

1 SPECIAL COMMITTEE ON THE POTENTIAL SALE OF JEA
2 AGENDA

3 Thursday, March 15, 2018
4 3:30 p.m.
5 Council Chambers 1st Floor, City Hall

6 John R. Crescimbeni, Chair
7 Danny Becton
8 Anna Lopez Brosche
9 Garrett Dennis
10 Joyce Morgan
11 Al Ferraro
12 Matt Shellenberg
13 Lori Boyer
14 Jim Love
15 Greg Anderson

16 Legislative Assistant: Staci Lopez
17 Legislative Assistant: Mia Richardson
18 Research Assistant: Jeff Clements
19 Council Auditor's Office: Kyle Billy
20 Council Auditor's Office: Phillip Peterson
21 Office of General Counsel: Margaret Sidman

22 DATE TAKEN: March 15, 2018
23 TIME: 3:30 p.m. - 5:56 p.m.
24 PLACE: City Hall
25 117 West Duval Street
Council Chambers
Jacksonville, FL 32202

26 This cause came on to be heard at the time and place
27 aforesaid, when and where the following Proceedings
28 were reported by:

29 Stephanie Powers Cusimano
30 Registered Professional Reporter
31 Florida Professional Reporter
32 Powers Reporting, Inc.
33 301 West Bay Street, Suite 1418
34 Jacksonville, FL 32202

P R O C E E D I N G S

1
2 MR. CRESCIMBENI: The Special Committee on
3 the potential sale of JEA come to order. It's
4 Thursday, March 15th, 2018, at 3:30 p.m. in the
5 afternoon. We will start by having everyone
6 introduce themselves for the record. I think I
7 started on this side last time. To be fair,
8 we'll start over here.

9 MR. CLEMENTS: Jeff Clements, Council
10 Research.

11 MR. PETERSON: Philip Peterson, Council
12 Auditor's Office.

13 MR. BILLY: Kyle Billy, Council Auditor.

14 MS. SIDMAN: Peggy Sidman, Office of
15 General Counsel.

16 MR. SHELLENBERG: Matt Shellenberg,
17 District 6.

18 MS. MORGAN: Joyce Morgan, District 1.

19 MR. BECTON: Danny Becton, District 11.

20 MR. CRESCIMBENI: John Crescimbeni, I'm
21 Group 2.

22 MR. DENNIS: Garrett Dennis, District 9.

23 MS. BROSCHE: Anna Lopez Brosche, Group 1.

24 MR. LOVE: Jim Love, District 14.

25 MR. CRESCIMBENI: All right. Thank

1 you-all for being here. We will have a public
2 comment period towards the end of this meeting,
3 so everybody in the audience that's interested
4 in addressing the committee, there are speaker
5 cards somewhere out there. I didn't see any.
6 If you'll fill those out and bring them back up
7 to the front to the desk or table by the
8 podium, they'll be collected and we'll hear
9 from you a little bit later.

10 I wanted to start off this meeting on a
11 little bit of a -- kind of on a lighter note
12 before we get into the meat of the subject
13 matter. And staff -- is Mr. Shellenberg set up
14 for queue?

15 MS. LOPEZ: Yes.

16 MR. CRESCIMBENI: Okay. So I have a
17 trivia question. I'm not sure what the prize
18 is, but don't yell your answer out. Hit the
19 queue and we'll see who can get this trivia
20 question answered correctly.

21 The question is, what am I? I made my
22 debut in Chicago in 1898.

23 MR. LOVE: Wrigley Field.

24 MR. CRESCIMBENI: Did you get the part
25 about not yelling out the answer? Let's start

1 over.

2 What am I? I made my debut in Chicago in
3 1898. By 1902 there were 81,000 in the United
4 States. In 1905 the first outdoor ones were
5 installed. And by the end of 1925, 25,000
6 outdoor ones existed in New York City alone.
7 In 1960 the number of outdoor ones or locations
8 in the United States hit a record 1 million.
9 By 1995 that number had grown to 2.2 million.
10 By the end of 2012, however, the Federal Agency
11 that regulates me reported only 243,487 remain.

12 What am I?

13 Mr. Becton.

14 MR. BECTON: My guess, light bulbs?

15 MR. CRESCIMBENI: A good guess,
16 Mr. Becton. It's not the right one.

17 Ms. Morgan?

18 MS. MORGAN: Telephone.

19 MR. CRESCIMBENI: What kind of telephone?

20 MS. MORGAN: The --

21 MR. CRESCIMBENI: It's the original --

22 MS. MORGAN: The one -- the telephone
23 booth?

24 MR. CRESCIMBENI: Public pay phones.

25 MS. MORGAN: Pay phones.

1 MR. CRESCIMBENI: 2.2 million in 1995,
2 400,000 plus in 2012.

3 Okay. With that said, our first --

4 MS. MORGAN: What do I get?

5 MR. CRESCIMBENI: I'll have to decide. I
6 think you get a free -- I'll going to get you a
7 three plus --

8 (Laughter.)

9 MS. MORGAN: Thanks a lot.

10 MR. CRESCIMBENI: You get the gold star.
11 I'll bring a gold star and we'll put it on your
12 name plate for next week.

13 Anybody in the audience have that guess,
14 raise your hand.

15 (Raised hands in the audience.)

16 MR. CRESCIMBENI: Oh, sure. It's all --
17 all the hands will go up.

18 All right. We had some action items from
19 our last meeting. I think we had five or six.
20 We're not going to have all those ready today
21 because of the time constraint of a one-week
22 turnaround, but we will have here several --
23 several of them crossed off the list.

24 We're not going to have a ten-year
25 look-back on JEA's revenue and expenses that I

1 think someone asked for. That wasn't quite
2 ready today.

3 JEA does not have their philanthropic
4 expenditures and volunteerism statistics for
5 the past five years, and the FEMA reimbursement
6 schedule is not going to be ready for today.
7 Everything else, I think, we should cross off.

8 One of the action items from the last
9 meeting was getting a current status report on
10 the RFP that was done in December, and I think
11 Mr. Becton had asked perhaps whether the
12 administration might consider not moving
13 forward with that till the committee finished
14 its work.

15 I invited Mr. Mousa to attend today. He's
16 going to address those two points. He stepped
17 out of a meeting, so I'm -- I promised to take
18 him up first so he can get back to his
19 meetings.

20 So, Sam, if you want to come up and
21 address that, I would appreciate it.

22 MR. MOUSA: Thank you, sir. Sam Mousa,
23 Mayor's Office.

24 MR. CRESCIMBENI: Sorry. Mr. Dennis, did
25 you have a question?

1 MR. DENNIS: Yes.

2 MR. CRESCIMBENI: Go ahead.

3 MR. DENNIS: Through the Chair, I thought
4 that this was going to be under oath, so how is
5 that working?

6 MR. CRESCIMBENI: Well, we're going to
7 talk about that in a few minutes, so --
8 actually I put that kind of towards the end of
9 the agenda. You want to talk about it now? I
10 was hoping we could postpone. Because I
11 didn't -- all the speaker cards for use today
12 are just the regular speaker cards, they're not
13 oath speaker cards.

14 MR. DENNIS: Well, we're going to have a
15 lot of people speaking today, and I just want
16 to make sure that, you know, we set the ground
17 rules at the beginning. I thought that's what
18 we talked about last week.

19 MR. CRESCIMBENI: We talked about -- we
20 did talk about that, but there was a memo that
21 came out yesterday late, I got copies for you
22 today, that expresses some concern about that.
23 And I just wanted to have that conversation
24 before we actually embarked on that process.

25 MR. DENNIS: I don't know Mr. Mousa's time

1 frame for him to be here, but I think that
2 that's appropriate since that's -- that was the
3 impression I was under.

4 MR. CRESCIMBENI: Ms. Sidman -- Mr. Mousa,
5 how much time can you --

6 MR. MOUSA: So I'll make whatever time you
7 decide I'm going to be today.

8 MR. CRESCIMBENI: All right. Ms. Sidman,
9 I have this as item 8 on our agenda, but it
10 looks like we're going to go to item 8 now.

11 Ms. Sidman, I think in your packet -- it's
12 probably the last item in your committee
13 packet. This is a -- maybe not. Let's see if
14 I can find it. It's a memo dated March 14th
15 from the Office of General Counsel. It should
16 be in your packet somewhere. So, Ms. Sidman,
17 do you want to go ahead and talk to the
18 committee about the oath process and the
19 subpoena process?

20 MS. SIDMAN: Through the Chair, the last
21 meeting you asked us to come up with -- I did
22 write a white paper. We did a memo on this
23 issue, and I'd like you to refer mostly to the
24 memo, but, in summary, in furtherance of your
25 legislative action, the Special Committee can

1 issue subpoenas and issue those. And the
2 manner in which that would take place is there
3 would be a majority vote of the committee to
4 issue the subpoena. The general counsel would
5 draft it, the Council's secretary would issue
6 the subpoena, there would be a service of the
7 subpoena by the JSO, and that would state the
8 date and time and generally a statement about
9 which the individual who is testifying, and the
10 witness would appear and/or testify. If the
11 witness refused to appear and/or testify, the
12 chairman of the committee, by majority vote of
13 the committee, would report to Council. And
14 the Council by action of a resolution would
15 have an order of a Council attached to it if
16 that were to pass through.

17 That then would be served -- the order of
18 the Council would be served with a date and
19 time and a general statement, served by the
20 sheriff, and the witness would be requested to
21 or compelled to appear. And if, again, that
22 witness didn't appear and/or testify, then the
23 Council would report that failure to comply
24 with the Council order to the State Attorney's
25 Office.

1 And these are steps that are outlined in
2 Section 134 -- Chapter 134 of the Ordinance
3 Code, your Council Rules 2.208 and 2.210, and
4 also the charter, 5.09.

5 MR. CRESCIMBENI: All right. In part of
6 the memo -- I don't know if it's your memo.
7 The memo that I got late yesterday afternoon
8 talked about some policy perspective that the
9 committee probably should consider with regard
10 to oaths and subpoenas. Do you want to address
11 that or do you want to read from your -- from
12 the OGC memo?

13 MS. SIDMAN: You want me to address that
14 or Mr. Gabriel?

15 MR. CRESCIMBENI: Whoever. Mr. Gabriel,
16 you want to address that?

17 MR. GABRIEL: Sure. Good afternoon,
18 Mr. Chairman. Jason Gabriel, General Counsel.

19 As stated in our March 14th memo from last
20 night, the policy called here is that you
21 should exercise some judiciousness in this
22 power, the power of subpoena, the power of
23 administering an oath.

24 So let me start with, you, the Council,
25 the legislative body, have per the charter

1 investigative power, and in that investigative
2 power is the power to administer oaths or issue
3 subpoenas.

4 That power, at least the power to
5 administer oaths, is typically and, in fact,
6 always routinely used in quasi-judicial
7 settings. For a lot of you who served on LUZ
8 and even in your capacity on City Council, when
9 you're taking rezonings and things like that,
10 those are typically settings where one would --
11 would take an oath.

12 It is seldomly used, and, in fact, I don't
13 know of any example in the last 50 years where
14 an oath was administered for a policy matter,
15 which would be this sort of thing that you're
16 discussing here, with the potential sale of the
17 JEA. That's a policy call.

18 When we did our research on the nature of
19 oaths and the nature of subpoenas, they're
20 typically reserved for judicial proceedings,
21 and so the reason they're typically used in
22 these quasi-judicial-type settings is because
23 you're preserving the record, you're preserving
24 evidence or obtaining evidence and keeping it,
25 keeping it preserved in case there's subsequent

1 legal proceedings. And that's why you have,
2 you know, typically in an LUZ setting or a
3 planning commission setting, you have a
4 corporate order and things like that.

5 So you're not prohibited from utilizing
6 the power of the oath and, if necessary,
7 subpoena in a policy discussion, which is what
8 you have before you here, but what we would ask
9 is that you exercise that power with
10 deliberation and with cause.

11 Subpoenas, when they're issued, pursuant
12 to case law have to be focused and they have to
13 have a relegated scope. So it can't be a
14 free-for-all of a request for information, it
15 has to be relegated to a mission and a purpose,
16 which I would glean the mission and purpose
17 here to be what was in the Council President's
18 memo and directive for this committee, and it
19 would have to be in the realm of the
20 jurisdiction of the legislative body. So, in
21 other words, this body would not be able to
22 delve into the personal affairs of any of the
23 witnesses that will come before you and so
24 forth.

25 So the concerns are separation of powers.

1 The executive branch obviously has a
2 prerogative to be able to go to look and
3 investigate assets, operations of the
4 government and things of that sort, and they
5 have the ability to negotiate and bring
6 transactions and proposals and policies before
7 this body. Of course, then this body has the
8 ability, the prerogative to investigate,
9 analyze the information given and decide what
10 it would like to do at that point.

11 So I'm basically just sort of briefly
12 paraphrasing what we put in our memo, but those
13 are the sorts of considerations that should be
14 taken into account before doing that, because
15 underlying the notion of administering an oath
16 is the notion that perhaps, unless it's a
17 quasi-judicial hearing that in a policy context
18 that that -- the information being given is not
19 trusted or things of that nature. So it puts
20 it in this sort of posture of
21 quasi-litigiousness.

22 And in that vein, if people are going to
23 come up here and take an oath and that sort of
24 thing, they're going to likely seek legal
25 counsel. They should, I would advise they seek

1 legal counsel. I would advise that they be
2 circumspect in the information they give you.
3 I would advise that if they are ever in doubt,
4 that they should say, I don't know, or, I don't
5 recollect. It's the same sort of counsel we
6 give if someone were being deposed or things of
7 that nature.

8 So those are sort of the things that are
9 in the memo. I'm happy to answer any other
10 questions if you have any. I would take the
11 time to read the memo and certainly, you know,
12 I'm available for any questions regarding that.

13 MR. CRESCIMBENI: Again, I thank you,
14 Mr. Gabriel.

15 I received this memo late yesterday. This
16 meeting agenda was kind of, like, already out
17 of the gate, but this paragraph on page 2 is
18 the one that kind of drew my attention. It
19 says, "While perhaps intended to elicit the
20 free flow of factual evidence, administering an
21 oath may very well have the opposite effect and
22 in fact stymie witness testimony or information
23 because it will almost certainly encourage
24 witnesses to be extremely cautious, or seek
25 legal counsel as to what they may say, fearing

1 that any word or utterance might cost their
2 freedom with the potential penalties of
3 imprisonment and fines hanging in the
4 backdrop."

5 So I scheduled this as an item towards the
6 back because I was -- I wanted to have this
7 discussion before adopting any policy without
8 the committee's input and direction.

9 So I have a few people on the queue.
10 Mr. Dennis.

11 MR. DENNIS: So through the Chair to
12 General Counsel Gabriel, so you're saying that
13 we should proceed in caution because there
14 isn't any precedent for using the oath and
15 subpoena in this type of setting?

16 MR. GABRIEL: Through the Chair to Council
17 Member Dennis, in so many words, maybe what I
18 would say is -- and actually I'll read this
19 paragraph and this will probably answer your
20 question from the memo, and it's the paragraph
21 right before the one the chairman just read,
22 but, "Since consolidation (for almost 50 years)
23 employees and officers have attended hundreds
24 of Council or Committee meetings on their own
25 prerogative or at the request of Council

1 Members. Since issuing a subpoena suggests
2 that the only way to compel testimony or
3 provide documents is through force, such power
4 should be reserved as a last resort, used only
5 when requests for information or attendance
6 have been declined or neglected. To do
7 otherwise may create questions in any judicial
8 proceeding instituted to enforce the subpoena."

9 And I only say that just -- I urge
10 caution, that's all. You know, I think it's a
11 power -- it's certainly a power that you have.
12 I would just recommend and advise, because it
13 gives it this in preemptor of significance.
14 And that's not to say that everyone that gets
15 up here -- everyone that gets up here is
16 assumed to be telling the truth and must be
17 telling the truth whether they've been
18 administered an oath or not.

19 MR. DENNIS: So through the Chair to
20 Mr. Gabriel --

21 MR. GABRIEL: Sure.

22 MR. DENNIS: -- so this committee is to
23 review the potential sale of JEA. Do you feel
24 that that is of significance? JEA, which is
25 our largest and most valued asset, do you think

1 that that rises to that level of significance
2 to know the true -- you know, on the charge of
3 the -- of the -- of the mission, the charge for
4 this committee? You know, you're our -- you're
5 the general counsel for the consolidated
6 government, and so I'm asking you as my
7 attorney, or as our attorney, does this rise to
8 the level of significance to know the
9 information that we're receiving? because at
10 the end of the day we're going to have to make
11 a decision, we need to know the truth, the
12 whole truth, and nothing but the truth.

13 MR. GABRIEL: Sure. Through the Chair to
14 Council Member Dennis, absolutely. This is a
15 very significant topic that you're discussing,
16 a very important one. I'd expect a lot of good
17 productive discussion.

18 I also would submit that the officers and
19 employees, the potential witnesses that would
20 appear before you, if they're hired by the
21 City, the JEA, that there is automatically
22 attached to that this understanding that
23 they're always going to tell the truth and
24 cooperate with this body and any other body
25 that they deal with.

1 So while absolutely it's a significant
2 item that y'all are discussing, considering,
3 and analyzing, at the same time I would also
4 underscore the importance to trust the
5 employees and officials that come before you.

6 MR. DENNIS: So -- through the Chair, this
7 is my last question, so your office deals with
8 a lot of issues, and I know as finance chair, I
9 know I have to sign off on settlement
10 agreements that your office has reviewed to
11 say, okay, you know, we've reviewed this and,
12 you know, we want to pay the settlement, we
13 want to make the settlement.

14 In your quest to determine this is a case
15 we need to settle, do you -- does your office
16 take an oath or have witnesses to attest? I
17 mean, how do you find out the truth in order to
18 determine to sign off on the settlement?
19 Because I'm hoping that the information that
20 I'm getting, every settlement that I sign off,
21 that my name is attached to, you know, I'm --
22 I'm looking towards the general counsel to have
23 vetted thoroughly and made sure that everything
24 that's in those documents, those legal
25 documents that I'm signing is truthful.

1 So I'm just trying to -- because on one
2 hand, it's okay. On the other hand, you know,
3 we need the truth. We're talking about dollars
4 here. So can you -- can you explain that to
5 me, kind of help me out, because right now I'm
6 a little confused.

7 MR. GABRIEL: Sure. Through the Chair to
8 Council Member Dennis, those documents that
9 you're discussing, they're reviewed by a host
10 of folks, depending on what the issue is, risk
11 management, Office of General Counsel. And in
12 varying degrees in the litigation process, some
13 of them are pre-suits, some of them are later
14 down the road. And as officers of the Court --
15 we're attorneys, we're officers of the Court,
16 we have an oath that we take when we get our
17 license and --

18 MR. DENNIS: Sure. Now the --

19 MR. GABRIEL: -- it is a perpetual oath
20 that is always involved with anything we do
21 before you're seeing --

22 MR. DENNIS: But my question is, you know,
23 the other people that -- not your office, but
24 I'm talking about the plaintiff, people that
25 might have saw someone slip and fall, how do

1 you know they're telling -- are they -- when
2 you're investigating or trying to get to the --
3 to the answer, do they take an oath, do they
4 attest, or it's, you know, we -- it's --
5 whatever you tell us, we'll take it because at
6 the end of the day, there's going to be a
7 settlement -- potential settlement of thousands
8 of dollars, maybe millions of dollars? I'm
9 just curious on not the employees, but the
10 people that you go out and seek to come to a
11 conclusion of whether we settle or we take this
12 to Court.

13 MR. GABRIEL: Sure. Through the
14 Council -- through the Chairman to Council
15 Member Dennis, again, it all depends on at what
16 degree or at what legal or what stage of the
17 litigation, you know, the settlement happens.
18 Sometimes it's a little down the road where
19 we've gone through depositions and things like
20 that, depositions are under oath, and things of
21 that sort. Sometimes it's early on and it's
22 based on police reports and things like that,
23 just depends.

24 But I think what you're asking, completely
25 underscore is what I had -- you know, what I

1 was discussing at the outset of this whole
2 thing, which is -- and it's exactly your point,
3 that that is absolutely fair game and
4 absolutely routine practice when we're in a
5 litigious -- a litigious or a judicial
6 proceeding, absolutely. Just like, again, when
7 you put your quasi-judicial hats on, that is a
8 routine -- it becomes a routine-type evidence
9 obtaining, evidence preserving sort of
10 wrap-around the stuff you're dealing with, but
11 the point was that in policy -- in typical
12 legislative policy, making rules, it's not
13 routine and it should be judicially exercised.

14 MR. DENNIS: I apologize to the Chair, I
15 know I said it's my last question, but this is
16 definitely my last question.

17 So as our attorney, as the attorney of
18 the, quote, consolidated government, does this
19 rise to the level of significance to where we
20 need to have the truth? When people come
21 before us and speak to us about the potential
22 sale of JEA, billions of dollars, does this
23 rise to that level of significance or should we
24 just -- you know, it's not important, we'll
25 just take everybody's word about it? I need to

1 know as my attorney, as the Council attorney,
2 as the attorney of the consolidated government.

3 MR. GABRIEL: Through the Chair to Council
4 Member Dennis, it's of absolutely paramount
5 importance that y'all deliberate, get all the
6 facts you need, and understand it and analyze
7 it, and take your time prior to making a
8 decision. And at the same time, I will -- I
9 will assume for purposes of the folks that come
10 before you that any officers or employees that
11 come before you are telling the truth. And so
12 the measures and the methods of subpoena and
13 oath are certainly reserved for your -- and I
14 would call it a policy decision on your part,
15 whether you want to invoke those or not.
16 They're not necessarily mandated in this
17 context.

18 MR. DENNIS: So the question asked, as our
19 attorney, does this rise to that level of
20 significance?

21 MR. GABRIEL: Okay. So through the Chair
22 to Council Member Dennis, the decision to
23 invoke the power of subpoena or administering
24 oaths is your call. What I'm telling you is
25 when they're typically used and when they're

1 seldomly used.

2 Now, separate and apart from the fact that
3 which you have before you, this
4 multibillion-dollar potential transaction is of
5 paramount importance is two separate things.

6 MR. CRESCIMBENI: Thank you, Mr. Gabriel.
7 Mr. Becton.

8 MR. BECTON: Thank you. Through the
9 Chair. I was hoping you could answer my
10 question so I wouldn't have to speak, so I'll
11 approach this a little differently.

12 You know, I heard you loud and clear, and
13 certainly talking about it being a policy
14 decision, but wouldn't you agree that this is
15 probably the largest and complex public
16 decision in the history of this county?

17 MR. GABRIEL: I probably would agree with
18 that. To the issues of a --

19 MR. BECTON: Okay.

20 MR. GABRIEL: -- yeah, I would agree with
21 that.

22 MR. BECTON: So couldn't you kind of take
23 from that answer that -- would you say that
24 this is a very unique policy matter based on
25 facts that are paramount to making that policy

1 decision?

2 MR. GABRIEL: Sure. Through the Chair,
3 sure.

4 MR. BECTON: Okay. So this is quite
5 unique and it's not just your typical
6 run-of-the-mill policy matter, correct?

7 MR. GABRIEL: Correct.

8 MR. BECTON: Okay. Thank you.

9 MR. CRESCIMBENI: Mr. Gabriel --
10 Mr. Becton.

11 MR. BECTON: Yeah, one more question I
12 thought of. I was going to ask Mr. Mousa a
13 question if he'd come up.

14 MR. CRESCIMBENI: Is it on this subject?

15 MR. BECTON: It is. It is.

16 MR. CRESCIMBENI: Mr. Mousa, do you care
17 to opine on this subject?

18 MR. MOUSA: I don't have an opinion, sir,
19 on --

20 MR. BECTON: No, I want to ask you -- I
21 just want to ask you a question. You were --
22 through the Chair, you were asked to come up a
23 few minutes ago and kind of were going to opine
24 on a question that I think you were
25 knowledgeable of what might be asked. Would

1 serving under oath on that question, would it
2 affect your -- your ability to answer that
3 question in terms of -- I think if you just go
4 to the agenda, we were just going to talk about
5 the RFP process and maybe pausing -- asking the
6 administration to pause on that. Would that --
7 would that affect one way or the other your
8 presentation to us today?

9 MR. MOUSA: Through the Chair to Council
10 Member Becton, Councilmen, I have provided
11 testimony to this committee, to this body on
12 off-and-on times for the last 30-some-odd
13 years. At no time have I ever not told the
14 truth before a committee of the Council or for
15 the Council as a whole, and I don't intend to
16 start that practice today.

17 MR. BECTON: No doubt. I just, I guess,
18 wanted to find out if there was some, you know,
19 pre-mandate that if -- if this committee were
20 to go in that direction, that, you know,
21 someone might advise you that you'd have to not
22 opine on anything that we had asked today.

23 MR. MOUSA: So it's my understanding, I
24 wasn't going to opine on anything today. I was
25 going to answer questions today.

1 MR. BECTON: Okay.

2 MR. CRESCIMBENI: He was going to answer
3 the action item about the status of the R- -- I
4 said, Sam, if you will come to the meeting,
5 we'll get you in and out. He was going to come
6 here to talk about the status of the RFP from
7 December.

8 And, Mr. Becton, do you have any
9 questions, you were at the last meeting, about
10 whether the administration is agreeable to
11 putting that part on hold until this committee
12 finished its work? That's why I asked
13 Mr. Mousa to come here to --

14 MR. BECTON: And that's exactly what I
15 guess I should have come straight up and
16 stated.

17 Given what the Chair just said, would it
18 deter you in any way if the committee were to
19 take that -- start that oath process today in
20 just a minute, would it deter you in any way in
21 you helping us in that regard?

22 MR. MOUSA: Mr. -- through the Chair to
23 Mr. Becton, Mr. Becton, as I previously stated,
24 I have never, will I ever provide anything
25 other than the truth presenting to this

1 committee or any other body of the Council.

2 MR. BECTON: Okay. Thank you. Thank you,
3 Mr. Mousa.

4 MR. CRESCIMBENI: Well, if that's your
5 position, Mr. Mousa, who is your favorite
6 Council member?

7 MR. MOUSA: Sir, if you might let me
8 answer that, if Sam Newby was here, I would
9 tell him he's the better looking Sam.

10 MR. CRESCIMBENI: Council President
11 Brosche.

12 MS. BROSCHE: Thank you, Mr. Chairman.

13 I -- you know, even based on what we just
14 heard, we talked last time about starting this
15 process with doing this, you know. I think the
16 memo speaks much more on the subpoena power,
17 which I don't think anybody was planning to
18 come out of the gate and start issuing
19 subpoenas, and that that would have been
20 reserved for whatever this body felt necessary,
21 and I believe that would never be the case.

22 But as it relates to administering an
23 oath, this group discussed last week about the
24 fact that setting the tone from the beginning,
25 that everyone was going to be treated the same

1 when they came forward, and that we weren't
2 going to switch gears midway along the way and,
3 you know, treat anybody differently. And if
4 indeed everyone is here to deliver the truth,
5 then doing so under an oath shouldn't be a
6 challenge.

7 And so I agree with Councilman Becton that
8 this is the most significant matter that has
9 ever come before the Council, and it is of
10 extreme importance that we're getting to the
11 truth and getting to the facts. And so I
12 haven't changed my position from last week,
13 from this memo, and I appreciate the
14 follow-through on the request to understand
15 subpoena power, which is really what we were
16 trying to dig more into. And so that's my --
17 that's my decision.

18 MR. CRESCIMBENI: Thank you, Councilwoman
19 Brosche.

20 When I read the memo, what came to mind
21 was having an attorney standing next to a
22 speaker and every question that we ask, pausing
23 until they had an exchange about how -- or what
24 approach would be the answer. I just felt like
25 we needed to talk about that because that's

1 going to be a huge time constraint.

2 And the other problem I had was, are we
3 going to swear in Ms. Sidman, Mr. Gabriel, our
4 Council auditors? I'm -- I think that -- if
5 we're going to take that approach, we need to
6 decide is it going to affect everybody or are
7 we going to exempt the General Counsel's
8 Office.

9 I think in the conversation that we had
10 with Mr. Mr. Gabriel about this memo, lawyers
11 typically don't take oaths, is that correct,
12 unless they're a witness in a claim or
13 something?

14 MR. GABRIEL: To the Chair and to the
15 Committee, that's correct, because we're --
16 we're your lawyers or your legal counsel, we're
17 not witnesses.

18 MR. CRESCIMBENI: You've already taken an
19 oath?

20 MR. GABRIEL: Yes, a perpetual one at the
21 beginning.

22 MR. CRESCIMBENI: Those were the concerns
23 that I had.

24 Mr. Shellenberg.

25 MR. SHELLENBERG: Thank you, Chair. I

1 just want to make a comment. I've been here
2 seven years, and I've never found that the data
3 that they gave me has been inaccurate in any
4 kind of stretch of the imagination. When you
5 ask them to opine, they might differ on what is
6 said, but if you're asking for specific
7 information regarding the growth or the decline
8 or what's going on with employees, then -- you
9 know, then possibly how many can be fired in a
10 certain period of time, they've always been
11 incredibly helpful and accurate to us.

12 I agree with you that I don't want a
13 lawyer sitting next to them and -- with all the
14 lawyers. And, of course, the lawyer will tell
15 them to be as broad as possible. And then the
16 next question, if you do it, who's going to pay
17 for the lawyer sitting next to them? Is it
18 going to be a City Council contingency fund, is
19 it going to come out of the general fund?

20 I just find that we've been here -- I've
21 been here seven -- almost seven years. I've
22 never found it necessary to do it. We thought
23 about giving it, I think, in a previous -- one
24 previous administration that we fulfill that
25 requirement, but I think that we're going to

1 the extreme. Either you believe what they say
2 or you don't, and we don't need to hire anybody
3 to have them -- have a truth meter out there to
4 tell us if it's truthful or not. We will know,
5 and I'm pretty sure that the administration or
6 somebody of the management over at JEA thought
7 their employees were lying to us, they would be
8 fired on the spot. So I find this is an
9 unnecessary discussion regarding oaths and
10 subpoenas because they are -- if you ask them,
11 they seem to always come, they come to our
12 offices whenever we require some additional
13 information. So I appreciate the discussion,
14 but I think this is a non-starter and I find
15 this -- this -- this discussion not
16 appropriate.

17 MR. CRESCIMBENI: All right. I have no
18 one else on the queue, so we probably need to
19 address this one way or the other. Do you want
20 to decide on policy right now or do you want to
21 think about it and proceed with our meeting?
22 What direction does the committee want to go
23 in?

24 Let the record reflect Councilman Ferraro
25 has joined us as has Councilwoman Boyer, who is

1 sitting in the quarantine zone out in front.

2 Mr. Dennis.

3 MR. DENNIS: Through the Chair to the
4 committee, I offer a motion to swear one in
5 that comes before us. I'm not saying that -- I
6 think that I've got misinformation, you know,
7 this past, you know, three years -- two and a
8 half, three years, three years, it goes by so
9 fast on this Council. I feel I've gotten some
10 information -- some misinformation or something
11 different that's -- that hasn't been quite
12 accurate for one reason or another. And again,
13 it's something that we talked about, and that I
14 think there's an expectation that we're going
15 to -- you know, that is -- this is something
16 that we're going to do.

17 So I offer a motion that we swear everyone
18 in that -- that speaks down there. You know, I
19 don't think that anyone sitting up on the dais
20 should be sworn in, but if they come to the
21 podium and they're giving us information, I do
22 have an expectation for them to be under oath
23 and tell the truth. And if they're telling the
24 truth, you know, what's the big deal? You
25 know, what's the big deal with, you know,

1 holding your hand up and taking an oath if
2 they're telling the truth? So I offer a motion
3 that we start off by putting everyone that
4 comes before the podium to speak before this --
5 this committee under oath.

6 MR. CRESCIMBENI: Thank you, Mr. Dennis.

7 Is there a second to that motion?

8 MS. BROSCHE: I second it.

9 MR. CRESCIMBENI: Thank you. That was by
10 Council President Brosche. Discussion?

11 Mr. Becton?

12 MR. BECTON: Thank you. Through the
13 Chair, you know, certainly this is a very
14 somewhat cuff decision because we're going to
15 have a lot of colleagues come up in the
16 administration like Mr. Mousa, yes, this is not
17 for him. We've never, you know, certainly
18 questioned his integrity or what he has come up
19 to say.

20 But as Chair, you -- in our charge, we
21 also talked about having -- and we spent time
22 this week looking over the RFP to have, as you
23 put it, a truth meter up here. And if we're
24 not worried about truth, then we don't need a
25 truth meter, we don't need a consultant up here

1 because there will be nothing up here that
2 doesn't come to us that's truthful.

3 But there's a part of this that this is by
4 far, I don't think it's even close to
5 whatever's in second place, the biggest policy
6 decision based on questions that we'll ask --
7 that it's understandable somebody comes up and
8 says -- you know, let it be known that, you
9 know, I'm not 100 percent sure about this or I
10 don't have exactly the facts, but there'll be
11 questions for which we really need the accurate
12 answers to in order to get to the -- you know,
13 our vote at some point in the future. And I
14 don't -- you know, and so I'm kind of like my
15 colleagues, I don't want to pick and choose
16 who -- who I -- you know, Mr. Mousa, you know,
17 comes up and here gives me absolute truth and I
18 wouldn't require to swear him on any given day,
19 but someone else that might come up here and
20 I'm like, you know, I'm not sure, I don't want
21 to pick and choose.

22 So it's a question as are we going to be
23 consistent, do we need a consultant to come up
24 here and be as we refer a truth meter and have
25 the -- the integrity of every constituent out

1 there watching this of whether we're getting
2 the right answers and so forth? I'm sure we
3 will get 99 percent of the right answers, but
4 this is so paramount of a decision on behalf of
5 the Council that I think I'm leaning to
6 supporting the motion and just starting from
7 scratch and -- and having the consultant up
8 here to give us the answers or the evaluation
9 of what we're hearing to the point where the
10 Planning Commission every Thursday -- or every
11 other Thursday swears everybody in. And, you
12 know -- and, you know, it doesn't seem like
13 it's a farfetched requirement. So thank you
14 for letting me opine on that.

15 MR. CRESCIMBENI: Thank you, Mr. Becton.

16 There's no one else -- oh, Ms. Morgan.

17 MS. MORGAN: Yes. Thank you so much.

18 Through the Chair, I pretty much feel the same
19 way. I believe that we just have to set the
20 standard, we have to be consistent, and we have
21 to start the process from the very beginning
22 and start out the gate. It is what we are
23 charged to do. It is not personal in any
24 stretch of the imagination and we don't want it
25 to be personal. And this is the way that we

1 keep it from becoming personal. This is our
2 way that -- that we absolutely remain fair to
3 the process from beginning to the end. And so
4 I definitely support that we just take the oath
5 and be done with it and take it for everyone.
6 Thank you.

7 MR. CRESCIMBENI: Thank you, Ms. Morgan.
8 Mr. Shellenberg.

9 MR. SHELLENBERG: Just a comment. So if
10 someone comes up and doesn't want to take the
11 oath and he's waiting for a lawyer to be hired,
12 and, of course, you need to determine if he's
13 going to pay for that lawyer, if he declines --
14 if he or she declines, then you have to go
15 through the subpoena process, which listening
16 to the process could take a month or six weeks
17 to actually get them to respond because he can
18 deny the first one, possibly deny the second
19 one, until it gets to most -- over to the State
20 Attorney. So you go through a month, five
21 weeks without getting some answers because the
22 person declines the -- to taking the oath and
23 maybe have -- want to have a lawyer next to him
24 or her. Thank you.

25 MR. CRESCIMBENI: Thank you. There is no

1 one else in the queue. All those in favor of
2 the Dennis motion, which would require, if I
3 understand it, speakers at the podium to be
4 sworn in prior to their comments or
5 presentations or answering questions, all in
6 favor say yes.

7 THE COMMITTEE: Yes.

8 MR. CRESCIMBENI: Those opposed say no.

9 THE COMMITTEE: (No response.)

10 MR. CRESCIMBENI: All right. That motion
11 passes.

12 All right. So, Ms. Sidman, how do we
13 administer the oath? On a case-by-case basis?

14 MS. SIDMAN: Through the Chair, there's a
15 provision in Section 134.102 that describes the
16 oath, and it basically reads, "Do you solemnly
17 swear or affirm to tell the truth, the whole
18 truth, and nothing but the truth under penalty
19 of perjury?" So I would imagine that you
20 would --

21 MR. CRESCIMBENI: Do you have everybody --
22 do we administer that on a -- not a
23 case-by-case, but a speaker-by-speaker basis?
24 I think the Planning Commission, they do it at
25 the beginning of the meeting, don't they? It's

1 like a -- you just have everybody stand up,
2 agree who is going to speak at the outset? How
3 do we want to handle that?

4 MS. SIDMAN: My advice would be since it's
5 under penalty of perjury, you need to have each
6 person separately affirm that they're going to
7 tell the truth. So each and every person that
8 you have --

9 MR. CRESCIMBENI: Is that something you
10 can administer if they come up to the podium
11 since you've got the verbiage there in front of
12 you?

13 MS. SIDMAN: I'll be happy to give it to
14 the court reporter to administer.

15 MR. CRESCIMBENI: To the court reporter to
16 administer?

17 MS. SIDMAN: Usually that's how it happens
18 during a deposition.

19 MR. CRESCIMBENI: This isn't a deposition.
20 So is that something you can do?

21 Mr. Gabriel, can you provide some --

22 MR. GABRIEL: Sure. To the Chair, I mean,
23 the Planning Commission is -- typically the
24 court reporter that administers it on a case
25 by -- as each person --

1 MR. CRESCIMBENI: Speaker-by-speaker
2 basis?

3 MR. GABRIEL: Speaker-by-speaker basis,
4 that's usually --

5 MR. CRESCIMBENI: We're able --

6 MR. GABRIEL: The Chairman can administer
7 it to them.

8 MR. CRESCIMBENI: Does the court reporter
9 have that verbiage?

10 THE COURT REPORTER: (Nods head.)

11 MR. CRESCIMBENI: All right. Probably
12 committed to memory; is that correct?

13 THE COURT REPORTER: (Nods head.)

14 MR. CRESCIMBENI: Back to item 3,
15 Mr. Mousa, will you still address the
16 committee on the RFP status -- the current
17 status of the RFP? And Mr. Becton may have
18 questions for you.

19 So, Court Reporter, please.

20 THE COURT REPORTER: Would you raise your
21 right hand, please. Do you swear or affirm
22 that the testimony you are about to give is the
23 truth, the whole truth, and nothing but the
24 truth so help you God?

25 MR. MOUSA: No, ma'am. I refuse to take

1 this oath.

2 MR. CRESCIMBENI: Okay. So where does
3 that put us, Mr. Gabriel?

4 MR. GABRIEL: To the Chair and to the
5 Committee, that's not a part of my memo.

6 People that come here are free to exercise
7 their rights. They can decline to take the
8 oath. At this point it's your prerogative to
9 continue to ask questions without the oath
10 being administered or he can -- you can dismiss
11 the gentleman at the podium and stop asking him
12 questions, and that's the end of it.

13 The only way to compel anything else other
14 than communicating and requesting would be
15 through subpoena.

16 MR. CRESCIMBENI: Okay. Do we want to
17 hear from Mr. Mousa today?

18 MS. BROSCHE: (Shakes head.)

19 MR. CRESCIMBENI: No? All right. Thank
20 you, Mr. Mousa. I'm sorry we tied up your
21 meeting schedule.

22 MR. MOUSA: No problem, sir. You're more
23 than welcome.

24 MR. CRESCIMBENI: Thank you.

25 All right. Mr. Dennis.

1 MR. DENNIS: Through the Chair, so since
2 we had a question of Mr. Mousa and he won't
3 take the oath, so do we need to proceed with
4 subpoena and the -- how does that work? Do we
5 want to proceed with the -- with the agenda and
6 then at the end we address on --

7 MR. CRESCIMBENI: Well, let's -- my
8 recommendation would be let's proceed with the
9 agenda, see if we have any others that refuse
10 to take the oath, and we can collectively deal
11 with them all at one time. Is that agreeable?

12 All right. Oh, I'm sorry, you're up next
13 anyway. So you're here to talk to us about
14 the -- item 4, you're here to talk to us about
15 the -- your March 12th memorandum on the
16 financial-related services, the RFP that we
17 just talked about. I think you had responded
18 to questions that I had sent to you, that
19 Councilwoman Boyer had sent you, Mr. Becton.
20 And also address the February 13th memorandum
21 on the process for evaluation. I think there's
22 copies of both of those in your -- in the
23 meeting packet that was given.

24 So we'll take the -- we'll take the -- the
25 financial-related services memo first, that was

1 going to come on the heels of Mr. Mousa's
2 remarks, and then we'll go to the process for
3 the evaluation.

4 MR. GABRIEL: Okay. To the Chair and to
5 the Committee, I know the process memo I had
6 distributed, I believe, to all the Council
7 members -- I apologize, I don't recall if -- I
8 think the financial services memo I may have
9 only sent to the two Council members that had
10 asked questions about it. So I'm not sure if
11 everyone -- does every- -- I'm sorry, does
12 everyone have that memo --

13 MR. CRESCIMBENI: Everybody has a copy of
14 it in their packet.

15 MR. GABRIEL: All right.

16 MR. CRESCIMBENI: So if you want to run
17 through that quickly.

18 MR. GABRIEL: Sure. And I broke it out in
19 nine questions. I think seven of them were
20 posed by Councilman Crescimbeni and the last
21 two, eight and nine, were posed by Councilwoman
22 Boyer.

23 But, you know, in a nutshell, the question
24 was asked in the pursuit -- in the City's
25 pursuit of the PFM financial-related services

1 third-party procurement of potential investment
2 advisors for the review of City estates, the
3 question was asked whether that was properly
4 done.

5 And essentially the answer to that is yes,
6 pursuant to Section 126.313 of the Procurement
7 Code, this is what's considered one of those
8 professional sort of niche services. And in
9 that provision, it provides for the authority
10 of the Director of Finance, the City treasurer,
11 and the procurement chief to put together a
12 policy. It's referred to in there as the, I
13 think, treasury and pension procedures and
14 policies, which, in fact -- so it authorizes
15 those three folks to put together sort of these
16 universal standards for the procurement of
17 financial-related services through this as
18 policy.

19 And so my next inquiry was was that
20 followed, and the answer was yes, because there
21 was a policy that was approved and signed by
22 all three of those parties I mentioned as of
23 October 17th, 2016, and that policy and
24 procedures is attached to this memo.

25 And in line with that, this particular RFP

1 through this third-party PFM was procured. And
2 there were some -- I guess an assortment of
3 when he did, if that was brought. I'm not
4 sure. You know, that's -- I guess those are
5 some of the questions you had, what the status
6 of those are, but that's -- you know, that was
7 the process that was followed.

8 This is all authorized in that procurement
9 provision. This is a process that we -- you
10 know, I'm just trying to look and see if this
11 was the process that was followed. My
12 understanding from the Finance Department, it's
13 a process that's -- this particular type of
14 process is one that was followed several times
15 in the past.

16 One of note was, I think, in 2015 or '16,
17 I mention this in the memo, this was a process
18 was followed by the City in the PFM for a team
19 of underwriters for the potential issuance of
20 City bonds recent to the previous RFP. And
21 what was important here was the privity of the
22 contract between the City and PFM. And, in
23 fact, PFM has been a known advisor and procured
24 vendor for the city since at least 1995, as far
25 as we could tell, and certainly we saw that

1 there was a relationship since 2005.

2 So that is the gist of that memo and that
3 order.

4 MR. CRESCIMBENI: So, Mr. Gabriel,
5 typically RFPs that come through the
6 procurement office internally, all internal
7 RFPs, are made available for public viewing on
8 the city's website. Is there any requirement
9 that that occur for purchasing or the seeking
10 of RFPs or RFPs that they're publicly placed
11 somewhere for the citizens' inspection?

12 MR. GABRIEL: To the Chair, that is a
13 policy followed for the procurement office, and
14 in this case, I would say coordination with the
15 Finance -- with the Finance Department. And
16 it's not -- I mean, it's something to do
17 with --

18 MR. CRESCIMBENI: So there's nothing in
19 the Ordinance Code that requires RFPs or any
20 solicitation by the city for services,
21 products, et cetera, to be publicly posted
22 somewhere or made available to the public?

23 MR. GABRIEL: That is correct. And
24 certainly in this case, in a financially
25 related services case, that is correct.

1 MR. CRESCIMBENI: Questions for
2 Mr. Gabriel?

3 Council President Brosche?

4 MS. BROSCHE: Thank you. Through the
5 Chair to Mr. Gabriel, so you mentioned that we
6 used this in 2016 to procure the -- what
7 services was it?

8 MR. GABRIEL: It was to assemble a team of
9 underwriters for the potential issuance of City
10 bonds.

11 MS. BROSCHE: Okay. And -- and this
12 particular code section that allows this has
13 existed since?

14 MR. GABRIEL: I'd have to -- to look at
15 it. I know it's been for a while, certainly
16 the past few years. I don't know exactly when.
17 We can find that out.

18 MS. BROSCHE: And prior to the 2016 use of
19 this particular code section, are you aware of
20 how many times we've used it since it's been
21 put in place or can you look that up and
22 provide that information to me?

23 MR. GABRIEL: Sure. Through the Chair to
24 Council President Brosche, I actually asked
25 that question when we were kind of reviewing,

1 and I was told several times, but we can find
2 out exactly what that number is. I would --

3 MS. BROSCHE: That would be great, and
4 what they were for would be great.

5 MR. GABRIEL: Sure.

6 MS. BROSCHE: Thank you so much.

7 MR. CRESCIMBENI: I have no further
8 questions on that topic.

9 So do you want to go to the process you've
10 done of the February 13th memo?

11 MR. GABRIEL: Sure. After the November
12 7 -- 2017, JEA board meeting where there were
13 talks about exploring the potential
14 privatization of the JEA, my office began to
15 receive inquiries, and naturally so, as to
16 process from some of the Council members. And
17 so in response to that, my office began to
18 immediately embark on gathering data with
19 respect to the JEA, including researching, for
20 example, what agreements affect JEA, so just
21 their local agreements with neighboring
22 jurisdictions, what legal liabilities are out
23 there, what real estate interests are involved,
24 and what approvals and regulatory hurdles would
25 be necessary.

1 So to answer those questions -- you know,
2 the answer to those questions would be
3 dependent on what a potential sale would look
4 like. It could be a sale of the whole utility,
5 it could be the sale of part of it. So where
6 this exploration that y'all are undertaking
7 here goes will dictate the legal counsel that
8 we provide.

9 So in that vein, our office put together a
10 summary of the process as depicted in the memo
11 that's before you, this February 13th memo,
12 which generally illustrates the items involved
13 in the process.

14 So as noted in the memo, we're still
15 undergoing a vast comprehensive review of all
16 the agreements and matters that affect the
17 utility. This will be an ongoing project. And
18 whether the potential sale goes forward down
19 the road or not, this legal undertaking at
20 least is a valuable, I think, and prudent
21 exercise which will centralize information and
22 help us at least quantify the asset from a
23 legal standpoint.

24 (Mr. Anderson enters the room.)

25 MR. GABRIEL: So what we anticipate is

1 that where and how far you go with this
2 exploration will inform the level of detail and
3 the scope of the counsel that we provide along
4 the way.

5 So with that in mind, I'd like to just
6 briefly go over the contents of the memo, and,
7 then, of course, remain available for any
8 questions you have.

9 So I'll start with just a sequencing of
10 the memo, essentially the charter, we'll start
11 with the charter, which pertains to the JEA.
12 In this case it's Article 21. And that
13 provides that any transaction that involves the
14 transfer or sale of more than 10 percent of the
15 total utility system requires the approval of
16 Council. The JEA charter article also has a
17 provision in there that is completely unique to
18 the Council with respect to your amendatory
19 powers that at the surface, first-glance level
20 may appear to be a high threshold, but is, in
21 fact, a very pact power that this Council, this
22 legislative body holds in relation to any
23 authority, and that is -- it basically says,
24 notwithstanding contrary provisions to the
25 charter, the Council may, in fact, repeal or

1 amend any portion of the JEA charter article by
2 a two-thirds vote of the membership of the
3 Council. And this is, of course, subject to a
4 prescribed timeline, holding a hearing at least
5 60 days prior to action as well as the veto
6 power of the mayor, which could be overridden
7 by this Council by a four-fifths vote of the
8 entire Council.

9 So in the realm of authority, for purposes
10 of authority, it's an executive branch
11 prerogative, that I mentioned earlier, to be
12 able to explore the operations and assets of
13 the city and propose ideas, philosophies, or
14 negotiated transactions would seek to promote a
15 certain community vision in line with public
16 interests. In this context that can be
17 exercised by the mayor's office, the JEA
18 leadership, both, with input from this body.
19 And in your legislative capacity, of course,
20 you're in a position where you will at some
21 point, right now actually, analyze this whole
22 notion and, in fact, at some point review
23 proposals, analyze them, and inquire, approve,
24 or disapprove those proposals. So it ends with
25 this body.

1 So in that context, the items at play,
2 while undertaking this exploration, this
3 potential exploration of privatization, it
4 would include the following, and I'll just --
5 for purposes of brevity and just sort of
6 organization, I'll lump it into sort of four
7 sidenotes. One would be Interlocal and
8 Franchise Agreements that affect the utility.
9 So this would include a review of applicable
10 agreements, which include Franchise and
11 Interlocal Agreements. For example, the JEA
12 has electric-related agreements with the town
13 of Orange Park, the town of Baldwin, and
14 Atlantic Beach. It also has water and waste
15 water agreements with Nassau County and
16 St. Johns County. Those agreements need to be
17 reviewed to determine what approvals or
18 negotiations are needed to effectuate any
19 transfer.

20 The second tranche is a review of real
21 estate assets. We'll need to review all
22 governmentally owned, leased, managed,
23 operated, or controlled properties that are
24 associated with JEA utilities. Some of those
25 properties may contain water, waste water

1 rights and obligations, some may contain
2 electric rights or obligations, and some may
3 contain all three.

4 And most -- many, not all of you, will
5 remember in 1997, I believe, the City had
6 transferred all water and waste water
7 responsibilities to the JEA, and in doing so,
8 conveyed a host of land interests. All those
9 governing instruments will have to be reviewed
10 to determine the rights, obligations, benefits,
11 and burdens contained within them which affect
12 the utility.

13 A third tranche of review will have to do
14 with regulatory approvals. At a later part of
15 any potential transaction, most likely on the
16 back end of a potential sale, certain approvals
17 will need to be achieved, including approval
18 from the Federal Energy Regulatory Commission,
19 which shorthand is FERG -- I'm sorry, FERC is
20 the -- I apologize, with respect to the entire
21 transaction of the electric system, and from
22 the Florida Public Service Commission, which is
23 known as the PSC, and that would be with
24 respect to the approval of utility rates and
25 related matters. We -- of course, we need to

1 understand those processes and those details as
2 well.

3 And then the fourth, sort of last silo of
4 information we'll review, at some point if
5 water or waste water -- if the water/waste
6 water systems are contemplated for
7 privatization here, Florida statutes actually
8 require that any potential sale, the review by
9 the governing body, which is the City Council,
10 to make what is called a public interest
11 determination, and there's factors that are set
12 forth in the statute, which we can get to you.

13 So as set forth in the last page of the
14 memo, page 6, the process, while long and
15 comprehensive and at a high level would be
16 simply described as a cost.

17 There's this sort of exploration
18 engagement phase at the outset. This would
19 include a discussion of all the factors that
20 affect the asset, including the statement of
21 the market, the trend of technology and its
22 effect on the trend of utilities over time, the
23 philosophy of government functions versus
24 private enterprise and so forth. Adequate
25 expiration is informed by the engagement of

1 specialized professionals and experts in the
2 requisite fields.

3 So that would kind of take you to this --
4 sort of the second phase of -- I'll just call
5 it for shorthand market testing. So one of
6 those hired experts would be a recognized
7 financial advisor, who would at the direction
8 of the City and JEA, tap into the national
9 market to provide Jacksonville with prospective
10 investors. The scope would be based on a
11 minimum set of transaction parameters that are
12 agreed to beforehand. The potential investors
13 would be assisted, whether it be diligence of
14 the parties, would negotiate the terms and
15 conditions of the potential transaction, along
16 with the associated documents. And this would
17 include -- the documents would include any
18 necessary revisions as to future rates,
19 employee matters and the like, and eventual
20 narrowing of the potential investors. The ones
21 with big returns would then ensue. And
22 that would kind of take you into this sort of
23 final transactional proposal period, which
24 would be when final proposals are obtained from
25 investors, reviewed, evaluated, and then

1 packaged, and then brought in its entirety with
2 all the details to the City Council for its
3 consideration. And then you get into this
4 Council approval phrase, that -- where the
5 Council would consider all the matters
6 affecting the transaction before it and make
7 any formal acts that it wished to name. And
8 sort of at the back end of all this would be
9 this regulatory approval pursuit where all, you
10 know, necessary rates are achieved.

11 So these phases are overlapping, and
12 certainly along the way anticipation of an
13 upcoming event or phase may be considered
14 earlier so as to remain vigilant throughout the
15 whole process. So in a nutshell, that's the
16 process. And, of course, we will tailor any,
17 you know, advice as we go forward to the level
18 of exploration that y'all receive.

19 I'm available for any questions.

20 MR. CRESCIMBENI: Thank you, Mr. Gabriel.

21 Questions, Mr. Dennis?

22 MR. DENNIS: Through the Chair to
23 Mr. Gabriel, if it goes to the final stages of
24 selling, the seller, JEA, does your office have
25 the capacity to look -- to handle the legal

1 services of the transaction or will you seek
2 outside counsel to support your office?

3 Because I know you-all are busy doing other
4 things, and if -- well, you can answer that.

5 MR. GABRIEL: Sure. Through Council
6 Member Dennis, very good question. As I put in
7 the memo, we would certainly -- we -- the
8 Office of General Counsel, obviously we handle
9 all potential services to the entire -- so all
10 legal services flow through us, whether it's an
11 employee that we hire or legal services that we
12 sign off and engage.

13 Having said that, in this case we would
14 hire -- we most likely hire specialized counsel
15 in the areas of mergers and acquisitions and in
16 the areas -- probably on this real estate
17 review side to assist us. We would manage it,
18 of course, as a forum by, you know, the client,
19 but we would -- to answer your question, we
20 would very well hire such --

21 MR. DENNIS: So through the Chair, before
22 you do that, would you come before this body
23 and ask for an appropriation? How -- how does
24 that work? How is that --

25 MR. GABRIEL: Through the Chair to

1 Councilman Dennis, it depends. You know, in
2 this case you've got the JEA and they have a
3 budgetary capacity. So to the extent they're
4 exploring and they -- you know, they have legal
5 services and we engage legal counsel on their
6 behalf at times, it could be done there.

7 If it's going to be on the City side,
8 we'll have to look at our budget. It may very
9 well be something -- it depends. I guess the
10 answer is it depends. But at the end of the
11 day, it's subject to appropriations that's, you
12 know, ultimately approved by this body.

13 MR. DENNIS: Okay. Through the Chair,
14 have you-all started to evaluate firms, law
15 firms that -- that would assist in this
16 process?

17 MR. GABRIEL: Through the Chair to
18 Councilman Dennis, yes, absolutely. I'm
19 looking -- I haven't engaged anybody, but I do
20 look. I have to -- our role is to be
21 anticipatory as to where y'all are going. We
22 have to be a little bit ahead of the game, so
23 absolutely, but --

24 MR. DENNIS: Through the Chair --

25 MR. GABRIEL: -- I have not engaged anyone

1 or anyone --

2 MR. DENNIS: So through the Chair, when
3 did you start looking?

4 MR. GABRIEL: Through the Chair to
5 Councilman -- Member Dennis, probably in the
6 last few weeks, on or around, you know, the
7 past few weeks or so.

8 MR. DENNIS: Not at the time we started
9 evaluating -- was it this -- you know, when you
10 first heard that -- here back in November 2017
11 when Chairman Petway? Because I thought you
12 said when Chairman Petway made that statement,
13 y'all started to analyze and look at it. So
14 did you-all -- did you start -- the word you
15 used, anticipatory?

16 MR. GABRIEL: Right.

17 MR. DENNIS: Was it anticipatory back in
18 November or --

19 MR. GABRIEL: No, no. Through the Chair
20 to Council Member Dennis, I used that reference
21 point as a point of, well, this might be
22 something we might be looking at potentially,
23 and then the conversation took place -- have
24 taken place. You know, over the past few
25 weeks, not in November.

1 I have not engaged any firm or any
2 services as of today, and I didn't even think
3 about that in November. The memo we produced,
4 by the way, was produced by our office and with
5 no outside input whatsoever.

6 MR. DENNIS: Thank you.

7 MR. CRESCIMBENI: Thank you, Mr. Dennis.

8 Councilwoman Brosche, you're next,
9 followed by Councilman Ferraro.

10 MS. BROSCHÉ: Thank you, Mr. Chairman.

11 Through the Chair to Mr. Gabriel, thank
12 you for that overview of the memo. And I know
13 you were saying that you might have more detail
14 as things progress, that this is a fluid
15 process, and you would have more information
16 for us as needed.

17 On -- I did want to point out that I
18 noticed you interchangeably use the words
19 "evaluation" and "evaluation" as well, and so
20 it seems like there's a lot of confusion about
21 what those things are, and I understand that to
22 be the case, but wanted to make sure that I put
23 that on the record.

24 But also specifically related to the
25 process on page 6, could you -- could you talk

1 about the basis of A being the first step and
2 what how you arrived at A being the first step.

3 MR. GABRIEL: Sure. So A, this is where
4 the City Council and JEA valuate the report,
5 decide whether to support it further,
6 exploratory consideration and action.

7 It didn't make any sense for this
8 exploration or -- or a look-see, let's call it,
9 to take place unless there was some preliminary
10 buy-in. I mean, I suppose you know, at some
11 point leadership of JEA, anybody else, even a
12 Council member -- I mean, we go back to 2007,
13 there was a Council member at that time that
14 was interested in 2012. It was a current
15 Council member that was interested. But -- you
16 know, so there's certainly a certain level of
17 exploration that could happen on one's own
18 cognition or a leadership's.

19 However, to go further -- really further
20 down the road where you start acquiring, you
21 know, experts and start spending money and
22 things like that, you know, more and more of
23 that happens the further you go down on the
24 process, it made sense, and the process, in
25 fact, dictates that the whole -- all the

1 aspects of the consolidated government, that
2 would be involved -- be involved and
3 communicate with each other.

4 So the idea there was -- I mean, this body
5 ultimately is the approving authority for this
6 transaction, if it were to even occur, let
7 alone, if you decide to explore it. So
8 inasmuch as that sort of is the chicken and the
9 egg, as much of that's as sort of the -- let's
10 call it the back half of a transaction, where
11 it comes to the bosom of Council and y'all look
12 at it, analyze it, it would make all the sense
13 in the world for anyone who is looking at it at
14 the front end to -- prior to going too far with
15 it, get buy-in from the Council, you know, to
16 even test the waters of the viability of
17 pursuing something like that.

18 So really inasmuch as, you know, that A
19 that I put in the memo can certainly be
20 sequenced later in the process, it was put
21 there because at the end of the day, and even
22 the -- sort of the latter half of that A that I
23 put in there, that a cohesive, collaborative,
24 cooperative approach by the entire Consolidated
25 Government would be highly recommended as test

1 the market because, in fact, that would assist
2 with -- to the extent you're going to test the
3 market, it would better the value when the
4 market looks at it to have cohesion. If -- if
5 that's not what's going to be had, nip it in
6 the bud and don't even do it because it, you
7 know, you're just shooting the asset in its
8 foot as the market is looking at it if there's
9 no one in their right mind to want to invest in
10 something like this, if you have, you know,
11 various factions of the government not, you
12 know, happy about it.

13 MS. BROSCHE: Thank you. I think we had
14 this memo -- I think we got it the evening
15 before the February 14th meeting and had the
16 chance to review it, and I had at that time
17 reviewed the draft PFM report as well and
18 noticed a lot of similarities in some of the
19 language, and so it seems as if this memo was
20 informed by the PFM report. Could you talk a
21 little bit about that.

22 MR. GABRIEL: Sure. To the Council
23 through the Chair, the PFM draft report, we
24 looked at it and it only -- the parts that I
25 was interested in and the only -- the only

1 parts of the PFM memo that informed or assisted
2 in what we developed, this general memo, were
3 like the last three pages, not 90 pages -- or
4 four pages, 23 through 26 or 27, of the PFM
5 memo. So those are the parts of the PFM memo
6 that deal with process.

7 And as me -- as my team looked at, you
8 know, the process, we developed our independent
9 verification, we'll look at what the process
10 would be. Of course, we did look at the PFM
11 memo for purposes of process only to see if it
12 matched, and we did find-tune it to match,
13 because they were not -- I mean, they were not
14 really different by any significance.

15 So you're right, on page 5 of my memo, we
16 do essentially re-outline the six-phase
17 approach that the PFM memo had outlined, and we
18 would submit that it's pretty accurate. Again,
19 it's very general and fluid, but for purposes
20 of our memo, that's -- that's the extent of the
21 PFM memo that --

22 MS. BROSCHE: Okay. And my last question,
23 through the Chair, is, at what -- what would
24 trigger you to get more detail? I mean --

25 MR. GABRIEL: That's a good philosophical

1 question, Council President. You know,
2 we'll -- we'll continue to watch these
3 proceedings, we'll -- you know, we'll take the
4 lead of y'all and the administration and JEA
5 leadership and see how far we're going to go in
6 this process.

7 I wouldn't want to -- I want to get out
8 ahead to be able to answer your questions in a
9 timely and responsive manner and not say, oh,
10 hold on. Let me go check and come back, but at
11 the same time, I don't want to get too far
12 ahead of it where if this is shelved, so to
13 speak, for the time being that I don't want to
14 go too far where I've gone, you know -- you
15 know, spending a lot of money on unnecessary
16 research.

17 I do think, and I mentioned this before,
18 just the exercise of, for example, looking at
19 the real estate inventory in and of itself is a
20 good exercise, I mean, you know, so -- and, in
21 fact, looking at liabilities and things like
22 that. If anything else, it helps us to
23 understand even better, you know, the asset
24 that we have, but --

25 MS. BROSCHE: Great. Thank you,

1 Mr. Gabriel, through the Chair.

2 MR. CRESCIMBENI: Thank you, Council
3 President Brosche. We have a long agenda. I
4 don't want to discourage questions, but I do
5 want to hear from the subcommittee,
6 Mr. McElroy, and the audience. I think we can
7 skip over maybe some of the other things that
8 Council auditors prepared today, but just keep
9 that in mind.

10 MR. CRESCIMBENI: Let the record reflect
11 that Councilman Anderson joined us.

12 Councilman Ferraro?

13 MR. FERRARO: Thank you. Through the
14 Chair to Mr. Gabriel, did I hear you say that
15 the -- even if the sale were to go through, the
16 Federal Government would have to put their seal
17 of approval on this to go through?

18 MR. GABRIEL: Through the Chair to Council
19 Member Ferraro, so the FERC, it's a Federal
20 agency with five members in Washington, D.C.,
21 they would have to review and approve at least
22 the electric side of a merger or acquisition.
23 So that would be one regulatory approval that
24 we would need from the Federal government.

25 MR. FERRARO: Okay. And I wanted to ask,

1 the regulatory approval, is that the same
2 entity or is that two different ones?

3 MR. GABRIEL: Oh, the regulatory approval
4 was just sort of a heading, you know, sort of
5 an umbrella, and under that, we put that you
6 would need to seek FERC approval and also the
7 PSC, the Florida Public Service Commission.

8 MR. FERRARO: And if that were to go
9 through and it went through the Federal
10 Government, do they get a part of the money
11 too?

12 MR. GABRIEL: Oh, no.

13 MR. FERRARO: Okay. Thank you.

14 MR. CRESCIMBENI: Thank you.

15 Mr. Anderson.

16 MR. ANDERSON: Through the Chair, and I'll
17 be very quick. I was interested in following
18 up on the Council President's questions, and
19 that -- when we start with A on page 6, I
20 wondered what role the JEA board plays here.
21 And if -- and you used the word "City Council"
22 and JEA evaluate," do you mean the JEA board
23 and then -- they're two separate valuations
24 really is what you're looking for, so we would
25 want to know what the JEA board says, right,

1 and they would want to know what we would say,
2 but they don't -- they're not -- can you
3 explain that, what your --

4 MR. GABRIEL: Yes, through the Chair to
5 Council Member Anderson, this is more of an art
6 form. It can be cut up, I think, a bunch of
7 different ways. In this case you have the
8 outgoing JEA chair through -- it mentioned and
9 sort of set in motion the events as we know
10 them in November. This could have come from
11 any Council member here, it come have come from
12 the mayor, it could have come from a host of
13 avenues, but that set forth some events for
14 JEA. And then on the heels of that, of course,
15 the incoming Chairman Howard, I think, has
16 requested that there was a review and, hence,
17 the report, et cetera.

18 It could be taken down the -- the ball
19 could be taken down the road even further than
20 this by the JEA and then a package brought to
21 the Council, or the Council could, you know,
22 take it up to this point. I mean, it all
23 depends on the level of interest,
24 communication, and collaboration you wish to
25 employ in this whole endeavor. You could --

1 you may as a board -- or as a City Council, you
2 may say, you know what, JEA, you go do this, go
3 test the market, go do, you know, bases 1
4 through 4 and then come back to us. Come back
5 to us when you have a good investor. That's a
6 conceivable -- as much as that sounds
7 outlandish right now as I say it, that is a
8 conceivable way to go about it, or you may say,
9 we want to look at it, we want to evaluate it,
10 and you know what, who knows what will come
11 about -- you know, out of it. I think some
12 people have said it. Maybe y'all love the idea
13 in June and you say, go for it, JEA, and bring
14 it back, or maybe you said, you know what, this
15 is a terrible idea, and you nip it in the bud
16 at that point, you decide that it's not of
17 interest, and then -- you know, I think all of
18 us will be taking your lead to see if we go
19 with that.

20 So, you know, I might -- I would be remiss
21 if I just said the JEA evaluate. I have to
22 bring the City into it because there's no other
23 way with a big, as some people underscored
24 today, the paramount, you know, decision has to
25 be made with this sort of policy call, so --

1 MR. ANDERSON: So just to reiterate that,
2 do you believe that the JEA will work, has a
3 role to play here?

4 MR. GABRIEL: Through the Chair to
5 Councilman Anderson, as much of a role as you'd
6 like them to have, because you could -- the JEA
7 board could be against this idea and you and
8 the Council could be for it and pursue it
9 without their input, but I would -- I would
10 submit that it makes perfect sense that
11 everyone be on board if you're thinking of
12 something like this or not.

13 MR. ANDERSON: Okay. Thank you.

14 MR. CRESCIMBENI: Thank you, Mr. Anderson.

15 Mr. Gabriel, if the Council were to take
16 the position we weren't interested, can the JEA
17 board pursue it anyway?

18 MR. GABRIEL: To the Chair, the quick
19 answer is technically, academically, yes, they
20 could, but the fact is they have to end up here
21 if they're going to sell more than 10 percent
22 of the assets, though, it wouldn't make any
23 sense.

24 MR. CRESCIMBENI: Do you have any
25 knowledge of any effort to proceed with the --

1 with a formal valuation?

2 MR. GABRIEL: I'm sorry, Mr. Chairman.

3 MR. CRESCIMBENI: Do you have any
4 knowledge of whether or not there's any attempt
5 by the City or JEA to pursue a more formal
6 evaluation?

7 MR. GABRIEL: I don't have any knowledge
8 of that.

9 MR. CRESCIMBENI: Thank you.

10 Any further questions from the committee?

11 THE COMMITTEE: (No response.)

12 MR. CRESCIMBENI: Mr. Billy, in light of
13 the fact that we did not have any comments
14 about the current status of the RFP, can you
15 enlighten us on the questions that you asked
16 and the answers that you got back related to
17 the same?

18 MR. BILLY: Yes. We'll -- I had asked
19 some questions, and Mr. Peterson is handing out
20 a copy of the questions that -- and the answers
21 that I received.

22 MR. CRESCIMBENI: So your questions are in
23 blue and I assume the responses are in red?

24 MR. BILLY: Yes.

25 MR. CRESCIMBENI: Who are the responses

1 from?

2 MR. BILLY: And those responses came from
3 the Treasury Division, I believe Treasurer
4 Greive. And Mr. Peterson is -- this actually
5 came from Randall Barnes, who works with
6 Mr. Greive.

7 MR. CRESCIMBENI: You want to walk us
8 through this very quickly?

9 MR. BILLY: So question number 1, "Has the
10 City selected a financial advisor from the pool
11 of respondents as indicated in the RFP?" and
12 their answer was that, "The City selected" --
13 this is number 1, "The City selected a pool of
14 qualified firms," and they listed selected
15 firms of JP Morgan, Goldman Sachs, Morgan
16 Stanley, KPMG.

17 Under 2, "Please provide any questions and
18 the associated responses that would have been
19 provided." Those all came in an e-mail or
20 multiple attachments. I did not make copies of
21 all of that today, but I'd be happy to forward
22 that e-mail committee.

23 3, "What institutions were provided the
24 RFP for possible consideration," and the
25 response is, "The RFP was provided 37 firms,"

1 and they listed -- and they listed a lot of the
2 firms here.

3 Number 4, was the response date extended?
4 We noticed that the due date on the proposal
5 said January 15th, but most of the responses
6 came in on the 16th. And the answer is, yes,
7 that after the RFP was sent out, a potential
8 respondent pointed out that the 15th was a
9 holiday, and so it was communicated to the
10 respondents that they would accept responses on
11 the 16th.

12 Number 5, "Are funds budgeted to pay for
13 any work that a potential winner of the RFP
14 would perform?" The response was no, that the
15 intention of the RFP was to create a pool of
16 qualified firms that could serve in an advisory
17 capacity at some point in the future, that the
18 RFP creates no contractual obligation of the
19 City, and so there's no need for budgeted
20 funds.

21 Question 6 is, "If a winner has been
22 selected, please provide a copy of the
23 contract." And the answer is that there is no
24 contract, that the intention of the RFP was to
25 create a pool of qualified firms.

1 Number 7 asks for scoring sheets, and
2 those were attached to the e-mail.

3 Number 8, we indicated that it appears two
4 of the respondents did not provide specific
5 fees. How were they evaluated against the
6 other respondents? And the response from the
7 treasury was that -- that, like, the ones
8 contemplated in the RFP, they referenced that
9 they wanted firms to discuss their fee approach
10 as opposed to a specific fee. The goal was to
11 get a feel for how each firm would look to
12 structure their fee and indications of
13 generally what fees would or should their
14 services -- or what fees would each of their
15 services be utilized.

16 Question number 9, "Why were responses
17 directed to be sent to PFM? Why would our City
18 relationship with PFM have anything to do with
19 PFM receiving the responses on this
20 initiative?" And the responses that, "The City
21 chose PFM as the City's long-time municipal
22 advisor, to coordinate the RFP process and
23 summarize the results. PFM, due to their
24 familiarity with the types of advisory services
25 contemplated by the RFP, it's well-suited to

1 research and develop a list of potential
2 respondents to the RFP and coordinate the RFP
3 process." And then we went out -- the City
4 Finance staff was responsible for scoring the
5 RFP responses and selecting the firms who would
6 be part of the pool.

7 Question number 10, "Is the language" --
8 it asks about some language in Section VI,
9 paragraph 3, is that standard in every RFP?
10 And they said that that same language was
11 included in a June 2016 RFP, which they
12 attached to the e-mail.

13 Then question 11 he asked, why would
14 Goldman Sachs and RBC Capital Markets address
15 their responses to the RFP to Mr. -- to
16 Mr. Greive and Mr. Barns -- or actually that
17 was to Mr. Weinstein and Mr. Greive, "If PFM
18 was conducting this RFP on behalf of the City?
19 And their answer is it's quite clear that it is
20 for the City of Jacksonville. Because of the
21 nature of their business, representatives at
22 many of the firms already have a relationship
23 with City Finance Staff. And it's possible
24 that those particular firms were trying to show
25 familiarity by addressing the responses as they

1 did. However, since the responses were
2 delivered to PFM, how the firms addressed the
3 RFP responses is inconsequential.

4 And then there are three attachments to
5 the e-mail, and I will forward that on to the
6 committee members and all the Council members
7 here.

8 MR. CRESCIMBENI: Thank you, Mr. Billy.
9 Going back to question 8, two firms that did
10 not provide specific fees, did either one of
11 those make the short list of four in your
12 response to question -- for -- in the response
13 to your question 1?

14 MR. BILLY: I'm not -- I'm not sure about
15 that. We'll look at that and e-mail -- e-mail
16 -- I can put that response in an e-mail.

17 MR. CRESCIMBENI: That will be fine.

18 Council President Brosche?

19 MS. BROSCHE: Thank you, Mr. Chairman. I
20 have a couple of comments on here, and I know
21 we don't have anybody to ask questions of at
22 this point. So -- so I think this RFP was, I
23 guess, initiated at some point, I think I
24 remember either seeing or reading a year ago,
25 in order to move forward with evaluating a

1 number of City assets.

2 And in response to number 6, saying
3 there's no contract, and that the clear
4 intention was to create a pool so that they
5 could serve in an advisory capacity at some
6 point in the future when/if the City decides to
7 analyze a relevant opportunity, so I'm trying
8 to reconcile those couple of things.

9 And then I wanted to point out with the
10 question number 10, I had done a little
11 homework of my own, that the question that the
12 Council auditor's asking, is the language
13 contained in Section VI, paragraph 3, which is
14 under the terms and conditions section of -- as
15 of the date of this RFP through the completion
16 of the selection process, the proposer or their
17 agents, and there are 60, are prohibited from
18 contacting or soliciting any City official or
19 employee or any City Council Member on matters
20 covered by this RFP, and failure to comply with
21 this condition may result in a disqualification
22 of the proposer.

23 And I am glad that the Council auditor
24 asked that question to learn that it had been
25 used before on an RFP issued by the Finance

1 Department, because I requested of our Chief of
2 Procurement, our typical RFP language, which,
3 indeed, it is the rule, that, you know,
4 proposers aren't speaking with, there is an
5 ex parte and a black-out period where you're
6 not supposed to be speaking with folks, and it
7 does have a lengthy paragraph that makes
8 reference to all.

9 So I was interested to find in this RFP a
10 specific reference to City Council members,
11 which is not in our standard RFP language. So
12 just wanted to point that out.

13 MR. CRESCIMBENI: Thank you, Council
14 President Brosche.

15 Councilman Dennis.

16 MR. DENNIS: Through the Chair to the
17 auditors, number 11, it says, "RFP response to
18 yourself and Joey Greive." Who is yourself?
19 Who is that person?

20 MR. BILLY: Through the Chair to
21 Councilman Davis, that would be Mr. Weinstein.

22 MR. DENNIS: Weinstein, okay. Thank you.

23 MR. CRESCIMBENI: Thank you, Mr. Dennis.

24 Mr. Becton.

25 MR. BECTON: Thank you. Through the

1 Chair, so would the Auditor's Office have any
2 knowledge of any expenditures, I mean, what
3 this, I guess, RFP process cost the City
4 through PFM handling this?

5 MR. BILLY: Through the Chair to
6 Councilman Becton, you know, we would have
7 to -- we would have to get with Treasury to
8 find that out.

9 MR. BECTON: It might be a good question
10 as well. Thank you.

11 MR. CRESCIMBENI: Thank you, Mr. Becton.
12 I have no other comments on that.

13 I think we're going to skip item 6 today
14 for lack of time.

15 And, Mr. McElroy, who is going to do a
16 presentation, would you come forward, please.

17 You heard the conversation earlier today
18 about administering the oath. Before we
19 administer that, are you going to accept the
20 oath or not?

21 MR. MCELROY: Mr. Chairman, Council
22 President, and Council Members, I have the
23 most -- utmost respect for this body, and,
24 therefore, deeply saddened, disappointed, and
25 disillusioned, that on the advice of counsel,

1 which you heard Mr. Gabriel here today, and
2 other counsel, I will not take the oath at this
3 time.

4 We have submitted documents as requested
5 as well as other information which we feel is
6 responsive to the discussions and questions
7 raised at your last meeting.

8 MR. CRESCIMBENI: All right. Thank you,
9 Mr. McElroy. I guess you're dismissed.

10 All right. The report from Subcommittee
11 on the selection of independent advisor, scope
12 of services and qualifications. And Council
13 President Brosche had a look at that, and
14 Council Member Mr. Becton, thank you--all for
15 having that meeting earlier -- was it earlier
16 this week? I think it was earlier this week.
17 Time is flying. So if you'd like to refer to
18 your report.

19 MS. BROSCHE: Thank you, Mr. Chairman.
20 You-all should have in front of you one sheet
21 of paper that lists the scope of services and
22 qualifications that Councilman Becton and I had
23 the opportunity to meet on Tuesday, joined by
24 the chair of our Special Committee, Councilman
25 Crescimbeni, and the version that you have in

1 front of you is the revised version as a result
2 of the conversation that we had to add a couple
3 of more points and to clarify a couple of
4 items.

5 And so I would review that we drafted a
6 scope of services for the purpose of
7 communicating with the Jessie Ball duPont Fund,
8 who has offered to underwrite -- financially
9 underwrite us having an independent consultant
10 that we could turn to with expertise and ask
11 questions. And so the scope of services is
12 really probably pretty broad in nature and it
13 could cover what we have going on here,
14 advising us during meetings regarding the
15 testimony being offered, if we get any, and
16 reviewing relevant documents and information
17 received by us and providing expert opinions on
18 that information, advising the Special
19 Committee as to the process of the sale,
20 identifying parties involved, and including
21 information or factors that the City Council
22 should consider and process.

23 And then number 4, provide expert analysis
24 of matters related to the potential sale of
25 JEA, the direction of our Special Committee,

1 which covers a host of things listed A through
2 G.

3 And, Councilman Anderson, I added a couple
4 of points at the bottom that you pointed out.

5 Number 5 is any other services the Special
6 Committee may deem appropriate and relevant at
7 the suggestion of Councilman Crescimbeni. And
8 then the person who would provide these
9 services would hopefully have the
10 qualifications listed in 1 through 4 below,
11 proven experience in utility evaluation,
12 experience with utility financing, budgets,
13 changes of ownership.

14 Understanding of the human resource,
15 legal, pension liability, contract liability,
16 environmental, and economic development
17 implications of privatization.

18 And then free of conflicts with any party
19 connected to the potential sale of JEA. This
20 is the language that I believe we intended to
21 add, which is -- which includes current or
22 recent association with an investor-own
23 utility.

24 I didn't put a time frame. We really
25 didn't decide that when we met the other day,

1 but -- about what recent association might
2 mean, but this is the draft for the
3 subcommittee to consider.

4 I also had some conversations with
5 Mr. Peace regarding, you know, how we move
6 forward, and he was able to send to us today
7 via e-mail, I don't have a copy of that printed
8 out, but the different ways of which we could
9 move forward and the time frames associated
10 with each of them. Could be as -- he's got the
11 different procurement methods that we have
12 available to us, but a formal procurement
13 process for contracts greater than 65,000, that
14 would involve about a 60- to 90-day process.
15 Informal, for contracts less than 65-, which
16 would shave some time, potentially about half
17 the time, would be we 30 to 45 days.

18 Single source is an option, but we would
19 have -- still have to post an RFP for seven
20 days, and this total process would take about
21 15 to 20 days. And then we could waive the
22 Procurement Code through legislation to
23 direct-contract someone, but we would need to
24 know who that individual or entity is that we
25 would be contracting, and that would travel

1 through the legislative process.

2 And so that's what we accomplished since
3 Tuesday and since our last week, and I'm happy
4 to hear from anyone or answer any questions.

5 MR. CRESCIMBENI: Ms. Brosche, what would
6 be the most expeditious way to your
7 recommendation or -- what would be the most
8 expeditious way to proceed on this matter?

9 MS. BROSCHE: So I would have to also get
10 the assistance of Ms. Sidman, I believe it's
11 through legislation and waiving the code, but
12 that -- but I don't know what time frame that
13 would involve because we still have to identify
14 the person, and this group would need to figure
15 out how are we selecting that person and who is
16 that, because I know we have a number of names
17 and resumès, but legislation and probably
18 through the legislation process would be the
19 most expeditious and we would also need to have
20 legislation to appropriate the money -- oh,
21 just one. It would be one bill, one bill, per
22 Ms. Sidman.

23 So that would be the way, of the
24 procurement through direct legislation.

25 MR. CRESCIMBENI: So the -- our -- the

1 fund would have to actually make a contribution
2 to the City, would that require legislation?

3 MS. SIDMAN: Through the Chair, the
4 provision that -- if Council President is
5 making reference to, the waiver of the
6 Procurement Code, it's actually codified in the
7 Procurement Code. It's called an exception to
8 the Procurement Code and it's codified under
9 126.107(g), and in that language it
10 contemplates that the Council or that a
11 contract would be done and appropriated through
12 the same piece of legislation. So those would
13 travel -- you identify your contractor and fund
14 the contractor in the same piece of
15 legislation.

16 MR. CRESCIMBENI: Okay. So we would need
17 to proceed by what, a document qualification
18 and scope of services and then running that by
19 the -- the foundation for approval and then
20 take up the legislation, assuming they signed
21 off on that, or would we -- we'd have to go
22 through the procurement -- how do we go through
23 the procurement before we go through
24 legislation? How do we select --

25 MS. SIDMAN: So the next step, as I see

1 it, is for the qualifications to be issued. If
2 you're going to go through procurement, through
3 the procurement process, as identified here, to
4 do RFP for -- for the services that you're
5 looking for, an advertisement, once you get
6 that, you can do the legislation with whoever
7 is selected and appropriate the money through
8 legislation, but you have to have that in any
9 event to do the legislation.

10 MR. CRESCIMBENI: Any comments or motions
11 on the report from the Subcommittee?

12 Mr. Dennis?

13 MR. DENNIS: Through the Chair to Council
14 President Brosche, so I know there's quite a
15 few moving parts, but I guess what's your
16 thoughts for bringing all the -- all the parts
17 together? I mean, are we selecting the
18 person/firm or is this foundation selecting and
19 make recommendation? Do we need to interview?
20 I'm just curious on -- on the path forward.

21 MS. BROSCHE: I would need to confirm but
22 believe that we are selecting the person, the
23 consultant that we would like to rely upon.
24 And I'm not sure if Councilman Crescimbeni had
25 any conversations that would cause my statement

1 not to be correct.

2 Are you aware of anything different than
3 that?

4 MR. CRESCIMBENI: I am not.

5 MS. BROSCHE: And the reason I say that is
6 because I had the opportunity to go to a
7 conference in my first year on Council at the
8 gracious funding of the Jessie Ball duPont
9 Fund, and they were aware that we have a lot of
10 these hoops to jump through. And my direction
11 back then for the conference was go figure it
12 out and just tell me what to do.

13 And so this is a little different than
14 sending you to a conference, and I think that
15 they requested the -- the scope of services and
16 the qualifications most likely to make sure
17 that there's an understanding of the money
18 associated with what's happening, but I think
19 that there would be -- at least either we would
20 be able to do it ourselves or some shared
21 involvement of making sure that we're hiring
22 somebody that is going to serve us well.

23 So it's my understanding that we would be
24 involved in that process of selecting who it is
25 that we're going to rely upon, and we need the

1 legislation, which we have until Tuesday the
2 27th to figure out what that is. But I'm
3 uncertain as to how we're going to proceed with
4 some of the resumès we've received and
5 potentially other inquiries that we've received
6 since then of people who are expressing an
7 interest in being in assistance.

8 MR. CRESCIMBENI: Okay. I think our first
9 step should be to reach out to the donor to
10 find out if the scope of services and the
11 qualifications as they requested of me matched
12 what they're willing to get involved with. So
13 let's -- is there -- is there a motion to
14 accept this?

15 MR. BECTON: I'll move -- I'll move.

16 MR. CRESCIMBENI: Mr. Becton.

17 MR. BECTON: Through the Chair -- through
18 the Chair, I'll move to accept the scope of
19 services as provided.

20 MR. DENNIS: Second.

21 MR. CRESCIMBENI: The question was posed
22 by Mr. Becton. Second by Mr. Dennis.

23 If we adopt this motion, Ms. Sidman, how
24 do we convey this to the foundation, by just
25 putting it in a letter to them or is this

1 something you can do for us? How do they get
2 this?

3 MS. SIDMAN: I don't have any relationship
4 with the foundation, but if you want me to send
5 them a letter, I guess I certainly can --

6 MR. CRESCIMBENI: Okay.

7 MS. SIDMAN: -- and then they would
8 respond to me.

9 MS. BROSCHE: Mr. Chairman, I'm happy to
10 take on that responsibility.

11 MR. CRESCIMBENI: That's fine. That will
12 work.

13 All right. Any discussion on the motion?

14 THE COMMITTEE: (No response.)

15 MR. CRESCIMBENI: All those in favor say
16 yes.

17 THE COMMITTEE: Yes.

18 MR. CRESCIMBENI: Opposed say no.

19 THE COMMITTEE: (No response.)

20 MR. CRESCIMBENI: We adopt the motion to
21 accept the scope and services and
22 qualifications as presented by the
23 subcommittee. Thank you to the subcommittee
24 again for their efforts on doing that.

25 All right. So, Ms. Brosche, if you will

1 send this information expeditiously to the
2 foundation, to Ms. Magill, and just copy the
3 members of the -- I guess the Council and
4 inform them that's a one-way communication, not
5 to reply to the letter.

6 So can we go ahead and draft legislation,
7 Ms. Sidman, to prepare for a positive response
8 from the foundation that we could perhaps
9 review at our meeting next Thursday?

10 MS. SIDMAN: Sure. I will just prepare
11 legislation appropriating \$100,000 and
12 attaching a contract with these scope of
13 services and insert person or corporation or --

14 MR. CRESCIMBENI: Why don't you leave the
15 amount blank and maybe you can ascertain that
16 from -- in between your letter as well to the
17 foundation, just to plug that in.

18 MS. SIDMAN: I will, Council President.
19 Thank you.

20 MR. CRESCIMBENI: All right. Anything
21 else on that subject?

22 THE COMMITTEE: (No response.)

23 MR. CRESCIMBENI: It's -- how many speaker
24 cards do we have? Just one? Who all -- folks,
25 if you want to speak, as I instructed you at

1 the beginning, put your card up on the front
2 table so we have an idea for how much time for
3 me to allocate for public speaking. Thank you
4 very much for cooperating.

5 Well, Mr. Billy, maybe you do have time.
6 Since we're not having the JEA presentation,
7 let's go back to item 6. These are both action
8 items from our last meeting. There was some
9 desire to learn more about the franchise fee
10 and utility service tax components, and I think
11 there was a -- hang on. Mr. Billy, let's hang
12 onto that.

13 Mr. Dennis, let's go ahead and talk about
14 how we deal with items 3 and item 5 not
15 presenting today.

16 MR. DENNIS: Through the Chair, I guess
17 through Legal, how do we proceed with getting
18 these two individuals back here and to answer
19 our questions, so lead us forward.

20 MS. SIDMAN: Through the Chair to the
21 Committee, the memo outlines this in more
22 detail, but where you are is if the majority of
23 the Committee chooses to issue a subpoena to
24 individuals, then they would take a vote on
25 that. And then on an affirmative vote, that

1 would go to the Council secretary, OGC would
2 draft the subpoena, and then the subpoena would
3 be served by the sheriff's office on the
4 individual.

5 Specific in the subpoena, it should be
6 noted pursuant to Council rules that there's a
7 general statement in there for what you're
8 asking for, and also the date and the time and
9 location of where the individual is to come.

10 There is a provision also in 134 of the
11 Ordinance Code that provides for service of
12 process within seven days, so I would encourage
13 you to think about the date and time and allow
14 for a sufficient service of process on the
15 individual, and then that individual would be
16 under subpoena to appear at that particular
17 date and time. Does that suffice to answer
18 your question?

19 MR. DENNIS: (Nods head.)

20 MR. CRESCIMBENI: What's the timetable,
21 what date would we set in the future to
22 accomplish all those steps?

23 MS. SIDMAN: Through the Chair, I don't
24 think it can be done by next week, that would
25 be the seven days, so you might consider the

1 following week -- the following week, yeah, 14
2 days.

3 MR. CRESCIMBENI: And how long will it
4 take the General Counsel's Office to work with
5 Council secretary to prepare what -- the
6 instrument that we need to move forward?

7 MS. SIDMAN: Not very long. As soon as
8 you give us the directive, we'll start working
9 on it.

10 MR. CRESCIMBENI: Okay. Councilwoman
11 Brosche.

12 MS. BROSCHE: Since we're going this
13 route, I think we ought to consider as well
14 potentially starting our meeting earlier than
15 we had noticed and intended, because if -- I'd
16 like to get as much as I can in terms of
17 hearing presentation as well as the opportunity
18 to ask questions.

19 I don't really have a lot of questions for
20 Mr. Mousa at this point, so I couldn't -- I
21 think easily be handled in one of the windows
22 that you've already defined, but I certainly
23 have a lot of questions for Mr. McElroy.

24 And so in terms of scheduling when, if
25 there is an opportunity for us to back up our

1 start date on a future Thursday meeting so that
2 we have more than two hours of meeting time.

3 MR. CRESCIMBENI: Okay. What's the date
4 two weeks from today? Is that right, the 29th?
5 So does the committee -- can the committee meet
6 earlier on the 29th?

7 Mr. Becton.

8 MR. BECTON: Well, go ahead.

9 MR. CRESCIMBENI: Okay. Do we have the
10 ability to meet earlier on the 29th, not at
11 3:30 but sooner? Can we check your calendars
12 and then everybody be here by 2? We can notice
13 it from 2 to 6. Is that adequate? All right.
14 That gives us an option.

15 Mr. Becton, did you want to opine on the
16 process for where we're going?

17 MR. BECTON: Thank you. Through the
18 Chair, yeah, I would. If we're considering the
19 action of the subpoena for any of these two
20 individuals, I would like to just opine in the
21 fact that for Mr. Mousa, I do not think his
22 testimony rises to the level of fact finding
23 that we're looking for. It's more -- my
24 question was only more of a policy, would they
25 not pursue an RFP, that I don't think that

1 rises to the level of the information he would
2 provide, the separation of powers that that --
3 the subpoena -- I wouldn't subpoena to him.

4 But for Mr. McElroy, who is the CEO of
5 this utility for which we do manage the budget
6 and so forth, and we are looking for the facts
7 of a very critical piece of this fact-finding
8 mission that we have before us, I think it is
9 totally appropriate for -- for -- the purpose
10 for which we need. So I just wanted to share
11 those thoughts before a motion got on the
12 floor.

13 MR. CRESCIMBENI: Ms. Sidman, if we -- if
14 the committee chooses to issue a subpoena, we
15 have to spell out what we are expecting to be
16 addressed at their subsequent appearance when
17 they respond to a subpoena?

18 MS. SIDMAN: Through the Chair, it's in
19 your Council rules 2.210, it says, "Any person
20 served with a subpoena to attend a committee
21 meeting shall also be served with a general
22 statement informing him or her of the subject
23 matter of the committee's investigation or
24 inquiry and a notice that he or she may be
25 accompanied at the meeting by counsel of his or

1 her choosing."

2 MR. CRESCIMBENI: That notice could be as
3 broad as facts relating to the potential sale
4 of JEA?

5 MS. SIDMAN: It could be.

6 MR. CRESCIMBENI: All right. And if the
7 committee was unable to ask and/or get all of
8 the answers to their questions at the date and
9 time that the individual was subpoenaed to
10 appear on, is there any way to extend that or
11 that requires a -- because I'm -- like we
12 noticed our meetings start and stop, so if we
13 get boxed in, we have to restart the process to
14 get that person to come back before us in a
15 future meeting, or is there a way to compel
16 them to reappear in a subsequent meeting if we
17 run out of time?

18 MS. SIDMAN: I think that if your motion
19 includes the date and time of each meeting that
20 you would like them to appear until they have
21 answered your questions, that that may suffice.

22 MR. CRESCIMBENI: So --

23 MS. SIDMAN: So you could -- you could
24 notice it for the 29th, and then I don't know
25 if you're having one on the 5th and the 12th.

1 MR. CRESCIMBENI: We can notice it for the
2 29th and all subsequent meetings?

3 MS. SIDMAN: Well, you'd have to be
4 specific of what date and time that they have
5 to appear. So if you know you're going to have
6 one on the 5th, I would notice it for the 29th,
7 April 5th, and so on.

8 MR. CRESCIMBENI: Okay.

9 MS. SIDMAN: And then also this -- like we
10 mentioned earlier in the motion, if you include
11 the general statement, that we can issue a
12 subpoena in accordance with that.

13 MR. CRESCIMBENI: But you said the
14 statement would be as broad as to answer
15 questions or provide testimony with regard to
16 the potential sale of the JEA?

17 MS. SIDMAN: Yes, but just include all of
18 that in your motion.

19 MR. CRESCIMBENI: All right. Council
20 President Brosche.

21 MS. BROSCHE: Thank you, Mr. Chairman. I
22 was just going to pick up on what Councilman
23 Becton said, I think we had our questions
24 related to RFP at this point answered through
25 Kyle Billy's work and sharing the questions.

1 And I prefer not to go through the subpoena
2 process with Mr. Mousa. There may become some
3 other time in the future based on testimony
4 from Mr. McElroy that we have questions that we
5 need to ask Mr. Mousa, and I prefer to wait.

6 MR. CRESCIMBENI: Ms. Morgan.

7 MS. MORGAN: I was just going to -- thank
8 you, Mr. Chair. I'm pretty much going to say
9 something along the same lines, because if --
10 if we are going to subpoena one, then do we not
11 have to subpoena everyone on testimony or can
12 we pick and choose?

13 MR. CRESCIMBENI: I'll defer to the legal,
14 but I'm thinking we can pick and choose, but it
15 might set an awkward -- an awkward, I don't
16 want to say precedent, appearance.

17 Ms. Sidman, can we pick and choose who we
18 subpoena?

19 MS. SIDMAN: Yes, it's a motion of the
20 committee to make a determination that you
21 would like to subpoena individuals.

22 MR. CRESCIMBENI: I think the committee
23 would have to think seriously about that,
24 because if we invite any future people to the
25 podium, they're going to evaluate past

1 practice, probably perceive they have a 50/50
2 shot of not having to come back. So
3 perception.

4 Council President Brosche?

5 MS. BROSCHE: I was going to say the same
6 thing, Mr. Chairman, that, you know, for each
7 person that comes forward, they can either take
8 that oath or not, and then we can decide how to
9 proceed at that point as a -- as a Special
10 Committee based on where we are and what we're
11 trying to gather as it relates to information.

12 But I think to Councilwoman Morgan's
13 point, from the beginning, deciding to move
14 forward with the taking oath, that I'd like
15 consistent, and -- and they either take the
16 oath or not and then we subpoena them.

17 MR. CRESCIMBENI: Councilman Dennis.

18 MR. DENNIS: Through the Chair to the
19 Committee, I'm in support, if someone doesn't
20 take the oath, to issue a subpoena, have them
21 back because if you're telling the truth, if
22 you're going to be factual and truthful, you're
23 going to do it.

24 Well, let me say this, I hear the
25 hesitation of issuing subpoenas to Mr. Mousa.

1 We could still issue a subpoena. I think we'll
2 set a bad precedent if we didn't, but we can do
3 it at a later date, because, like Council
4 President Brosche said, that there may be some
5 questions that may come up that we want to ask
6 after we have an opportunity to question
7 Mr. McElroy. So we could subpoena Mr. Mousa,
8 go ahead and issue that -- issue that subpoena,
9 but put his at a later date.

10 And does this body -- and then the
11 question to Legal, do we have the authority
12 to -- to then pull back a subpoena once issued?

13 MR. CRESCIMBENI: Can a committee in some
14 point in the future cancel a subpoena that's
15 been initiated? So if the committee -- I think
16 the question, as I understand, is, if the
17 committee were taking the position today that
18 authorized the OGC to issue the subpoena and
19 that process began, and our next meeting -- it
20 was to compel a witness to appear, and it would
21 be the March 29th meeting, and then our next
22 meeting on the -- would that be the 22nd? we
23 decided to cancel that, would we have the
24 ability to cancel that?

25 MS. SIDMAN: Through the chair, this is

1 really a case of first impression that if
2 you're voting on an action to compel someone to
3 appear and you're doing it by a -- by subpoena,
4 then I think there could be an argument made
5 that you could vote again to cancel that
6 subpoena by a majority vote of the committee,
7 just so that there is a record of the
8 cancellation.

9 MR. CRESCIMBENI: All right. Does that
10 answer your question?

11 MR. DENNIS: (Nods head.)

12 MR. CRESCIMBENI: Ms. Sidman, did you have
13 something else?

14 MS. SIDMAN: Yes, through the Chair, in
15 regard to the general statement that you're
16 asking for, I would just suggest that if you
17 know you're going to ask about a particular
18 matter that you might say, you know, this
19 matter and other matters as -- for the
20 potential sale of JEA, only because when an
21 individual is going to come up and they're
22 under oath and then you ask them about a matter
23 that they haven't prepared documents on, they
24 may not bring those documents. So the more
25 specific you can be on your general statement,

1 the better prepared the individual is going to
2 be.

3 MR. CRESCIMBENI: Are subpoenas only for
4 questioning the respondents or -- because
5 Mr. McElroy was invited today to do -- to brief
6 the committee, put on a presentation, if you
7 will, to a specific action item where I
8 asked -- that was in light of the historical
9 sales trends going down, customer counts going
10 up, which was represented at the last meeting
11 by a JEA representative. The action item was
12 to invite JEA back and talk to us about how
13 their strategic plan dealt with that trend and
14 what they were going to do to offset that and
15 how were they going to increase revenues, and
16 that was the presentation that was going to be
17 made today.

18 Do we -- can he by subpoena compel someone
19 to make a presentation or is it strictly to
20 have them come and answer questions?

21 MS. SIDMAN: So the rule of Council is
22 requiring the attendance to an individual to
23 appear at the committee to ask questions of the
24 individual. Let me see this. If you --

25 MR. DURDEN: If -- you can have -- I

1 believe Peggy, she's got the book in front of
2 her and can check. I believe you're also
3 empowered to do a subpoena duces tecum, which
4 you did with the Police and Fire Pension Fund
5 when you identified the documents you want. So
6 you can't ask for documents, you can't
7 necessarily ask someone to prepare a document,
8 but if you know that they have the document,
9 you can ask them to bring it. And I believe
10 the duces tecum is allowed as well.

11 MR. CRESCIMBENI: And you are? Go to the
12 podium.

13 MR. DURDEN: Steven Durden, General
14 Counsel.

15 MR. CRESCIMBENI: Thank you.

16 MR. DURDEN: I apologize.

17 MR. CRESCIMBENI: So we could ask them to
18 bring -- assuming this was the presentation
19 that they were going to give today, I don't
20 know that for a fact, but we could say bring
21 this document, which I already have, and
22 present it or --

23 MR. DURDEN: Through the Chair, yes, you
24 can certainly say, bring this document,
25 identify it as best you can. And I think

1 probably today you would say what you delivered
2 to the Chair or some other way that the JEA
3 knowing what document you're referring to.

4 MR. CRESCIMBENI: So they can make a
5 presentation, I won't have to say, can you
6 please read page 4 to us, read page 5 to us,
7 please read page 6.

8 MR. DURDEN: Through the Chair, you can
9 ask them to bring that book, you can certainly
10 ask them to do slides, but I don't know that
11 that -- that's a little different perhaps, but
12 you can certainly ask them to bring the
13 document and discuss the document. You would
14 have it in front of you to discuss.

15 MR. CRESCIMBENI: Okay. Thank you.

16 MR. DURDEN: Yes, sir.

17 MR. CRESCIMBENI: Ms. Sidman, did you want
18 to add anything else to that? Happy that
19 Mr. Durden came up?

20 MS. SIDMAN: I'm always happy for someone
21 to take over.

22 Yeah, I agree with what Mr. Durden said,
23 that there is a provision for duces tecum,
24 which is the production of documents, papers,
25 books, and then the material, and then you

1 could always inquire of those documents. You
2 may not have had the production of those
3 documents in advance and you may be reviewing
4 those at that particular meeting to digest and
5 ask the questions that you have.

6 MR. CRESCIMBENI: Thank you.

7 Councilman Dennis.

8 MR. DENNIS: Through the Chair, I would
9 like to offer first a motion to issue a
10 subpoena for Mr. Paul McElroy for all facts,
11 deal with the potential sale of JEA as well as
12 the presentation in which he was supposed to
13 present today, so I hope I'm getting all that
14 right, and appear before this committee the
15 29th.

16 MR. CRESCIMBENI: 2 p.m.

17 MR. DENNIS: At 2 p.m.

18 MR. CRESCIMBENI: Is there a second to
19 that motion?

20 MS. BROSCHE: Second.

21 MR. CRESCIMBENI: All right. The motion
22 and a second.

23 Discussion, Ms. -- Councilwoman Brosche is
24 on the queue.

25 MS. BROSCHE: I'm not sure if it could be

1 a friendly amendment, but could we add to that
2 to answer questions related to the PFM report?

3 MR. DENNIS: I will attend as a friendly
4 amendment.

5 MR. CRESCIMBENI: Thank you, Mr. Dennis.

6 All right. Any discussion on that
7 amendment or that motion as amended via
8 friendly amendment?

9 THE COMMITTEE: (No response.)

10 MR. CRESCIMBENI: Being none, all in favor
11 say yes.

12 THE COMMITTEE: Yes.

13 MR. CRESCIMBENI: Opposed say no.

14 THE COMMITTEE: (No response.)

15 MR. CRESCIMBENI: Our action adopted the
16 motion. And, Ms. Sidman, I'm assuming you'll
17 copy the committee on the progress of that
18 question --

19 MS. SIDMAN: Yes.

20 MR. CRESCIMBENI: -- at each stage.

21 MS. SIDMAN: At each stage?

22 MR. CRESCIMBENI: Yes, once you prepare
23 the subpoena, I'm assuming you'll let us know
24 and hand off to whoever is serving it and then
25 when you get -- receive that it's been served,

1 let us know that as well?

2 MS. SIDMAN: Yes.

3 MR. CRESCIMBENI: All right. Thank you
4 very much.

5 Councilman Dennis.

6 MR. DENNIS: Through the Chair to the
7 Committee, I would like to offer a motion to
8 issue a subpoena to Mr. Sam Mousa on May the
9 10th related to -- any facts related to the
10 sale -- potential sale of JEA as well as the
11 report that he was supposed to give today, and
12 at 2 p.m. on May 10th.

13 MR. CRESCIMBENI: Second to that motion?

14 MS. MORGAN: Yes.

15 MR. CRESCIMBENI: Second by Ms. Morgan.

16 Any discussion on that? Council President
17 Brosche.

18 MS. BROSCHE: Oh, no.

19 MR. CRESCIMBENI: No? I'm sorry, I took
20 you off the queue.

21 Councilman Becton.

22 MR. BECTON: Thank you. Through the
23 Chair, as I said before, I'm not going to
24 support this particular motion because the only
25 reason Mr. Mousa was coming up was because I

1 offered to ask a policy question, for which --
2 to ask if they would just voluntarily agree to
3 not issue any- -- anything regarding approval
4 to these RFPs, and that was in response to
5 Council Member Dennis' suggestion that he might
6 issue -- you know, create an ordinance or a
7 bill that -- that mandates that. And so I
8 don't think this rises to the level of the
9 fact-finding for which this committee is
10 charged. I do think it's that kind of house-
11 -- it's definitely outside of the scope, and so
12 I don't think it's appropriate at this time, so
13 I will not be supporting it.

14 MR. CRESCIMBENI: Mr. Dennis.

15 MR. DENNIS: Through the Chair to
16 Councilman Becton, so how do you -- how do we
17 move forward with getting your question
18 answered and making sure -- or an ordinance or
19 a resolution to make sure that the
20 administration do not go into contract in
21 executing the results of the RFP?

22 MR. CRESCIMBENI: Mr. Becton, would you
23 care to answer?

24 MR. BECTON: I'll just say I don't find it
25 relevant to our mission here. And per your

1 initial thought of finding a bill to do this,
2 all I can say is if that's what you feel, you
3 know, you need to do and want to do type of
4 thing, that I tried -- I just tried to -- you
5 know, try to find an answer there from a policy
6 decision. I just still don't think it's
7 relevant. I -- whether he answered that or
8 not, it's not relevant for me for coming to the
9 conclusion for which we're here charged and
10 them issuing a -- you know, a contract or
11 agreement based on that RFP is inconsequential
12 to what we're doing here. So I just think it's
13 mutually exclusive things.

14 MR. CRESCIMBENI: Mr. Dennis.

15 MR. DENNIS: Through the Chair to
16 Councilman Becton, does it bother you or
17 disturb you that Mr. Mousa would not take an
18 oath just to answer that one particular
19 question or does it -- does it strike you as
20 odd as maybe there's -- you know, there's
21 something that -- there's something that's
22 trying to be hidden or something like that? I
23 don't want to make any accusations or any
24 allegations, but if there's nothing to hide,
25 I'll get under oath and I'll just answer your

1 question, and the question was related to just
2 if he had -- PFM and not going to contract and
3 that's it.

4 I mean, I would be more than happy to --
5 to restate my motion just to answer that one
6 question as relates to not going to contract
7 with any of the respondents until after the
8 committee work is done.

9 MR. CRESCIMBENI: Mr. Becton.

10 MR. BECTON: Through the Chair, in all due
11 respect, Mr. Dennis, I certainly understand
12 that you're -- you know, none of the committee
13 members are happy that certainly the question
14 wasn't answered, but the only thing I will just
15 state again is the fact that I think it's
16 irrelevant to the charge of this committee. I
17 don't believe it was a question that really was
18 to the point of hiding something or not hiding
19 something. I just think -- I just think it was
20 more of a diso- -- you know, didn't want to
21 succumb to taking an oath to answer that --
22 answer a question from this committee that was
23 going to be asked.

24 And then -- and knowing that it was a
25 policy question, not one where I want to know,

1 you know, what the balance sheet looks like of
2 JEA and the valuation, you know, from the CEO's
3 perspective, I mean, that's -- you know, that's
4 something of a totally different context that,
5 you know, I just don't think the subpoena is
6 appropriate in this -- in this manner. So
7 thank you.

8 MR. CRESCIMBENI: Council President
9 Brosche.

10 MS. BROSCHE: Thank you, Mr. Chairman.
11 And I -- I think that Mr. Mousa's not taking
12 the oath makes a statement that people can
13 reach their own conclusions about. Of course,
14 I would think that coming up here and telling
15 the truth, you know, I could just tell the
16 truth and do that under oath.

17 My questions on the RFP might be for
18 another party, if we even do that. And so I
19 don't know that we necessarily will, but my
20 questions on the RFP are probably for other
21 folks who were involved in the RFP. And so I
22 think I'm just going to let the statement of
23 not taking the oath stand for itself.

24 MR. CRESCIMBENI: Mr. Dennis.

25 MR. DENNIS: Again, seeing where this

1 committee is going and -- I will withdraw my
2 motion to subpoena Mr. Mousa.

3 MR. CRESCIMBENI: Thank you, Mr. Dennis.

4 All right. We'll skip 5 and 6 and reserve
5 that for our next meeting.

6 It is 5:38 or so. I don't know how many
7 speaker cards we have at this point. I think
8 we'll move into public comment.

9 Let me go to a -- some announcements,
10 though, before that. My ECA will pass out two
11 documents. One is a -- I don't know if you saw
12 this e-mail or not, but the JEA board is having
13 a workshop on this subject next Tuesday, I
14 believe, at 1 p.m. She has that notice to give
15 you. And also there was a letter to the
16 chairman of the board, Alan Howard, by the
17 mayor, which is an interesting reading as well.

18 All right. Public comments, speaker
19 cards.

20 Council President Brosche.

21 MS. BROSCHE: I apologize that I do need
22 to leave for a conflicting event that starts at
23 six. I will be plugging into my phone to
24 listen to this meeting as it progresses so that
25 I can hear what's going on and what people have

1 to say.

2 MR. CRESCIMBENI: Thank you, Council
3 President.

4 (Ms. Brosche leaves the room.)

5 MR. CRESCIMBENI: I have six speaker
6 cards. I'm going to limit your comments to two
7 minutes so in case we have some questions and
8 that way we can get out of here by our noticed
9 conclusion time.

10 Were there sign-in sheets for the general
11 public today?

12 MS. LOPEZ: Uh-huh.

13 MR. CRESCIMBENI: Okay. I hoped everybody
14 signed in. If you didn't, please sign in on
15 your way out. We'll add your name to our
16 distribution list for future meetings. We're
17 going to e-mail the next meeting notice and the
18 date and time that would be held.

19 The first speaker is -- now, Ms. Sidman,
20 are we swearing in the public comments people
21 or how does -- what --

22 MS. SIDMAN: Through the Chair, that's up
23 to the committee.

24 MR. CRESCIMBENI: Okay. I'm seeing heads
25 shaking in the negative.

1 So Mr. Al Saffer followed by Raymond -- is
2 it Olar or Olan?

3 MR. OLAN: Olan.

4 MR. CRESCIMBENI: Go ahead and take a seat
5 up at the front. Is Mr. Saffer here?

6 MR. SAFFER: Yeah.

7 MR. CRESCIMBENI: All right. Come on down
8 here. Mr. Ol- -- I'm sorry.

9 MR. OLAN: Olan.

10 MR. CRESCIMBENI: Olan will be followed by
11 Jason Favor. Thank you.

12 MR. SAFFER: My name is Al Saffer from
13 Jacksonville, Florida, 32218, on Armsdale Road,
14 and I'm here to address JEA problems.

15 I want to say thank you to Ms. Brosche for
16 setting up this committee. I'm a longtime
17 employee of Jacksonville Electric Company. I
18 started there in 1952 and I served 60 years.
19 Yes, I said 60 years on JEA, did everything
20 they had to do, that I -- they needed doing,
21 and I'm opposed to anything that addresses
22 selling JEA.

23 What I would -- JEA -- can I ask through
24 the -- through the -- Mr. Crescimbeni? Why
25 would JEA have any question standing before the

1 consultants, City Council? Can anybody tell
2 the -- answer that question, please, through
3 the Chair?

4 MR. CRESCIMBENI: Mr. Saffer, we're here
5 to hear your comments.

6 MR. SAFFER: Okay.

7 MR. CRESCIMBENI: We may ask you some
8 questions --

9 MR. SAFFER: All right.

10 MR. CRESCIMBENI: -- but we don't afford
11 that privilege to speakers.

12 MR. SAFFER: Okay.

13 MR. CRESCIMBENI: If you want to wait
14 until after the meeting, I'll try to answer --

15 MR. SAFFER: I understand. I understand.
16 Time -- two minutes is hardly any kind of time
17 to discuss this situation. You guys have been
18 here for 30 hours or 40 hours, and I know
19 you're ready to go home, and I'm not prepared
20 right now to discuss the situation in 38, 37
21 seconds.

22 So I think it's a -- a very bad situation
23 that you can't hear what we have to say. We're
24 constituents here in this town. And there
25 haven't even been a question asked to anybody.

1 All my constituents, all the people in my
2 neighborhood don't even know what's going on.
3 And I suggest that y'all curtail this
4 discussion from -- until about 2050 so people
5 can find out what's going on. And I think it
6 ought to be tabled really until everybody
7 has -- everybody in the city has a chance to
8 know what's going on.

9 MR. CRESCIMBENI: All right.

10 MR. SAFFER: I don't --

11 MR. CRESCIMBENI: Thank you, Mr. -- is it
12 Saffer or Safer? All right. If you want to
13 hang around, Mr. Saffer, I'll talk to you
14 afterwards if you have any questions.

15 MR. SAFFER: Yeah, I'll be here.

16 MR. CRESCIMBENI: Raymond Olan followed by
17 John Lindemood.

18 MR. OLAN: My name is Raymond Olan. My
19 address is on file. I represent the IBEW and
20 the citizens of Jacksonville. I know that the
21 last time we started bring- -- you said you
22 didn't want to bring the past in the present,
23 but how can it be? Today was a show about the
24 transparency that they got. Both sides took an
25 oath, they didn't. They didn't want to talk

1 about it. What -- what are they hiding? It
2 started shady and it still looks shady.

3 I appreciate everything that you guys are
4 doing, but you guys think about the future of
5 this city. If you think it's \$7 billion today,
6 and I guarantee you that's not going to last
7 more than five years, where's the revenue going
8 to come from? I don't want my grandkids paying
9 300 percent in taxes or electric. We need to
10 think about this. This company came to
11 function for the city and it's been doing that
12 for all these years. You got the greatest
13 assets right in your hand. And I know you guys
14 are trying to do the right thing, but don't let
15 political greed or money greed confuse you
16 about what value this company got for this
17 city.

18 And this two identities not taking the
19 oath, really? If you don't got nothing to
20 hide, why not. You give me the oath, I talk to
21 you. I don't got nothing to hide. I want my
22 grandkids to have a good life in this city.

23 Thank you.

24 MR. CRESCIMBENI: Thank you, Mr. Olan.

25 Any questions for Mr. Olan?

1 THE COMMITTEE: (No response.)

2 MR. CRESCIMBENI: All right.

3 Mr. Lindemood followed by Valerie Gutierrez.

4 MR. LINDEMOOD: My name is John Lindemood.
5 I live at 8652 April Street, Jacksonville,
6 Florida 32244. I've been in the utility
7 business. I'm retired now. I was in it for 38
8 years.

9 And I'm ashamed to admit that there's no
10 information getting to us, as he -- as
11 everybody is saying. And these deals are
12 somehow going down without any -- any
13 discussion to the people. What gives here, and
14 about people not wanting to take the oath?
15 Again, I say that is really -- to me it shows
16 that somebody actually is hiding something.
17 There's something strange going on, yeah. This
18 utility has grown. It has put literally
19 billions of dollars into the infrastructure
20 from private utilities that we bought back
21 years ago, Canal, United water and so on.
22 Florida bought all these other utilities on the
23 water and waste water side. I was a power
24 plant operator for ten years before I went into
25 water and waste water, and got a retirement and

1 cashed it in.

2 And we also provide chill water that is a
3 climate control issue, and chiller plants. We
4 do that for -- well, now it's UF Health, it was
5 Shands. We do their -- basically all of their
6 climate control with our chilled water. That's
7 the heart of that plant. I know, I operated
8 those chiller plants there. When was 20 years
9 old, I was an assistant operator there and a
10 power plant operator. And then going into the
11 water and waste water side, I learned a whole
12 lot.

13 But this whole thing going on on here,
14 this is a utility that's -- okay, we're flat
15 line on our sales of electricity, well,
16 efficiency -- energy efficiency is the thing.

17 So before -- as Al said and everybody else
18 is saying, don't let this go away, because if
19 you do get that massive shock of money and you
20 clean up the shipyards, you build all these
21 things, and all this other stuff you're going
22 to do, it's what we need as a -- as a --
23 basically the company needs to be with
24 Jacksonville and not go away.

25 MR. CRESCIMBENI: All right.

1 MR. LINDEMOOD: Thank you.

2 MR. CRESCIMBENI: Anyone have any
3 questions, the committee?

4 THE COMMITTEE: (No response.)

5 MR. CRESCIMBENI: Valerie Gutierrez.

6 MS. GUTIERREZ: Good afternoon. Valerie
7 Gutierrez, IBEW 2358, business manager
8 representing over 500 union members.

9 I appreciate the committee's commitment on
10 finding the truth on this matter in order to
11 make an actual determination whether or not JEA
12 should be sold.

13 But it's sad that Sam Mousa and/or CEO
14 Paul McElroy are refusing to take the oath
15 because it speaks volumes not just to the
16 community but to the employees, just, you know,
17 what -- what kind of -- what is the -- what
18 kind of message is he sending to the employees,
19 where we have to abide by certain ethics. I
20 know taking an oath may not be similar, but,
21 you know, we have to be truthful in everything
22 that we do or -- or we could be disciplined or
23 even discharged if you're not. So it comes to,
24 you know, what are they hiding or what's -- you
25 know, what's the truth behind this whole sale.

1 We feel that the -- some of the texts that
2 I've been getting, that JEA employees feel like
3 the senior leadership is being held by a
4 different standard than the employees.

5 So, like I said, I appreciate you guys
6 taking on this big issue, whether or not JEA
7 should be sold. And I think having individuals
8 take the oath to determine whether or not we
9 get down to the truth is the way this committee
10 needs -- committee needs to continue to go, and
11 we will be there to support you in every way.
12 And we thank you for your time.

13 MR. CRESCIMBENI: Thank you,
14 Ms. Gutierrez.

15 Any questions?

16 Ms. Gutierrez, I have a question for you.

17 MS. GUTIERREZ: Yes, sir.

18 MR. CRESCIMBENI: Is your -- is -- are you
19 the largest union?

20 MS. GUTIERREZ: As far as members, yes,
21 sir.

22 MR. CRESCIMBENI: And was your union --
23 was yours the union that the administration
24 reached out to to have a meeting with?

25 MS. GUTIERREZ: Yes, sir.

1 MR. CRESCIMBENI: Has that taken place
2 yet?

3 MS. GUTIERREZ: Yes, sir.

4 MR. CRESCIMBENI: All right.

5 MS. GUTIERREZ: And he's also requested a
6 follow-up meeting.

7 MR. CRESCIMBENI: Okay. Thank you.

8 MS. GUTIERREZ: Thank you.

9 MR. CRESCIMBENI: The last speaker is Jack
10 Caulkins.

11 MR. CAULKINS: How are y'all doing? My
12 name is Jack Caulkins at 11450 Elaine Drive,
13 32218.

14 I commend y'all on taking this stand about
15 the oath. All I hear from the mayor's office,
16 JEA, and even our liberal newspaper is
17 transparency, and there seems to be, from what
18 I've gotten in the last hour or so, there isn't
19 transparency. And the only votes that the
20 taxpayers have in this town is the elected City
21 Council members. Y'all have to look out for
22 us. I can't go down to JEA and ask them, well,
23 if you sell out to a private company that's not
24 going to care about the taxpayers of
25 Jacksonville, you're going to raise my rate,

1 oh, that's a tax increase that -- our mayor
2 doesn't want to have tax increases, but that
3 private company -- I lived here in 1950 when
4 the public utilities were run by private
5 companies. The sulfur water in the ground
6 tasted better than some of those companies.
7 And the State and the Government basically -- I
8 don't know whether ordered or what, but they
9 said, JEA -- the city needs to take over those
10 services because all those companies were
11 interested in was profit. Profit, profit,
12 profit.

13 I mean, you look over here off of the
14 northwest part of Jacksonville, there were
15 houses over here that had outhouses. We've got
16 septic tanks all over this town that are still
17 there. We've got sewer lines running into the
18 St. Johns River that haven't been done that JEA
19 at one time promised they would take care of
20 it. If they sell out, do you think the private
21 company's going to absorb all that? If they
22 do, where is that cost going to go? It's going
23 to go to the citizens of Jacksonville.

24 Y'all are elected. Y'all are our voice.
25 Thank you very much.

1 MR. CRESCIMBENI: Any questions from the
2 committee?

3 THE COMMITTEE: (No response.)

4 MR. CRESCIMBENI: All right. Ms. Sidman,
5 do you want to provide a procedural point on a
6 previous motion, do you want to reiterate that
7 for the benefit of the committee, please?

8 MS. SIDMAN: Through the Chair, earlier
9 the Chair had asked whether or not the
10 committee could decide whether or not to take
11 an oath, and I indicated yes, the committee can
12 decide. The Chair was looking at the committee
13 and several committee members were shaking
14 their head no, that they didn't think that an
15 oath was appropriate for the public.

16 I interpreted that as what's under
17 Robert's Rules as acquiescence and within the
18 provision of the Chair to do that. However, in
19 an abundance of caution, you may just want to
20 put on the record a motion for the public to
21 take an oath and then vote on that so it's very
22 clear.

23 MR. CRESCIMBENI: Mr. Dennis.

24 MR. DENNIS: I would like to offer a
25 motion that the public -- during public comment

1 do not have to take an oath.

2 MS. MORGAN: Second.

3 MR. CRESCIMBENI: Motion by Mr. Dennis,
4 second by Ms. Morgan. Any discussion on that
5 motion?

6 THE COMMITTEE: (No response.)

7 MR. CRESCIMBENI: All in favor say yes.

8 THE COMMITTEE: Yes.

9 MR. CRESCIMBENI: Opposed say no.

10 THE COMMITTEE: (No response.)

11 MR. CRESCIMBENI: By action we adopted
12 that motion.

13 All right. Is there anything else to come
14 before the committee?

15 I have action items to happen between now
16 and our next meeting. Counsel auditors are
17 going to send us an e-mail, all the captions on
18 that questionnaire -- or that came with that,
19 the responses to our questionnaire to all
20 committees. She's going to -- he's also going
21 to differentiate or provide us information on
22 which two respondents failed to provide
23 information about their fee structures and tell
24 us whether those two companies made the final
25 pool.

1 Then somebody's going to find out what the
2 cost of the RFP was. How do we -- how do we --
3 Mr. Philip, you're going to -- Mr. Peterson,
4 you're going to do that?

5 Peggy, you're going to prepare legislation
6 for the Committee's consideration at the next
7 meeting about hiring and appropriating the
8 funds for an independent advisor. And Council
9 President Brosche is going to send a letter to
10 the Jessie Ball duPont Fund with -- seeking
11 approval of the conditions and qualifications
12 and also ascertaining a funding amount.

13 And then I think the last one was the OGC
14 was going to prepare a subpoena and advise the
15 committee at each step of that process.

16 Did I miss anything?

17 THE COMMITTEE: (No response.)

18 MR. CRESCIMBENI: All right. Seeing
19 nothing else to come before the committee, our
20 next meeting is scheduled for 2 p.m. next --
21 I'm sorry, we want -- we have a meeting
22 scheduled for next week. We can hear from the
23 Council Auditor. I don't know if we're going
24 to have the JEA information back by then. They
25 may not want to present, but you can present

1 their ten-year look-back, correct? So whether
2 we'll get the FEMA information or the other
3 action items that they were supposed to go
4 over, the philanthropic expenditures and
5 volunteerism, which is very important
6 components that was referenced in the PFM
7 report, I'll add to our subpoena to have that
8 information out there.

9 Ms. Sidman.

10 MS. SIDMAN: I'm sorry, I was distracted.
11 Can you repeat the question.

12 MR. CRESCIMBENI: Well, one of the action
13 items from the last meeting for JEA was that
14 they come back with a report from the past five
15 years on all philanthropic expenditures and
16 volunteerism hours. That was something in the
17 PFM report, we asked them to take a look at the
18 value of that. So we made that request. I'm
19 not sure what that -- at this point I have
20 concerns about whether that's going to be
21 provided. Can we add that to the subpoena?

22 MS. SIDMAN: Yes, by motion and majority
23 action of Council -- I mean, of the committee,
24 sorry.

25 MR. CRESCIMBENI: And I think the Council

1 Auditor already has the information from JEA on
2 the ten-year look-back. You just need to
3 verify it to make sure there's no issues with
4 that, correct?

5 MR. BILLY: Yes.

6 MR. CRESCIMBENI: Is there a motion to add
7 the philanthropic and volunteerism to the
8 subpoena? Motion by Mr. Becton. Is there a
9 second?

10 MR. DENNIS: Second.

11 MR. CRESCIMBENI: Second by Mr. Dennis.
12 Is there any discussion on that?

13 THE COMMITTEE: (No response.)

14 MR. CRESCIMBENI: All right. Seeing no
15 one, all in favor say yes.

16 THE COMMITTEE: Yes.

17 MR. CRESCIMBENI: Opposed say no.

18 THE COMMITTEE: (No response.)

19 MR. CRESCIMBENI: All right. Our action
20 adopted that, which amends the original
21 parameters of the subpoena.

22 All right. Anything else to come before
23 the committee?

24 THE COMMITTEE: (No response.)

25 MR. CRESCIMBENI: All right. This meeting

1 is adjourned. Thank you-all. Thank you,
2 audience.

3 (Proceedings concluded at 5:56 p.m.)

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