

JEA GOVERNANCE COMMITTEE MINUTES
May 6, 2021

The Governance Committee of the JEA Board met at 8:00 am on Thursday, May 6, 2021 on the 8th Floor, 21 W. Church Street, Jacksonville, Florida. The public was invited to attend this meeting in-person at the physical location and virtually via WebEx. Attendees were required to follow CDC guidelines at the meeting location, including wearing masks and social distancing.

WELCOME

Meeting Called to Order – Committee Chair Joseph DiSalvo called the meeting to order at 8:00 am. Committee members Dr. Leon Haley and Tom VanOsdol attended the meeting via WebEx. Dr. Zachary Faison was not in attendance for the meeting. A quorum of the committee was not physically present for the meeting.

Others in attendance in-person were Jay Stowe, Managing Director/CEO and Jody Brooks, Chief Administrative Officer. Laura Dutton, Chief Strategy Officer, participated in the meeting via WebEx.

Adoption of Agenda – Due to the lack of quorum, this item was deferred to the Board for approval at its May 25, 2021 meeting.

Approval of Minutes – November 10, 2020 – Due to the lack of quorum, this item was deferred to the Board for approval at its May 25, 2021 meeting.

FOR COMMITTEE CONSIDERATION

Article 21 Compliance – Jody Brooks, Chief Administrative Officer, referencing materials provided in the committee's meeting packet, provided an overview of the approved Article 21 Charter. Ms. Brooks highlighted three key reports that JEA must submit by the end of each year: 1) Proposed Promotional Expenditures Report; 2) End of Year Report on Disbursements; and 3) Report to the City Council and Mayor summarizing the procurement contract awards for the prior fiscal year. Ms. Brooks noted JEA is tracking all Charter changes to ensure its compliance with these key reports.

External Review of JEA Governance Practices – Ms. Brooks and Mr. DiSalvo updated the Committee on the external review of JEA's governance practices. Mr. DiSalvo provided updates on the firm, Hometown Connections, which has been hired to review the board governance practices in two key areas: 1) Strategic Planning and 2) Board Structure. A brief discussion ensued to which Mr. Stowe confirmed the need to hire a board services compliance position moving forward.

Draft July Board Retreat Agenda – Mr. Stowe led the discussion and provided committee members a detailed outline of the upcoming Board Retreat to be held on July 27, 2021 in conjunction with the board's regularly scheduled meeting. He outlined a tentative hybrid agenda to include a facility tour, and a discussion on strategy centered on the tag lines improving lives and revamp our values. He confirmed the retreat will be an open discussion with board members to ensure we are on track as an organization, and that we adhere to our core values. Lastly, Mr. Stowe spoke on the Unbeatable Team and Business Excellence and summarized what needs to be accomplished as an organization. A brief discussion ensued to which committee members offered their comments.

CLOSING CONSIDERATIONS

Announcements – Next Board Meeting May 25, 2021

Adjournment – With no further business coming before the Committee, Mr. DiSalvo declared the meeting adjourned at 8:19 AM.

APPROVED BY:



Joseph DiSalvo, Committee Chair

Date: 11/8/2021

Submitted by:



DeLisa A. Johnigan
Executive Assistant