-forth in the agreement.

The Executive Director briefly addressed the board concerning:

- Honor and privilege to serve the board
- Accepting the position required the unanimous support of the board
- Job/position has two sides, 1) Re-organization, management/administration, 2) Political
- Three areas that are the most difficult, 1) Politics, 2) Advocacy, and 3) Operating in an environment where many times you're held responsible for things that you have no authority over and thus has a cumulative effect on the Executive Director's overall performance

Chairman Sanchez invited comments from the board members.

Loretta Cockrum informed the board that she had been a part of the team that spent 8 months locating and engaging an executive director the last time. From her perspective, during that time the agency pretty much shut down and just kind of "functioned". Ms. Cockrum encouraged the board to consider some kind of transition committee to work with the chairman, vice-chairman, executive director, and have a very careful plan as to how DDA is going to transition, operate, and what the process will be for locating and selecting a new executive director.

Al West stated he has enjoyed working with the Executive Director over the years and has seen a lot accomplished and seen the DDA make great strides during that period. I can say that we have really made significant progress, great strides as a board and as an organization I see a lot of the professionalism that has entered into the board, entered into the organization that heretofore was not here and as a result, I think just on the operations its respected today wherein that could have been in question years ago. And to your credit as I look around at your staff and the people that you have brought on and the people that you work with, I think it needs to be said while they're sitting here during this difficult period that we appreciate what they have done and what contribution they have made to the DDA and to downtown.

Sergio Rok stated he has been a member on the board for a long time and the Executive Director has brought a lot of professionalism to the organization. Additionally, DDA needs to look at whether the way it functions today with four different and diverse districts can it be effective in accomplishing the entire mission statement for each of the districts. Are there other options or are four BIDs a better way of looking at effectively handling these districts in the future.

Jay Solowsky noted that as a new board member, he was very impressed with the level of confidence, professionalism and detail at the DDA. As well as had the opportunity to review the files that had been sent to the board members concerning Dana's retention through a search committee and each of his three prior salary reviews and observed tremendous comments regarding his professionalism and his performance. But recognizes that DDA is at a point moving forward where a desire for change is present. Furthermore, Mr. Solowsky stated it was important for the board to deal with a transition plan so the organization can continue to function in the absence of an Executive Director.

Oscar Rodriguez suggested a committee to immediately engage Dana in discussions with respect to a transition period and if possible that he stay on as long as possible until a new Executive Director is found.

Chairman Sanchez appointed the following members to the **Severance Committee**, which is charged with negotiating an exit agreement with Dana:

Al West, Loretta Cockrum, and Jay Solowsky

Additionally, Chairman Sanchez stated that in a day or so he would proffer names for the following committees:

- Transition Committee, which will be charged with planning the transition of DDA as it relates to staff reporting, day-to-day office management, etc.
- Search Committee, which will be charged with searching for a new Executive Director.

With no further business, the meeting was adjourned.