

JEA BOARD OF DIRECTORS MEETING MINUTES
October 29, 2024

The JEA Board met in regular session at 12:00 pm on Tuesday, October 29, 2024, on the 1st Floor, 225 North Pearl Street, Jacksonville, Florida. The meeting was properly noticed, and the public was invited to attend this meeting in-person at the physical location and virtually.

WELCOME

Meeting Called to Order – Board Chair General Joseph DiSalvo called the meeting to order at 12:01 pm. Board members in attendance were Vice Chair Rick Morales, John Baker, MG Orender, and Bobby Stein. Board member Dr. Zachary Faison, Jr. attended the meeting virtually. Secretary Kawanza Humphrey was not in attendance.

Others in attendance were Vickie Cavey, Interim Managing Director/CEO; Sheila Pressley, Chief Customer Experience Officer; Ted Phillips, Chief Financial Officer; Jody Brooks, Chief Administrative Officer; Raynetta Curry Marshall, Chief Operating Officer; Joe Orfano, Deputy Chief Financial Officer and Treasurer; Ricky Erixton, Deputy Chief Operating Officer; Kurt Wilson, Chief of Staff; Brad Krol, Chief Information Officer; Regina Ross, Chief Legal Officer, Office of General Counsel; Sheree Brown, Executive Assistant to the CEO; and Melissa Dalton, Manager, Board Services.

Time of Reflection - A moment of reflection was observed by all.

Adoption of the Agenda - On *motion* by Vice Chair Morales and seconded by Mr. Baker, the agenda was approved.

Values Moment - Gwen Tarpley-Davis, Manager, Payroll Services, provided a values moment on integrity.

COMMENTS / PRESENTATIONS

Comments from the Public - There were no public comments.

Council Liasson's Comments - Council Member Michael Boylan was not in attendance.

Managing Director / CEO Comments - Vickie Cavey, Interim Managing Director / CEO, recognized Jordan Roysdon and Kristen Head, Manager, Shared Communications, for their participation in the hurricane outreach communications video; hurricanes Helene and Milton and the effects they had on the service territory, restoration efforts, and mutual aid to neighboring communities in need; extended appreciation to General DiSalvo and Mr. Stein for their support during the hurricanes; recognized Nathan Rouse, Manager, Sewer Operations and Maintenance and Justin Senser, Manager, Water / Wastewater Reuse Delivery & Collection Engineering for receiving Excellence awards at the Annual First Coast Manufacturers Association Awards banquet; recognized Jenny McCullum, Director, Procurement Services, Rodney Lovgren, Senior Manager, Procurement Services and Lisa Pleasants, Senior Manager, Sourcing for their hard work and being featured in a Supply Chain World article highlighting enhancements made to our supply chain; Second Annual JEA Day at UNF featuring 326 students and alumni; 10th Annual Light it Forward Awards which recognizes local agencies that help people pay their utility bills; and introduced Diane Moser, Chief Human Resources Officer.

JEA Performance Update

Corporate Scorecard – Juli Crawford, Director, Enterprise Planning & Analytics, presented the JEA performance update through September 30, 2024, to include safety metrics coming in 15% below target for the year; noted the employee engagement survey is currently being conducted; residential and commercial JD Power results achieved target; electric, water, and wastewater reliability metrics; total spend; average customer bill; and clean energy metric. This presentation was received for information.

FY2024 Q4 Financial Update – Ted Phillips, Chief Financial Officer, extended appreciation to Mr. Morales for his assistance in paring down the monthly financial presentation; provided an update on the electric and water system revenue and expenditures; electric cost per MWh; electric and water system O&M actuals, capital budget, cash and investments; and financial metrics. This presentation was received for information.

BOARD AND COMMITTEE REPORTS AND ITEMS FOR CONSIDERATION**CONSENT AGENDA**

The Consent Agenda consists of agenda items that require Board approval but are routine in nature or have been discussed in previous meetings of the Board.

On *motion* by Vice Chair Morales and seconded by Mr. Baker, all Consent Agenda items were approved.

Board Meeting Minutes – September 24, 2024

Authorization for Eminent Domain – Lee Street Substation

FY24 Operating Budget Line-Item Transfers

FY25 Budgetary Amendment

FY25 Budgetary Transfers

Managing Director / Chief Executive Officer Contract

DELIVERING BUSINESS EXCELLENCE

Vice Chair Rick Morales stepped out at 12:31 pm and returned at 12:33 pm.

Finance, Governance, and Audit Committee Report – Committee Chair Bobby Stein provided highlights on the Finance, Governance, and Audit Committee meeting held on Thursday, October 24, 2024; thanked Chair General DiSalvo for attending; and an overview of the presentations was given highlighting the ones for action by the Board including the following:

Intergovernmental Support Agreement (IGSA), Mr. Phillips provided background information on IGSA's; a review of the Naval Station Mayport and Naval Air Station Jacksonville request to explore a partnership with respect to utility O&M; proposed terms to include compensation on time and materials, 10-year term, can be modified at any time, and each party may terminate the agreement with a 60-day written notice.

On *motion* by Mr. Baker and seconded by Mr. Orender, the Board unanimously approved the agreement and adopted Resolution 2024-67. Following the approval, staff will execute the agreement and will pursue condition assessments at the sites.

Real Estate Procurement Directive Revisions, Ms. Brooks provided background information on the Directive noting it is required by Article 21 of the Charter which was last reviewed by the Board in August 2023; provided a review of the requested edits to include updates made to ensure consistency with the JEA Charter, procedural updates to ensure operational clarity, and revised the declaration of

surplus property approval levels for consistency with acquisitions.

On *motion* by Vice Chair Morales and seconded by Mr. Baker, the Board unanimously approved the proposed real estate procurement directive revisions and adopted Resolution 2024-55.

Riverfront Plaza Cost Participation Agreement, Ms. Brooks provided background information on the agreement between the City of Jacksonville, Downtown Investment Authority (DIA), and JEA to secure easements for existing JEA infrastructure at Riverfront Plaza; reviewed the estimated cost, as well as the request from DIA for JEA to cost participate in a 50/50 split agreement.

On *motion* by Vice Chair Morales and seconded by Mr. Orender, the Board unanimously approved the Cost Participation Agreement and adopted Resolution 2024-57.

FY25 Internal Audit Plan, Ms. Brooks stated that Lee Montanez, Director, Internal Audit & Enterprise Risk, reviewed the FY25 Audit Plan Process and calendar as well as the proposed FY25 audit plan summary.

On *motion* by Vice Chair Morales and seconded by Mr. Orender, the Board unanimously approved the FY25 Internal Audit Plan and adopted Resolution 2024-61.

Board By-Laws and Policy Manual, Ms. Ross provided the Board with a review of the revisions made to the 2021 Board By-Laws and Policy Manual and stated that staff will bring this item back to the Committee and Board on an annual basis for review.

On *motion* by Mr. Baker and seconded by Mr. Orender, the Board unanimously approved the revisions to the Board By-Laws and Policy Manual and adopted Resolution 2024-68.

Annual Board Evaluation, Ms. Brooks noted this year the evaluation will be based on the criteria as outlined in the Board Policy Manual; the Board will receive the electronic evaluation after today's meeting; results will be provided to the Board at the January 28, 2025 meeting. This presentation was received for information.

Mr. Stein noted the next committee meeting will be held on January 20, 2025.

OTHER BUSINESS AND CLOSING CONSIDERATION

Old and Other New Business / Open Discussion - None

Chair's Report – Board Chair DiSalvo spoke on the American Public Power Association and the numerous initiatives that are on pause pending the presidential election; extended appreciation to the Board and staff for their work and input on updating the Board By-Laws and Policy Manual; and noted a Compensation Committee would be formed per the policy manual, with committee members being Board Chair General DiSalvo, Vice Chair Morales, and Board member Mr. Stein. Chair General DiSalvo proposed a resolution to honor the JEA team members in support of Hurricanes Helene and Milton.

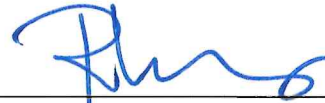
On *motion* by Mr. Stein and seconded by Mr. Orender, the Board unanimously approved and adopted Resolution 2024-72.

Announcements –

Capital Projects Committee Meeting – November 7, 2024
Next Board Meeting – November 19, 2024

Adjournment - With no further business coming before the Board, Chair General Joseph DiSalvo declared the meeting adjourned at 12:58 p.m.

APPROVED BY:



JEA Acting Board Secretary

Date:

11/19/24

Board Meeting Recorded by:



Allison S Hickok

Executive Staff Assistant