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The Downtown Development Authority **Board of Directors** met on Friday, December 19, 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
Neisen Kasdin (*State Cabinet Rep.*)
Jose Goyanes
Jerome Hollo
Rodrigo Trujillo
Tony Alonso
Nitin Motwani
Alan Ojeda
Hank Klein
Danet Linares
Dr. Rolando Montoya

ABSENT:

Alvin West, Treasurer
Comm. Audrey M. Edmonson (*County Commission Rep.*)
Oscar Rodriguez

Chairman Sanchez called the meeting to order at 8:35 AM.

I. Invited Guest Speaker

- Port Tunnel – Bill Johnson

Miami Port Director Bill Johnson addressed the Board concerning the disappointment regarding the State Department of Transportation decision to pull the plug on funding of the port tunnel. Mr. Johnson stated that he continues to work with elected officials to make sure that the State of Florida, particularly the Governor, understands the importance of the project.

Chairman Sanchez stated that the Board had passed a Resolution supporting the Port Tunnel and continues to support the project.

Mr. Johnson requested that the Board and/or DDA send letters of support to Miami Today, Miami Herald, Governor Crist, and State Secretary of Transportation.

- Miami-Dade Transit Department – Harpal Kapoor

Mr. Kapoor addressed the Board on the following:

- Miami-Dade Transit Dept and DDA will begin meeting on a monthly basis to address issues as they come up.
- Metro Mover “lag” time for staying open varies from station to station. For instance at Government Center the doors stay open for 25 seconds and 15 seconds at stations with less traffic.
- Escalator and Elevator: Repairs have started and should be completed by September 2009.
- Station Improvements: lighting, painting, signage, and landscaping will begin very soon.

- Miami Police Department – Chief Timoney

Chief Timoney addressed the Board concerning the following:

- Authorization of increased staffing levels for police officers and public service aids, which have been deployed in and around Downtown and Brickell.
- Implementation of police officers on foot along Flagler Street.
- Enforcement of the Panhandling Ordinance: Arrests have been made, however currently there is no “tracking” system in place to determine the number.
- T3 Series Personal Mobility Units: These are 3-wheeled chariot style segweys that may be more useful than using bicycles in certain areas. The Police Department is looking to purchase 6 – 8 units.
- Camera: Installation of the cameras is well underway. Completion is expected by mid-year and will be monitored 24/7 365 days a year. Building/Companies wishing to purchase their own cameras will have the option of hooking up with the Police Department’s cameras.

- City Attorney’s Office – Julie Bru

Chairman Sanchez informed the Board that DDA along with, the City of Miami, Dade County Property Appraiser, and the State Department of Revenue has been served with a lawsuit.

City Attorney Julie Bru addressed the Board concerning said lawsuit, which seeks a class action, challenges the authority of the DDA district to collect ad-valorem taxes amongst other things. It is her responsibility to inform the board that her department has compiled a litigation team including in-house and special counsel to defend these allegations.

Deputy City Attorney Warren Bitner presented a brief overview of the allegations, which include:

- Establishing a class action of all of the tax payers within the boundaries of the DDA
- Have a declaration of:
 1. Have the enabling legislation of the DDA from its inception in 1965 is unconstitutional
 2. The DDA does not have the power to levy its .5 mil ad valorem tax without voter referendum
 3. The boundaries of the DDA have been expanded illegally
 4. The DDA is not an independent taxing district
 5. The DDA does not have the authority to levy ad valorem taxes in excess of the City’s .10 mil constitutional limitations
- Seeking a permanent injunction to prevent this board from continuing to operate and this authority from continuing to operate
- Seeking an injunction to prevent the DDA from further imposing any additional taxes
- A refund for all the class members for all of the taxes that have been levied by the DDA

The City Attorney stated her department intends to aggressively defend the lawsuit and is recommending that the Board authorize the expenditure of cost of legal fees for the retention of Jay Solowsky to assist and represent the DDA in this matter and will also bring on board to augment the resources she has in-house some special counsel that will represent the City as co-council.

Chairman Sanchez informed the Board that he had received a letter from Jay Solowsky resigning from the DDA Board as of December 17, 2008. (*Chairman Sanchez read the letter out loud*).

Chairman Sanchez passed the gavel to Vice-Chairman Neisen Kasdin and proposed the following DDA Resolution.

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE MIAMI DOWNTOWN DEVELOPMENT AUTHORITY (“DDA”) OF THE CITY OF MIAMI, FLORIDA APPROVING AND AUTHORIZING THE EXPENDITURE OF ATTORNEY’S FEES AND COSTS, IN AN AMOUNT APPROVED BY THE CITY ATTORNEY, FOR THE ENGAGEMENT OF JAY SOLOWSKY ESQ. AND SOLOWSKY & ALLEN, P.L. AS OUTSIDE COUNSEL FOR THE PURPOSE OF REPRESENTING THE DOWNTOWN DEVELOPMENT AUTHORITY OF THE CITY OF MIAMI IN PROCEEDINGS FILED BY MILAN INVESTMENT GROUP, INC., IN THE CIRCUIT COURT OF THE 11TH JUDICIAL CIRCUIT, CIVIL DIVISION, CASE NO.: 08-77800 CA 08, SUBJECT TO A WAIVER BY THE MIAMI CITY COMMISSION OF THE PROHIBITIONS CONTAINED IN SECTION 2-612 OF THE CODE OF THE CITY OF MIAMI, FLORIDA, AS AMENDED; ALLOCATING FUNDS FROM ACCOUNT TITLED “LEGAL FEES/ LITIGATION”; AND REQUIRING THE CITY ATTORNEY TO REPORT TO THE BOARD OF DIRECTORS ON A QUARTERLY BASIS THE AMOUNT OF FEES AND COSTS INCURRED TO DATE.

Chairman Sanchez motioned to approve this item, Rodrigo Trujillo seconded and the item passed unanimously by the members present.

Vice-Chairman Kasdin passed the gavel back to Comm. Sanchez.

Chairman Sanchez directed that the Nominating Committee re-convene to address the vacancy due to Mr. Solowsky’s resignation as soon as possible. (Meeting date TBD).

II. Approval of the Minutes ~ *(November 21, 2008)*
motioned to approve the minutes of November 21, 2008, Dr. Montoya seconded and the item passed unanimously by the board members present.

III. Financial Report ~ *As of November 30, 2008*
, from GLSC & Company, CPA, presented the Financial Report as of November 30, 2008 and stated there were no reporting conditions.

IV. Board Member(s) Report

- Protestor/Picketing Update – Jay Solowsky

Jay Solowsky, acting as DDA’s pro-bono counsel on this matter, provided an update. Meetings attended by several members of the Carpenter’s Counsel along with several building owners and managers were coordinated and held at the DDA to discuss the matter. There has been a showing of good faith by both side on this matter and the Carpenter’s Counsel has agreed not to protest for the remainder of the year. Additionally, Mr. Solowsky has requested an additional 60 days of scaled back protests to allow the DDA to continue to work through the issues.

Terry Darling from the Carpenter’s Counsel briefly addressed the Board acknowledging the efforts being made to resolve the issues.

Mr. Solowsky also thanked and acknowledged DDA staff for their efforts in bringing everyone to the table.

V. Executive Director Report
addressed the board on the following items:

- DawnTown 2008: Waterworks: The Executive Director
Chairman Sanchez and Alyce Robertson presented an Andrew Frey with a DDA plaque for his leadership and hard work coordinating the DawnTown 2008 event/competition.

Andrew Frey thanked the board for their support and acknowledgment. Mr. Frey briefly presented an overview of the event/competition, which he hopes will become an annual event.

- Paul Walker Park Groundbreaking

The groundbreaking was held on December 2nd, with approximately 50 people attending. Additionally, several print and TV media were there.

- Bike Miami Day:

The 2nd Bike Miami event was held on Sunday (12/14) with fewer participants than the first one, but December is a difficult month all around. However, the City and DDA are committed to holding this event once every month. The next one is scheduled for Sunday, January 18, 2009 and the next two after that will be held outside of Downtown because of conflicts with other events.

VI. Committee(s) Update

A. Program Committees

• Economic Development / Research Program

Hank Klein reported that the entire meeting was devoted to a presentation and discussion with Tere Blanca, who is this year's Beacon Council chair. Ms. Blanca stated that the Beacon Council is focused on Downtown and has committed to forging a strong working relationship with DDA.

• Marketing-Communications Program

and Robert Geitner reported on the following:

- The Apple Organization: DDA working with The Apple Organization secured the media coverage for the Paul Walker Park Groundbreaking and DawnTown 2008.
- Real Estate Forum: DDA co-hosted a Real Estate Forum at the Port of Miami with 170 brokers attending. DDA is looking to coordinate two more forums over the year.
- FAM Trips: DDA is working with Greater Miami Convention & Visitors Bureau and other agencies to coordinate trips.

• Service Delivery Program

Jose Goyanes reported on the following:

- The committee met on 12/3/08 and approved a one-year commitment of \$25,000 to Camillus House, which is on the agenda as a resolution item. The Committee is also considering the potential of allocating some funds to additional City Homeless Assistance personnel (ie "green shirts").
- DDA met with the City Manager and Department Directors on 12/15/08 and the following requests were made:
 - o Additional Homeless Assistance Program personnel for the Downtown area.
 - o Additional on foot, bicycle and segway police personnel in Downtown and Brickell.
 - o Parking Authority: Request for City Attorney to work with DDA and MPA to draft an ordinance for review and approval of a uniform parking signage ordinance.
- Trash Receptacles: 20 receptacles were installed along South Miami Avenue in and round the Mary Brickell Village area.
- Ambassador Program: DDA met with ambassadors as part of the monthly updates and training.

- Urban Design, Transportation & CIP Program

reported on the following items:

- Downtown Master Plan: DDA is planning a board workshop at the end of January 2009.

Vice-chairman Neisen Kasdin requested to push the workshop to early February. The board agreed.

- Miami 21: The City's Planning and Advisory Board will review Wednesday, December 24th.
- DDA has met with various agencies to continue to bring to the forefront its projects and priorities.

VII. Legislative Item(s) [Note: The Executive Director recommends all Legislative Items]

1. A RESOLUTION OF THE BOARD OF DIRECTORS OF THE MIAMI DOWNTOWN DEVELOPMENT AUTHORITY ("DDA") OF THE CITY OF MIAMI, FLORIDA, APPROVING THE MIAMI DOWNTOWN DEVELOPMENT AUTHORITY ANNUAL REPORT 2008 IN ACCORDANCE WITH CITY CODE SECTION 2-890-892.

Jerome Hollo motioned to approve this item, Nitin Motwani seconded and the item passed unanimously by the board members present.

2. A RESOLUTION OF THE BOARD OF DIRECTORS OF THE MIAMI DOWNTOWN DEVELOPMENT AUTHORITY ("DDA") OF THE CITY OF MIAMI, FLORIDA, RATIFYING ACCEPTANCE OF THE JOHN S. AND JAMES L. KNIGHT FOUNDATION GRANT IN THE AMOUNT OF ONE HUNDRED AND FIFTY THOUSAND DOLLARS (\$150,000) OVER THREE YEARS TO PRODUCE A DYNAMIC CONCERT SERIES IN PUBLIC SPACES THROUGHOUT DOWNTOWN MIAMI THAT WILL CREATE A SENSE OF COMMUNITY AND INCREASE ENTERTAINMENT OFFERINGS ("PROGRAM"); AND FURTHER RATIFYING THE EXECUTIVE DIRECTOR'S EXECUTION OF A GRANT AGREEMENT FOR SAID PROGRAM.

Jose Goyanes motioned to approve this item, Rodrigo Trujillo seconded and the item passed unanimously by the board members present.

3. A RESOLUTION OF THE BOARD OF DIRECTORS OF THE MIAMI DOWNTOWN DEVELOPMENT AUTHORITY ("DDA") OF THE CITY OF MIAMI, FLORIDA, ALLOCATING AND APPROVING TWENTY-FIVE THOUSAND DOLLARS (\$25,000) FROM DDA BUDGET FY 2008-2009 FOR OPERATIONAL SUPPORT OF THE CAMILLUS HOUSE COURTYARD PROGRAM AS RECOMMENDED BY THE MIAMI DDA SERVICES DELIVERY PROGRAM COMMITTEE.

Hank Klein motioned to approve this item, Nitin Motwani seconded and the item passed unanimously by the board members present.

4. A RESOLUTION OF THE BOARD OF DIRECTORS OF THE MIAMI DOWNTOWN DEVELOPMENT AUTHORITY ("DDA") OF THE CITY OF MIAMI, FLORIDA APPROVING AND AUTHORIZING THE EXPENDITURE OF ATTORNEY'S FEES AND COSTS, IN AN AMOUNT APPROVED BY THE

CITY ATTORNEY, FOR THE ENGAGEMENT OF JAY SOLOWSKY ESQ. AND SOLOWSKY & ALLEN, P.L. AS OUTSIDE COUNSEL FOR THE PURPOSE OF REPRESENTING THE DOWNTOWN DEVELOPMENT AUTHORITY OF THE CITY OF MIAMI IN PROCEEDINGS FILED BY MILAN INVESTMENT GROUP, INC., IN THE CIRCUIT COURT OF THE 11TH JUDICIAL CIRCUIT, CIVIL DIVISION, CASE NO.: 08-77800 CA 08, SUBJECT TO A WAIVER BY THE MIAMI CITY COMMISSION OF THE PROHIBITIONS CONTAINED IN SECTION 2-612 OF THE CODE OF THE CITY OF MIAMI, FLORIDA, AS AMENDED; ALLOCATING FUNDS FROM ACCOUNT TITLED "LEGAL FEES/ LITIGATION"; AND REQUIRING THE CITY ATTORNEY TO REPORT TO THE BOARD OF DIRECTORS ON A QUARTERLY BASIS THE AMOUNT OF FEES AND COSTS INCURRED TO DATE.

Jose Goyanes motioned to approve this item, Rodrigo Trujillo seconded and the item passed unanimously by the board members present.

VIII. Other Business

With no further business, the meeting was adjourned.