



SFWIB EXECUTIVE COMMITTEE MEETING MINUTES

DATE: July 13, 2023

LOCATION: Via Zoom: https://us02web.zoom.us/webinar/register/WN_gKA-m86nSZSxCXUhvjFhIg

1. **CALL TO ORDER:** Vice-chair Mr. del Valle called to order the regular meeting of the SFWIB Executive Committee Meeting at 8:21AM on July 13, 2023.
2. **ROLL CALL:** 7 members; 4 required; 7 present: Quorum established.

SFWIB EXECUTIVE COMMITTEE MEMBERS PRESENT	SFWIB MEMBERS ABSENT	SFWIB STAFF
Canales, Dequasia del Valle, Juan-Carlos, Vice-Chairman Chi, Joe Ferradaz, Gilda Loynaz, Oscar, M.D. Roth, Thomas “Tom”	Gibson, Charles, Chair	Beasley, Rick Bennett, Renee Morgan, Ebony Perrin, Yian ADMINISTRATION/IT
OTHER ATTENDEES		

Agenda items are displayed in the order they were discussed.

2A. Approval of Executive Committee Meeting Minutes – June 8, 2023

Vice-Chairman del Valle presented agenda item 2A. June 8, 2023 Executive Committee Meeting minutes for approval.

Motion by Dr. Loynaz to approve the June 8, 2023 SFWIB Executive Committee meeting minutes.

Ms. Canales seconded the motion; **item is passed without dissent.**

No further comments or suggestions were submitted from the members. Item closed.

Minutes Prepared by: Ebony Morgan
SFWIB Executive Committee Meeting
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Status: **APPROVED**
Approval date: 08/03/2023

5. Approval – External Independent Audit Firm

Vice-Chairman del Valle introduced the item; Mr. Beasley further presented.

[Mr. Chi and Mr. Roth joined the meeting.]

Mr. Beasley reported that the Finance and Efficiency Council recommends to the Executive Committee that the staff be authorized to negotiate a contract with WatsonRice Accountants and Advisors to provide external auditing services for the next three program years. He guided the Committee through the RFP selection process, including the public scoring, which occurred during the June 15, 2023 FEC meeting. The participants were subsequently invited to deliver presentations in person on June 22, 2023. The presentation ratings were added to the earlier scores to determine the final ranking and the recommended organization for approval.

Mr. Beasley reviewed the final scores for each respondent and informed those present that the Executive Committee has the authority to approve the recommendation for staff to move forward with negotiations. In August, the full board will ratify the motion.

Motion by Mr. Chi to approve the recommendation to authorize staff to begin contract negotiations for external independent auditing services with BCA WatsonRice, LLP.

Mr. Roth seconded the motion; **item is passed without dissent.**

Mr. Roth inquired as to whether fee negotiations would commence, given that the possibility of reducing the cost was discussed and accepted during the June 22 meeting. In addition, he wanted to clarify that since the contract is for three years, we will attempt to freeze the new rate, at 10-15% less than what was quoted in the response, with a potential cost-of-living increase each year. Mr. Beasley indicated that we negotiate a lower rate for the first year, and that the second and third years would allow for a modest increase, but no more than what we have paid in the past.

No further comments or suggestions were submitted from the members. Item closed.

6. Approval – New Board Members

Mr. Beasley introduced and further presented prospective new SFWIB members for Mayor Daniella Levin-Cava's consideration and potential appointment.

Currently, there are two open positions on the board (private education and business). Mr. Al West who recently retired from the Greater Miami Convention and Visitors Bureau,

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represented the travel and tourism industry. Mr. David Whitaker, President and Chief Executive Officer of the Greater Miami Convention and Visitors Bureau, has submitted an application to serve as his replacement.

Mr. Beasley reported that we are in the process of identifying candidates for the private education seat, including potential prospects from Atlantic University and/or Florida National University. Once applications are received, the candidate will be presented for Board consideration.

Motion by Mr. Roth to approve the recommendation to recommend Mr. David Whitaker's approval to the Board.

Dr. Loynaz seconded the motion; **item is passed without dissent.**

No further questions or comments were presented for consideration. Item closed.

3. Informational – SFWIB Agenda Format Update

Vice-Chairman del Valle introduced the item; Mr. Beasley further presented the proposed consent agenda format, which is comparable to what is currently used by the Miami-Dade County Board of Commissioners. In addition, he reviewed the proposed consent items and informed the Committee of the items that will not be included on the consent agenda, which may be viewed via the SFWIB Executive Committee Agenda for July 13, 2023 - available on the CSSF website.

Mr. del Valle requested clarification that, comparable to the MDC Board of Commissioners, consent items are discussed in depth at the Committee level, with no board-level discussion. Mr. Beasley indicated that Councils will deliberate and approve items for Board recommendation; however, any member may pull an item for additional discussion. The majority of the items listed on the consent agenda are simple and familiar to most. Members will still have access to supporting materials and documentation, if applicable, via the agenda packet.

Mr. Roth inquired as to how consent and non-consent matters will be handled at the regular board meeting. In addition, he wished to learn more about the voting procedure under the newly proposed agenda process. Mr. Beasley clarified that the consent agenda will include matters that have been previously brought before the Board. A new program will be excluded from the consent agenda so that members can gain a deeper understanding of the offering and engage in additional discussion. The SFWIB Chairman will request a motion for all consent agenda items at once; conversely, the non-consent agenda items will undergo the usual procedure of review and discussion with the full board.

Mr. Beasley informed the Committee that since the proposed agenda format has received positive feedback, the status of the item could be changed from information to approval. It will be presented to the Board for review and approval at the August Board meeting.

Motion by Vice-Chairman del Valle to approve the proposed agenda format and recommend to the Board for subsequent review and approval.

Mr. Chi seconded the motion; **item is passed without dissent.**

No further questions or comments were presented for consideration. Item closed.

4. Informational – South Florida Workforce Investment Board Bylaws

Vice Chairman del Valle introduced the item; Mr. Beasley further presented.

Mr. Beasley informed the Committee that CSSF recently concluded a review with the State that examined our programmatic and governance processes in detail to ensure compliance with State and Federal law. We were informed during the exercise that our bylaws did not comply with Federal Regulations as they are missing the member nomination process, staggered term limits, term limitations, the proxy process, notifications to the Chief Elected Official (“CLEO”), process to ensure members are active, and the use of technology.

In addition, he informed the State that although these items are not included in the bylaws, we have processes in place for each via the Interlocal Agreement and the SFWIB Membership Process and Application Packet, which have been reviewed and approved by the administrative bodies for both Miami-Dade and Monroe Counties. Prior to the review, draft bylaws were drafted, but we intended to wait until the realignment process was complete before moving forward with implementation.

Mr. Beasley provided a brief overview of the proposed bylaws sent to members for review in advance of today's session. Additionally, they have been forwarded to our attorney for review and legal sufficiency.

Changes that will be forthcoming include:

- Based on the REACT legislation in Florida, we will have to present to the CLEO a staggered term approach for member appointments.
- KPI's for member participation.
- Members may serve no more than 8 years (2 terms).
- Annual board training for WIOA, Ethics, etc. must be conducted and tracked
- In-voluntary resignation from the Board due to non-attendance.

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Mr. Beasley reminded members that in-person attendance is required at meetings. To encourage attendance, the State permits teleconference and web-based participation. Mr. Beasley requests feedback from the Committee on permitting members to attend two of the six scheduled meetings per year via Zoom. A member must contact the Chairman and Executive Director to request an exception if they are unable to attend in person and have already attended the maximum number of times permitted via telecommunications.

Ms. Ferradaz wanted to know if board members are required to serve on a council/committee and if there are attendance requirements for members. In addition, she asked how consent items can be moved forward if quorum cannot be achieved in the Council meetings. Mr. Beasley verified that participation in a Committee is mandatory, as is attendance at two of the six required meetings. If quorum is not achieved, full board must review it but it cannot be a consent item.

Mr. Beasley reviewed the Board Engagement Matrix, which is designed to monitor the participation of board members throughout the year. Members are asked to commit a minimum of 24 hours per year to attending meetings, sponsored events, and community events, among other activities.

Vice-Chairman del Valle inquired if Mr. Beasley will simultaneously approach attendance and board term limits. Mr. Beasley stated that he would schedule a meeting with the Mayor's office to discuss the matter in greater detail. Members who have been inactive from meetings may be removed for lack of participation. This may serve as the initial round as we begin to stagger terms.

Mr. Roth asked if term limits are required and how many members would be affected if they were implemented. Mr. Beasley disclosed that staggered terms are a state requirement; nevertheless, the eight (8) year term limit is consistent with the state board. He went on to clarify the rationale behind the implementation of the staggered approach.

In response, Mr. Roth requested that the item be postponed until a red-lined version of the previous ordinances is received and reviewed. Mr. Beasley explained that we are currently out of compliance. In order for the bylaws to be approved at the August 2023 board meeting, we will need to finalize the draft and submit it to the Board for review and feedback with sufficient lead-time to allow for a 14-day comment period. The next Executive Committee meeting may also need to be moved up by one week to facilitate this schedule.

All SFWIB members will receive copies of the old bylaws, the Interlocal Agreement, and the amended and restated bylaws for review and comment.



Additionally, Mr. Roth requested a roster of members who may be affected by the 8-year term limit. Mr. Beasley explained that, following the departure of the SFWIB Agenda Clerk, we were unable to access previous board records to determine when members were first appointed. The original dates on which Mayor Cava appointed members may serve as a guide for this procedure.

Mr. Roth suggested, as an alternative to establishing a maximum number of meetings that could be attended via Zoom, that members cannot attend more than two (2) Zoom meetings consecutively; otherwise, they must be present in person. Vice-Chairman del Valle agrees with this approach as there are numerous reasons why members may need to attend remotely, and this allows for the necessary flexibility.

No further questions or comments were presented for consideration. Item closed.

With no further business presented to the Committee, the meeting adjourned at 9:35 am.