

JEA BOARD OF DIRECTORS

September 24, 2024

The JEA Board met in regular session at 9:00 am on Tuesday, September 24, 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 9:00 am. Board members in attendance were Vice Chair Rick Morales, Secretary Kawanza Humphrey, John Baker, MG Orender, Bobby Stein. Board member Dr. Zachary Faison, Jr. attended the meeting virtually.

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; Ricky Erixton, Deputy Chief Operating Officer; Kurt Wilson, Chief of Staff; Brad Krol, Chief Information Officer; Michael Boylan, City Council Liaison; 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 – Naline McMillan, Human Resources Business Partner, provided a values moment on respect.

COMMENTS / PRESENTATIONS

Comments from the Public:

In-Person Public Comments:

John Nooney spoke to the Board regarding The River Accord and a public park on Pottsburg Creek.

Council Liaison's Comments – Council Member Michael Boylan shared that City Council is scheduled to vote on the City of Jacksonville budget this evening.

Interim Managing Director / CEO Report – Vickie Cavey, Interim Managing Director/CEO, introduced Diane Moser the new Chief Human Resources Officer beginning October 7, 2024; recognized Ricky Erixton on his promotion to Deputy Chief Operations Officer; Emergency Operations Center will be fully activated due to Hurricane Helene; provided updates on the University of North Florida STEM Scholarship luncheon on September 17, 2024; employee engagement to include weekly food trucks, all employee town halls, and the return of leadership meetings beginning October 9, 2024; and electric system bond issuance at J.P. Morgan at their headquarters in New York City. Secretary Humphrey spoke on her tour of Buckman Water Reclamation Facility as part of her Board member orientation.

JEA Performance Update

Corporate Scorecard – Juli Crawford, Director, Enterprise Planning & Analytics, presented the JEA performance update through August 31, 2024, to include water and wastewater reliability; year-to-date spend; O&M; fuel spend; capital; and customer billing. This report 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 public meetings of the Board.

On *motion* by Mr. Orender and seconded by Secretary Humphrey, all Consent Agenda items were approved.

Board Meeting Minutes – August 27, 2024**Amended and Restated Voting Agreements – The Energy Authority and The Energy Authority Solutions, Inc.****Memorandum of Understanding Between JEA and City of Neptune Beach to Provide Sampling of Laboratory Analysis Services
FY24 Budgetary Amendment****DELIVERING BUSINESS EXCELLENCE**

Fiscal Year To Date Customer Satisfaction – Sheila Pressley, Chief Customer Experience Officer, provided an update on the reinstatement of the credit card convenience fee; electric utility residential customer satisfaction 2024 FYTD and final results; FY24 comparative pricing awareness campaign; affordability measures; and new digital tools to include video billing and My JEA Customer app. Council Member Boylan requested information on the reinstatement of convenience fees be sent to him. This presentation was received for information.

Florida Blue Renewal – Ted Phillips, Chief Financial Officer, provided a presentation on the Florida Blue renewal including background information, services provided, premiums and offset costs, and total claims in 2023.

On *motion* by Mr. Baker and seconded by Vice Chair Morales, the Board unanimously approved a one year renewal for calendar year 2025 and to \$33,862,015.95 to the contract for Medical Administrative Services Only, Pharmacy Benefit Management Services, Stop Loss, and Chronic Condition Management Services for a new not-to-exceed amount of \$98,918,592.95 and adopted Resolution 2024-49.

Board By-Laws and Policy Manual – Chair General DiSalvo highlighted Article 21 of JEA Charter Section 21.03c referencing the adoption of Board By-laws and a Policy Manual. General DiSalvo requested Board members provide comments on the governance documents. Jody Brooks, Chief Administrative Officer, provided historical context and timelines on the latest revisions; and noted a redline document of changes will be provided to the Finance, Governance, and Audit Committee meeting on October 24, 2024 and brought to the Board for action at the October 29, 2024 meeting. Ms. Brooks expressed appreciation to Board Chair DiSalvo and Mr. Baker on their work on the 2021 version and reviewed updates that the Office of Legal Counsel are working on. Discussions ensued on the number of meetings held per year, consensus was eight minimum Board meetings per year in conjunction with committee meetings. This presentation was received for information.

OTHER BUSINESS AND CLOSING CONSIDERATION**Old and Other New Business / Open Discussion –**

Chair General DiSalvo requested members review the draft succession plan which was placed at their seats and be prepared to discuss the plan at the next Board meeting on October 29, 2024.

Chair General DiSalvo expressed interest in discussing removing the term “interim” from Ms. Cavey’s title of “Interim Managing Director/CEO”. Chair General DiSalvo noted several concerns and thoughts from staff of the potential negative impacts to JEA from the use of the term “Interim Managing Director/CEO”.

On *motion* by Vice Chair Morales and seconded by Mr. Orender, Mr. Baker suggested not only removing the “interim” title but employing Ms. Cavey to serve as Managing Director/CEO. Mr. Stein agreed with Mr. Baker’s request. Ms. Humphrey acknowledged the positive work Ms. Cavey has done since coming to JEA but expressed concerns over the Board not conducting a CEO search open to both internal and external candidates. Chair DiSalvo expressed the use of a succession plan and discussions ensued about succession planning and culture by Mr. Morales and Mr. Orender. Upon a vote, Secretary Humphrey initially abstained, but Ms. Ross provided guidance that absent a conflict of interest, each Board member was required to vote on the matter. Secretary Humphrey voted No. Chair DiSalvo requested Ms. Ross draft an employment agreement for the Board’s review and consideration at its next regularly scheduled meeting.

Chair’s Report – Chair General DiSalvo had no comments.

Vice Chair Morales requested information on the K3 Strategies (K3) contract and when they would begin. Ms. Cavey noted final negotiations are almost complete and K3 will begin with touchpoints with the Board members soon after. Jenny McCollum, Director, Procurement Services stated JEA is currently in negotiations, reviewing a revised scope of work, and K3 could begin their work in October.

Announcements –

Finance, Governance, and Audit Committee Meeting – October 24, 2024

Board of Directors Workshop – October 29, 2024

Board of Directors Meeting – October 29, 2024

Adjournment – With no further business coming before the Board, Chair General Joseph DiSalvo declared the meeting adjourned at 10:11 am.

APPROVED BY:

_____
JEA Acting Board Secretary

Date: _____

10/29/24

Board Meeting Recorded by:

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Allison S Hickok

Executive Staff Assistant