

1-17-25 JHA BOC Governance Committee Meeting

Page 1 1 2 3 4 5 6 JACKSONVILLE HOUSING AUTHORITY 7 BOARD OF COMMISSIONERS 8 GOVERNANCE COMMITTEE MEETING 9 10 11 TAKEN: Friday, January 17, 2025 12 TIME: 9:04 a.m. to 9:54 a.m. 13 PLACE: Jacksonville Housing Authority 14 1300 North Broad Street 15 Jacksonville, Florida 32202 and via videoconference 16 Taken by Carol DeBee Martin, court reporter. 17 18 19 20 21 Carol DeBee Martin 22 Jacksonville Court Reporting, Inc. 23 1620 Bartram Road, Apt. 6111 24 Jacksonville, Florida 32207 25 (904) 465-0787 (cell) debeemartin@aol.com	Page 3 1 PROCEEDINGS 2 January 17, 2025 9:04 a.m. 3 CHAIRWOMAN SHIRLEY: Okay. Good morning, 4 everyone. The time is 9:04, and we're going to 5 go ahead and bring the Jacksonville Housing 6 Authority Board of Commissioners subcommittee 7 on governance. We're going to bring that meeting 8 to order. 9 I am your Chair for this subcommittee, 10 Commissioner Caleena Shirley, and I would like to 11 recognize our Board Chair, Commissioner Heather 12 Horovitz, who is online. 13 Commissioner, welcome, and good morning. 14 COMMISSIONER HOROVITZ: Good morning. 15 I'm sorry I'm not in the room this morning. 16 CHAIRWOMAN SHIRLEY: You're here with 17 us. 18 And I don't see any other commissioners that 19 are here with us, but we do know we have at least 20 one commissioner coming. Commissioner Brock is on 21 the way. So we'll get her caught up once she gets 22 here. 23 But, in the interest of everyone's time, 24 we'll go ahead and get the meeting called to 25 order.
Page 2 1 APPEARANCES: 2 CHAIRWOMAN CALEENA SHIRLEY 3 COMMISSIONER HARRIET BROCK 4 COMMISSIONER HANK ROGERS 5 EVANN MORRIS 6 HARRY M. "Reece" WILSON, IV, Esquire (OGC) 7 ROSLYN MIXON-PHILLIPS, Int. President/CEO 8 MAMIE DAVIS, Interim CFO 9 ELAINE SPENCER 10 CRYSTAL BLACKMER 11 CORDELIA PARKER 12 DIARRA WEATHERS 13 JULIE ST. CLAIR 14 LAWRENCE STRAWDER 15 16 (VIA VIDEOCONFERENCE) 17 COMMISSIONER HEATHER HOROVITZ 18 ADINA TEODORESCU, Esquire (OGC) 19 DENISHA SMITH 20 JENNIFER MAHONEY 21 SATONIA HART 22 VICTOR FIGUEROA, COO 23 JOHN 24 RACHEL MAGUIRE 25 SANDRA BAKER TATUM --- ---	Page 4 1 Our agenda this morning -- I'll just go over 2 it real quick. We'll start with our, "Call to 3 Order," which we just did. 4 We'll do, "Public Comment." We're going to 5 go over, "Roles and Responsibilities," of this 6 committee, "New Business," and, "Chair's 7 Comments," and our, "Meeting Adjournment." 8 Do we need to -- well, we don't have a 9 quorum. So we won't be passing any motions or 10 doing anything of that nature. 11 So we'll get the meeting started this morning 12 by opening the floor to any public comment. 13 (no response) 14 CHAIRWOMAN SHIRLEY: Seeing none in the room, 15 do we have any public comment online? 16 MS. MORRIS: No. 17 CHAIRWOMAN SHIRLEY: Alrighty. We have no 18 public comment online. 19 So we'll go to our next agenda item, 20 which is, "Roles and Responsibilities," 21 and, for the benefit of those online, 22 I'll just kind of read over what's in our bylaws. 23 And our roles and responsibilities for the 24 Governance Committee can be found in Article IX, 25 Section 9.1(b). And that's the section on

1-17-25 JHA BOC Governance Committee Meeting

Page 5	Page 7
1 committees, and I'll just read over that briefly. 2 "The Governance and Oversight Committee shall 3 conduct an annual review of these bylaws, 4 board policies, and employee policies to ensure 5 compliance with the applicable Local, State, and 6 Federal laws as well as compliance with the 7 current best practices. 8 "The committee shall present to the Board by 9 September of each year a written annual report of 10 committee activities and certification that the 11 required annual reviews have been completed." 12 And so, as the newest member to the board 13 and this being my first Governance Committee, 14 I'm going to give our Board Chair Commissioner 15 Horovitz -- if you would like to kind of just open 16 us up and just kind of set the table with any 17 comments from where we last left off, that would 18 be good to get us going in the right direction. 19 COMMISSIONER HOROVITZ: Yes. Thank you. 20 Can you hear me okay? 21 CHAIRWOMAN SHIRLEY: Yes. 22 COMMISSIONER HOROVITZ: Yes. Okay. Great. 23 Thank you. 24 And, through the Chair to the room, 25 I'm really excited to getting this committee	1 still relevant and apply to the agency today and 2 then figure out where we're lacking policies. 3 Another area that I would love to see you 4 partner with Commissioner Reyes on is in HR. 5 We've talked about the need to review our 6 Employee Handbook, and one thing that we've 7 discussed as a board is separating the HR 8 policies. 9 And that will allow us to make changes more 10 frequently, and, as we are updating or adding new 11 policies, it will allow employees to read them and 12 acknowledge them. And that change can happen more 13 frequently if it's separate from the rest of the 14 handbook. 15 So I think that we're looking at policies 16 enterprise wide, and then I really also want to 17 focus on HR policies. 18 Is that the kind of commentary that you're 19 looking for, Commissioner? 20 CHAIRWOMAN SHIRLEY: Yes, Commissioner. 21 That was perfect. Thank you so much. 22 COMMISSIONER HOROVITZ: Thank you. 23 CHAIRWOMAN SHIRLEY: And I will now have 24 our Interim CEO Ms. Roslyn Mixon-Phillips give 25 commentary on the committee, as well.
Page 6	Page 8
1 kicked off. And really hearing what you just said 2 it amplified that we're behind, and we have some 3 cleanup to do. 4 And we probably should have been meeting as 5 a Governance Committee. I don't think we've had 6 a Governance Committee Meeting since I've been on 7 the board for over two years. 8 So you have your hands full, and thank you 9 so much for volunteering to lead this 10 subcommittee. 11 I was talking with Ms. Phillips the other day 12 about what I imagined the goals are and certainly 13 want you to take this and create your own goals, 14 but, if I could help add a little to that, 15 I think what we need to do is really inventory all 16 of the policies that we have and identify where we 17 have any gaps. 18 We often are in the room together, 19 and a board member will say, "Oh, do we have a 20 policy for that," or, "Is there a policy?" 21 And I don't think that the answer is ever 22 always, "Yes," or it's not always known. 23 And so I think that that's a really great place 24 for us to start, to figure out what policies we do 25 have and look at them and make sure that they're	1 MS. MIXON-PHILLIPS: Thank you, Madam 2 Chairman. And I'd just like for the record to 3 talk a little bit about what we've included in the 4 package this morning, if you will. 5 As the Chairman of the Commission just said, 6 there is an extensive list of policies 7 and procedures out there, but they are not all 8 necessarily -- there is not a document that tells 9 us what all of those policies and procedures are. 10 And so I asked Ms. Spencer if she would go 11 through the policies and procedures and to list 12 some of them. So we provided you with a partial 13 list of the JHA Administrative Policies for your 14 review and consideration so that you can begin to 15 prioritize what you would like the committee to 16 work on first as it relates to the policies. 17 We've also provided a list of Public Housing 18 Authority Policies and Procedures, and this is 19 just more for reference. Because, as a 20 federally-funded agency through the 21 U.S. Department of Housing and Urban Development, 22 there is guideline, a rule and a policy for 23 everything that we do. 24 And so we've listed in here or provided for 25 you a list of many of those policies under

1-17-25 JHA BOC Governance Committee Meeting

Page 9	Page 11
1 24 CFR, which is the Code of Federal Regulations, 2 that may be a resource to help with some of the 3 policies that you are looking at. 4 But, again, the guiding policies for the 5 housing authority and the work that we do is in 6 the Code of Federal Regulations. 7 The administrative policies are more of the 8 things that you would want to look at, 9 but we want to make sure they're consistent with 10 the federal regulations, as well. So we have 11 provided both of those for you. 12 In addition, the Chairwoman mentioned the 13 Board Worklist and working closely with the 14 HR Committee. 15 And, at their monthly meetings, they review 16 each month the Board Worklist that was developed 17 sometime in the past, and what I have done is 18 I have taken this Board Worklist and highlighted 19 those items which specifically say, "Governance," 20 where I believe the intent was that the Governance 21 Committee would look at those things. 22 And I'll just go through them quickly. 23 It says, "Establishment of clear boundaries 24 with respect to what a Commissioner can and cannot 25 do outside of Board and Committee Meetings,"	1 I'm not really sure what that's addressing, 2 other than maybe it was anticipated that we would 3 have started in August or September. But we're 4 here today, and so the first meeting is today. 5 And then, in the bylaws, it also speaks to 6 have a -- as you said when you covered that, 7 when you read it from the bylaws, that there would 8 be a report that is done by the Governance 9 Committee. 10 And then the final thing in this Board 11 Worklist -- it says, "Update the background 12 screening/hiring requirements for CFO, 13 Deputy CFO, COO and CEO to include credit report 14 showing no ten-year history of bankruptcies or 15 180-day late payments due to positions having 16 access to JHA financial accounts." 17 And, obviously, the board is interested in 18 the C-Suite, or the executive policy as it 19 relates to background screening and those kinds of 20 things. 21 So those are the things that are listed in 22 the Board Worklist as items that could potentially 23 be prioritized by this committee based on how 24 you'd like to proceed, Madam Chairwoman. 25 Included, also -- we went back, and the first
Page 10	Page 12
1 and I think that really points to the sunshine 2 law and ethics and those kinds of things that will 3 be considered as a part of that. 4 Number 27 says, "Update Bylaws." 5 We have provided for you a copy of the bylaws 6 so that you have the most up-to-date copy of the 7 bylaws, and so that might be a starting point is 8 to look at the bylaws and to make sure that they 9 are up to date and consistent with what the 10 board's direction and policies are. 11 Then Number 28 says, "Board transition and 12 onboarding process." 13 When a new member comes on, it's the 14 information that they're provided, what training 15 is available and resources for them. 16 Number 30 says, "Board's level of fiduciary 17 responsibility and liability, 'in terms of our 18 liability, how is it assessed, what we absolutely 19 need to know for our own protection.'" 20 And, obviously, OGC would work with the board 21 on providing that, and there is information in the 22 federal regulations, too, concerning a board and 23 those requirements. 24 Number 31 -- it speaks to scheduling the 25 Governance Committee for August and September.	1 Governance Committee of the JHA that we could find 2 was back in 2019. So we pulled, just for 3 information, the minutes from that meeting from 4 the first Governance Committee Meeting that was 5 held back in November of 2019, and, again, 6 that's just a reference. 7 And then the last committee meeting minutes 8 that I was able to locate was in February of 2022, 9 and I believe the Chairwoman said that there 10 hadn't been any meeting to her knowledge in over 11 two years since she's has been on the board. 12 And this was the most recent one that I could 13 find. 14 Ms. Carol actually did these minutes back 15 in 2022, and I've asked her to also research to 16 see if she has any later meeting minutes after the 17 date of February the 17th. 18 So those are the documents that we provided 19 for you this morning, and, obviously, we're here 20 to be a resource. And, if there is anything else 21 that you would like staff to gather for the 22 committee, just let us know. 23 CHAIRWOMAN SHIRLEY: Thank you so much for 24 that overview of the packet. 25 And, given that this is the first meeting,

1-17-25 JHA BOC Governance Committee Meeting

Page 13	Page 15
1 I just kind of want to set the stage just a little 2 bit with a few comments. 3 Actually, before I do, Commissioner Horovitz, 4 your hand was raised. 5 COMMISSIONER HOROVITZ: Yes. I'm sorry. 6 I knew you were about to get into saying something 7 amazing. So I wanted to cut you off. 8 (People laughed.) 9 COMMISSIONER HOROVITZ: Just very, very 10 quickly, as Ms. Phillips was speaking, 11 it really got me thinking about the policies that 12 are maybe best practices from HUD and maybe other 13 federal agencies. 14 I'm very interested -- and we probably will 15 get into that the more we go through this process 16 together under your leadership -- in understanding 17 where we set our own policies or where we follow 18 industry standards. 19 So, is there knowledge in this room for that, 20 or is that something that we should all start 21 like looking for? 22 CHAIRWOMAN SHIRLEY: So both -- I have 23 knowledge of HUD Guidelines. I know we have our 24 legal counsel that's here, but I think also we 25 have our staff members that are engaging in	1 that you-all understood my perspective and 2 approach to this committee. 3 I think that governance is the foundation 4 of how we're able to set the standard for how we 5 move forward into this new season of excellence 6 that we're embarking upon with the leadership and 7 the foundation that Ms. Roslyn has put us in 8 posture with, and that's going to be carried 9 through with the new CEO, when she comes on, 10 as well, and the support staff that has been a 11 part of this. 12 I think governance is the space where we can 13 really dive in to making sure that we have the 14 policies in place that's going to guide us and 15 also protect us in making sure that we're in line 16 with, not just the HUD policies, but what our 17 mission is, and that is to provide the best 18 services and housing accommodations for our 19 residents. 20 And so we also want to make sure that we have 21 the best policies in place that's helping our 22 staff be the best that they can be and that the 23 policies are helping them to have that guidance 24 to do that. 25 And so it's going to be very important for me
Page 14	Page 16
1 working that touch on HUD policies, as well. 2 And I would like to give a chance for 3 everyone in the room to have the ability to have 4 any comments they'd like to as we kind of go 5 through today as a first kind of setting of the 6 table here. 7 COMMISSIONER HOROVITZ: Thank you. 8 MS. MIXON-PHILLIPS: There is a document from 9 Federal HUD called, "Leading The Way," that may 10 address some of those best practices that you are 11 speaking of, Chairwoman, and we will get that 12 document and provide it to the entire board, 13 but to this committee for certain. 14 COMMISSIONER HOROVITZ: That's a great idea. 15 Thank you. 16 CHAIRWOMAN SHIRLEY: Thank you so much. 17 Great question, Commissioner. 18 Was there anyone else that had their hand 19 raised online? 20 MS. MORRIS: No. 21 CHAIRWOMAN SHIRLEY: All right. Thank you so 22 much. 23 So, just in kind of the setting of the 24 table for this committee being that we have not 25 met in a long time, I wanted to just make sure	1 that this committee not be a committee that is 2 just speaking to the people around this table 3 here. 4 (Commissioner Rogers entered the room.) 5 CHAIRWOMAN SHIRLEY: And, welcome. 6 Commissioner Rogers has joined us today. 7 It's very important that we have the 8 opportunity to hear from our Staff Management 9 Teams, but all the way down to the staff that is 10 implementing, in their day-to-day work, 11 these policies that we put in place. 12 It is very important, as well, for us to hear 13 from our community and community partners as to 14 the effectiveness of how we're doing things 15 in accordance to our policies, and then, 16 at the other end of it, is our Compliance Team 17 that's going to be hand and foot with us to make 18 sure that, as we've established these policies, 19 that we're able to have that check and balance 20 through the Compliance Team that's going to make 21 sure that we're following those policies and that 22 it's giving us everything we need to move in 23 excellence. 24 I think that, while I'm new to this board, 25 I'm not new to housing, and I'm not new to

1-17-25 JHA BOC Governance Committee Meeting

Page 17 1 policy. And so I want to give you-all the 2 confidence that, not only do I take this 3 seriously, but that I also am very much needing to 4 hear from you to inform how we move through this 5 committee specifically and that I will lean on the 6 experience in the day-to-day practicality of what 7 you do to help enforce these policies. 8 And so that's my commitment to this committee 9 and to this organization. I look forward to 10 meeting every manager whose job it is to enforce 11 these policies, because we need to know, one, 12 that there's an understanding of the policies, 13 as well as that these policies are practical 14 and able to keep us in line so that we can achieve 15 the things that we're looking to achieve. 16 We have a lot of great things ahead of us 17 that we've got to be locked and set on. 18 (Commissioner Brock entered the room.) 19 CHAIRWOMAN SHIRLEY: Welcome, Commissioner 20 Brock. 21 And these policies will help us do that, 22 and so, while we're not the biggest housing 23 authority in the State of Florida or in the 24 country, I think that my goal is for us to be 25 the largest housing authority who is able to	Page 19 1 opportunity, if you would like, to have any 2 comment before I open up to some of the other 3 Senior Management Team that's in the room. 4 I would like to open it up to you-all if you have 5 any comments on priorities for this committee, 6 and I'll start with Commissioner Rogers. 7 COMMISSIONER ROGERS: Good morning, 8 and thank you so much, Madam Chair. I don't have 9 any at this time. I'm looking through and find it 10 interesting the last time this committee met 11 was in 2022. 12 So we have a lot of work ahead of us, 13 as I can see, based on the last time this 14 committee was formed and has gathered to catch up 15 on. 16 But I do look forward, Madam Chair, 17 to working with you and working with this 18 committee along as working with senior staff and 19 really understanding our policies and how we can 20 improve our policies here at the agency. 21 Since I have been here, we have heard quite a 22 number of issues that we do believe need to come 23 before this committee to be addressed, 24 and so I look forward to your leadership. 25 Thank you for taking on this role.
Page 18 1 accomplish an esteem of excellence in what we do. 2 And so I want people to know our housing 3 authority to be a housing authority of excellence, 4 and we're going to get there by having sound 5 policies that we all can buy into. And so I just 6 wanted to say just those few words to kind of get 7 us in the right posture. 8 What we've done so far, Commissioners, 9 just to get you up to date is, in your packets, 10 our staff has put together a great starter 11 packet for us in that we've not had a 12 Governance Committee in a little while. 13 And so, in your package, you'll find the 14 bylaws. You'll find the last up-to-date 15 Board Worklist, as well as previous meeting 16 minutes from the past few meetings as it relates 17 to this committee. 18 And so what I've done is I've gone -- 19 we spoke with Commissioner Horovitz, who is 20 online, and CEO Ms. Roslyn Mixon-Phillips has 21 given some commentary and comments on where 22 to start and some high priority things that we 23 need to put on our worklist here for this 24 committee. 25 And I would like to give you-all the	Page 20 1 I look forward to working with you and the other 2 commissioners as we move this train forward. 3 So thank you for your leadership. 4 CHAIRWOMAN SHIRLEY: Thank you. 5 Commissioner Brock. 6 COMMISSIONER BROCK: Yes. Good morning, 7 Madam Chair, and to all of you that are in the 8 room this morning and our CEO. 9 So I am so excited about our governance 10 meeting. I like your opening remarks to what you 11 are going to try to achieve and establish with 12 governance. 13 I was used to our Governance Committee 14 Meeting, but the governance was one of our 15 committee meetings that we didn't do like a whole 16 lot of times. 17 So, yes. So, just to get you to understand 18 that it is not like a meeting that we have all the 19 time, but it's a very important meeting to do, 20 as Commissioner Rogers says, to make sure that our 21 policies and those things are in line with what we 22 are doing here at the Jacksonville Housing. 23 Thank you so much. 24 CHAIRWOMAN SHIRLEY: Thank you. I'm glad 25 that you made the observation on how often the

1-17-25 JHA BOC Governance Committee Meeting

Page 21	Page 23
1 committee met previously, as you have a lot of 2 board knowledge there, and I want you to know 3 that that's not going to be the case with this 4 committee where we are now. 5 I do look forward to having monthly 6 meetings. I think it's necessary to establish 7 the sound oversight, especially as we move into 8 new leadership, that we have an ongoing space to 9 deal with these things. 10 And I would like to have the cadence of a 11 monthly meeting to ensure that, one, I'm given the 12 opportunity to deep dive into these policies, 13 because you can't govern what you don't know and 14 don't understand. 15 But, also, I think that, through the year, 16 it gives us the opportunity to make some immediate 17 changes, when necessary, versus waiting to a 18 specific time of the year and then trying to catch 19 up and implement for a future time. 20 And so we will be in the cadence of a 21 monthly meeting to get us in the posture we need 22 to be in to be a sound governing body. 23 COMMISSIONER BROCK: Yes. Thank you. 24 CHAIRWOMAN SHIRLEY: And so, as I said, 25 I do welcome interaction. I know these meetings	1 like to make any comments about any policy that we 2 need to have on our working list. 3 Anyone in the room? 4 (no response) 5 CHAIRWOMAN SHIRLEY: And, just for the online 6 audience, if you'll just state your name and your 7 position with the authority. 8 MS. ST. CLAIR: Good morning, Commissioners. 9 My name is Julie St. Clair, Human Resources 10 Manager. I know that, you know, best practices 11 are imperative, as far as, you know, our handbook. 12 Our handbook was created -- or at least it 13 says that there is an effective date of February 14 of 2021 with a revision of November of 2021. 15 We earnestly strive to identify and provide 16 best practices. We do have SOPs for many. 17 I think a lot of our problems stem from maybe new 18 managers, current managers, who just don't or are 19 not following SOPs, and it stems from hiring. 20 You know, HR wants to partner and provide 21 a very fully compliant process. That includes us 22 vetting, providing vetted candidates, following 23 interview guides, which have pre-identified 24 questions, ensuring that each candidate is asked 25 the same question to ensure consistency and
Page 22	Page 24
1 can sometimes be intimidating, but I would like 2 them not to be. 3 And, also, I need you to understand and know 4 that your voice, especially the leadership's voice 5 and the Management Team's voice that are doing 6 this on a regular basis -- it's very important 7 that we hear from you, and this is the space that 8 we can make those impactful changes that impact 9 your day-to-day life. 10 We are working in the background on a regular 11 basis, but we all have other jobs and things that 12 we go to do. 13 But what we do here, especially in this 14 committee, impacts you every single day, 15 and so I would just like to give the opportunity, 16 especially for those of you that are in the room 17 and online -- any of the Management Team -- 18 that has any priorities that stand out to you that 19 you would like to just kind of bring to our 20 worklist, you have the opportunity to do that 21 now. 22 I'm also going to look forward to meeting 23 with you, as well, and so this won't be the last 24 opportunity. But I wanted to give a pause in this 25 first meeting of this board for anyone who would	1 fairness. 2 So I mean we have had, in the past, 3 HR attend interviews, but, for one reason or 4 another, it has stopped. But I think it's 5 important for HR to be involved in every interview 6 that takes place, to ensure we are complying, 7 and, of course, training in all areas, corrective 8 action and progressive discipline, hiring. 9 We have a great need for training and finally 10 accountability in all areas, and I will do my 11 best to ensure that we step up our game and make 12 sure that we're compliant and there is no risk in 13 our processes. 14 CHAIRWOMAN SHIRLEY: Very good. Thank you so 15 much for that comment. 16 Ms. Davis. 17 MS. DAVIS: Good morning. Mamie Davis, 18 the CFO. And I just thank you for this 19 opportunity to speak. I didn't come prepared to 20 make any comments, but I do agree that the SOPs 21 are very, very important. 22 In accounting and finance, we have discussed 23 many things with the Finance Committee, 24 and what we are doing now is we are looking at all 25 of the operating procedures that are out there.

1-17-25 JHA BOC Governance Committee Meeting

Page 25	Page 27
1 And a number of them -- it's comprehensive. 2 And I don't believe that those were being 3 used in the past, and we're looking to update 4 those. And we have someone who actually worked, 5 when they were updated regularly, and that 6 person's responsibility is to review those 7 and what we're doing now in operations. 8 And we are working to update those. 9 So I look forward to meeting with you in the 10 future to make sure that accounting and finance is 11 compliant and operating in excellence. 12 Thank you. 13 CHAIRWOMAN SHIRLEY: Thank you so much for 14 your comments. 15 Do we have anyone else in the room that has 16 any comments? 17 (no response) 18 CHAIRWOMAN SHIRLEY: Seeing none in the room, 19 are there any online? 20 MS. MORRIS: No. 21 CHAIRWOMAN SHIRLEY: Okay. Seeing no online 22 comments, we will then continue through our agenda 23 here. 24 The next item is, "New Business." 25 I don't believe that we have any new business as	1 HR and finance. 2 And so I don't know if we are going to go 3 back to that. That may be a discussion that we 4 might have in our overall board meeting. 5 I'm not sure. 6 CHAIRWOMAN SHIRLEY: Okay. So then what 7 we'll do is we'll make sure that we have that 8 discussion in this month's board meeting to 9 establish the exact date, whether it's going to be 10 the fourth Friday of every month. 11 I think the 9:00 a.m. time frame works on 12 Friday. I think that's where most of the 13 commissioners have availability. 14 But my question, which I would pose to you, 15 Ms. Phillips, is, if we're looking for greater 16 participation of maybe any of the other managers 17 or staff, is there a better time than this 18 9:00 a.m. time? 19 If we needed to bring in staff participation, 20 would that be more likely in the mornings, 21 or do we need to more of an afternoon type 22 meeting? 23 And that may not be a question you can answer 24 right now, but that would just be my -- 25 MS. MIXON-PHILLIPS: The morning meetings are
Page 26	Page 28
1 of right now. I think the main new thing was 2 setting the cadence schedule for the meetings, 3 and so we've already touched on that based on your 4 comments, Commissioner Brock. 5 Ms. Phillips, is there any additional new 6 business that we need to touch on today in this 7 subject matter? 8 MS. MIXON-PHILLIPS: No, ma'am, not that 9 I'm aware of. 10 So, is the committee then -- would it be your 11 plan to meet -- I think this is the third 12 Friday of the month at nine o'clock. 13 Would that be your plan going forward? 14 CHAIRWOMAN SHIRLEY: So I think, for now, 15 it may be. 16 Commissioner Brock. 17 COMMISSIONER BROCK: Madam Chair, if I may, 18 I know that, in the past, we have been trying to 19 do these committee meetings to try to save 20 everybody -- we did a flip-flop. Resident 21 Relations did a flip-flop with HR and finance. 22 We were supposed to be meeting on the 24th of 23 this month, but we flipped it because of their 24 schedules. This would have been their meeting 25 day. This Friday here would have been theirs,	1 better before we get into our day, because other 2 things come up that may pull us away. 3 So, if we start earlier in the day, 4 my sense is that that would be -- if we needed 5 management participation of some of the managers, 6 that would work better. 7 CHAIRWOMAN SHIRLEY: Okay. Thank you for 8 that input. So I guess we'll take that to the 9 board and look at the scheduling of the other 10 committee meetings, and then we'll find the Friday 11 that works best for this committee to have that 12 morning meeting. 13 MS. MIXON-PHILLIPS: Yes. 14 And the previously circulated draft for the 15 meetings for the year of 2025 -- and I believe the 16 Chairwoman is still with us -- yes -- 17 COMMISSIONER HOROVITZ: Yes. 18 MS. MIXON-PHILLIPS: -- that that might be 19 something that could be discussed at the meeting 20 before we publish those dates. 21 Because we were about to put them on the 22 calendar when Commissioner Brock brought to 23 my attention that she thought that there may need 24 to be some adjustments. 25 CHAIRWOMAN SHIRLEY: Okay. Thank you so

1-17-25 JHA BOC Governance Committee Meeting

Page 29 1 much. 2 Alrighty. So that will get us going for our 3 board meeting to come up to have this on the 4 agenda, and we'll move to our next agenda item, 5 which is, "Chair Comments." 6 COMMISSIONER HOROVITZ: If I may through the 7 Chair, before -- I think that you might be closing 8 now -- is that all right? 9 CHAIRWOMAN SHIRLEY: Actually, I was getting 10 ready to pitch it to you for our Board Chair 11 comments. 12 COMMISSIONER HOROVITZ: Oh, you're the Chair. 13 I'm sorry. I thought that was me. 14 Okay. I have a couple of questions quickly. 15 CHAIRWOMAN SHIRLEY: Sure. 16 COMMISSIONER HOROVITZ: Thank you. 17 And, through the Chair, as we're talking 18 about our policies -- and I know that we're going 19 to be inventorying and updating -- I'm just 20 wondering if we thought about how the process will 21 go from I guess updating or writing a policy in 22 this committee and then those will have to go to 23 the board for the board to adopt. 24 And I imagine, since we've got so much 25 catchup to do, that will be happening.	Page 31 1 for acknowledging them, and then we have I think 2 access on our website to policies on the staff 3 portal -- the policies and procedures -- 4 that the staff has access to and can review, 5 as well. 6 COMMISSIONER HOROVITZ: Okay. And, do they 7 have a schedule of certain policies they need to 8 acknowledge or trainings they need to go through 9 every year? 10 MS. MIXON-PHILLIPS: Yes, they do. 11 COMMISSIONER HOROVITZ: Okay. Perfect. 12 Because I know that, in our board meetings, 13 we're constantly having employee questions like 14 -- I'm thinking most recently a policy for if 15 there is a natural disaster and the requirements 16 to support the agency. 17 I see so many needs that we need to be 18 looking at kind of immediately. I'm so grateful 19 that the committee has been brought together to 20 start looking at all that. 21 MS. MIXON-PHILLIPS: Yes. And that might be 22 one of the procedures, policies that you want to 23 look at is the COOP, continuity of operations, 24 which the agency does have one. 25 I don't know how old it is, but there is a
Page 30 1 We'll probably be approving new policies at every 2 board meeting. 3 Is there kind of like a best practice for 4 that process? 5 And then my second part of my question is, 6 "Do we have an effective tool to allow all of our 7 employees, like no matter their position, whether 8 they're in the field or in back offices, 9 to view policies and then a way for them to 10 acknowledge them so they can be included in their 11 employee files," which is where I imagine that 12 they would be included? 13 MS. MIXON-PHILLIPS: There are certain 14 requirements for employees to sign off on policies 15 that relate to things like -- tell me, 16 Ms. St. Clair. 17 MS. ST. CLAIR: You mean the acknowledgment? 18 MS. MIXON-PHILLIPS: Yes. 19 MS. ST. CLAIR: Handbook acknowledgment. 20 MS. MIXON-PHILLIPS: To acknowledge that they 21 are aware of the handbook, to acknowledge ethics 22 training having been done and those types of 23 things as travel policies or when you give 24 policies and those kinds of things. 25 And so there is a procedure for doing that,	Page 32 1 policy as it relates to natural disasters, 2 and who works when they are required to work. 3 There is a listing, and it lists positions of the 4 individuals who are acquired to work during those 5 times. 6 MS. ST. CLAIR: Essential employees. 7 MS. MIXON-PHILLIPS: Essential employees. 8 Thank you. 9 And that is not something that is new, 10 and the policy is in keeping with -- many of our 11 policies are in keeping with the City of 12 Jacksonville policies, as it relates to those 13 things, because, as you know, historically, 14 over 30 years ago now, we've been separated, 15 but we were a part of a city department. 16 And so many of the policies that we have are 17 based on what the city policies were and have been 18 updated, modified and changed over the years. 19 COMMISSIONER HOROVITZ: That's great. 20 Thank you. 21 CHAIRWOMAN SHIRLEY: And I was -- 22 COMMISSIONER HOROVITZ: And -- I'm sorry. 23 CHAIRWOMAN SHIRLEY: -- go ahead, please. 24 COMMISSIONER HOROVITZ: I'm so sorry. 25 Just one more thought on that. I just really

1-17-25 JHA BOC Governance Committee Meeting

Page 33 1 want to make it clear that I don't want it to feel 2 like it's coming from a place that we're trying to 3 like -- not trick our employees like kind of a 4 "Gotcha," moment. 5 I know that it's information overload, 6 and, especially, if there is a policy that I 7 haven't looked at in a couple years -- 8 like I've been with my organization for over four 9 years. So I think this is just a really healthy 10 way to help keep our employees updated on our 11 policies and in this changing world. 12 So I just want to make sure that's clear, 13 and then, just a final comment, and I'll stop 14 talking. 15 Since we're all together in a sunshine 16 meeting right now to give an update on our -- 17 not negotiations. We did all that together in the 18 sunshine. 19 But Mrs. Waller is going to be getting a 20 draft back to our Legal Team hopefully later this 21 morning or early afternoon. We've had a couple of 22 nice touch points. 23 She is incredibly excited to be moving to 24 Jacksonville. I know she spoke with Ms. Phillips 25 about different areas to look at to, you know,	Page 35 1 there, because I don't know. 2 Where are all of our policies located, 3 and how can I review -- if I wanted to go look at 4 a specific policy, where would I find that 5 policy? 6 I'm just going to be the one on the board to 7 say, "I'm new and not known." 8 But, where are all of our policies located? 9 CHAIRWOMAN SHIRLEY: So I'll let 10 Ms. Phillips -- 11 MS. MIXON-PHILLIPS: I'm going to throw it to 12 Ms. Evann. We do have an employee portal where we 13 have policies, but, as far as them being listed 14 somewhere or -- 15 MS. MORRIS: We can copy what we need to copy 16 on the board repository, which you-all have access 17 to. 18 MS. MIXON-PHILLIPS: Yes. 19 MS. MORRIS: So we can move that stuff over 20 so you can see it. 21 CHAIRWOMAN SHIRLEY: So I may have been 22 fortunate to be so new to the game, which is maybe 23 why you-all thought I was good for this committee, 24 but I got a book of policies when I came on the 25 board.
Page 34 1 settle here in town. 2 So, hopefully, we'll have an update on that 3 agreement being signed today. It's a holiday on 4 Monday. So, if we don't hear from Ms. Phillips, 5 hopefully, we will have some news on Tuesday. 6 CHAIRWOMAN SHIRLEY: Awesome. And I was 7 remiss to comment that I did get with our counsel, 8 Mr. Wilson, this morning, and we committed to meet 9 up, as well, to review any policies or things that 10 have stuck out, too, that are under his guidance 11 to let us know to put it on our worklist, 12 as well. 13 So we've really got a well-rounded approach 14 to getting started here and talking to everyone 15 that's centric to making sure that we have a 16 good working list to build from. So I just wanted 17 to make sure that you-all had that information, 18 as well. 19 An so my Chair comments -- I kind of started 20 the meeting with some of those comments. 21 Commissioner Rogers. 22 COMMISSIONER ROGERS: Real quick. Thank you, 23 Madam Chair. 24 And, before you get to your Chair Comments, 25 I am just curious. I'm going to just throw it out	Page 36 1 So I do have them in a written format or 2 a printed format, but I think that's a great 3 question. 4 COMMISSIONER ROGERS: I did not get that. 5 MS. MIXON-PHILLIPS: And, if you did not get 6 that, then maybe we need to make sure that we 7 supply that to everyone. 8 COMMISSIONER ROGERS: Yeah. I did not get 9 that. Okay. I'm not the only one. 10 COMMISSIONER BROCK: Madam Chair, no. 11 Commissioner Rogers is not the only one. 12 I didn't receive one either. 13 COMMISSIONER ROGERS: Okay. 14 CHAIRWOMAN SHIRLEY: I know we have been 15 working on just groupings of policies meeting to 16 meeting, but that is a good question beyond the 17 packets or policies that we work on in meetings. 18 Where is the collection of policies stored, 19 and what's the availability to access those? 20 So, for me, that is my top priority leaving 21 out today is to make sure that every board member 22 has that repository and that we work together with 23 staff to get those policies there for you. 24 So I'll make sure that, by next meeting, 25 we have confirmation that everyone has access to

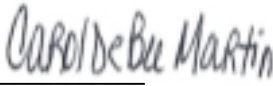
1-17-25 JHA BOC Governance Committee Meeting

Page 37	Page 39
1 the total collection of policies by the time we 2 meet, again. 3 COMMISSIONER ROGERS: Thank you. 4 And the reason why I bring ... 5 Thank you, Madam Chair, and I will yield my 6 comments. 7 The reason why I say that -- immediately, 8 after this meeting, we have the Resident Relations 9 Meeting. And one of the things that I have now 10 come to learn, when I'm sitting in those meetings, 11 is residents have amazing questions, concerns. 12 And one thing that I always hear is, 13 "Is it our policy?" 14 And I sit there, and I wonder, 15 "Well, I haven't read that policy. So I'm just 16 going to have to go along, and say, 'It's in the 17 policy.'" 18 Right? 19 (People laughed.) 20 COMMISSIONER ROGERS: But I'm always curious 21 as to, "What's in the policy?" 22 Right? 23 And I raise that, because there was an issue 24 with -- and I'm seeing it on here -- with the pet 25 policy, where one of the residents said,	1 Human Resources Committee initially worked on 2 putting together this list. 3 But it included items that referenced 4 Resident Relations, finance and governance. 5 So what I did was I went through it, 6 and I highlighted it. 7 All those in orange are items that were 8 slated for the Governance Committee. 9 And, in line with your comment and what you 10 just asked, Commissioner Rogers, Number 28 talks 11 about the onboarding process, and so I think, 12 hearing your comments and the Chair's comments of 13 the information that she was provided and you and 14 Commissioner Brock saying that you were not 15 provided that, that certainly will fall in that 16 area. 17 We want to make sure that, when new 18 commissioners come on board, they receive all of 19 the documents and the things that you think are 20 appropriate. 21 So one of the things that you might look at 22 as a part of that is, "What is that onboarding 23 process?" 24 We know we do ethics training, government in 25 the sunshine and all of those things.
Page 38	Page 40
1 "Hey, this dog attacked my dog, and this 2 happened." 3 And the question was raised, "Well, how do we 4 address that?" 5 "It's in the policy." 6 I said, "Okay. Well, I guess it's in the 7 policy." 8 But I do want to be familiar with what's in 9 our policies so that I'm at least familiar with 10 how to respond to different resident's concerns, 11 not just to say, "It's in the policy." 12 And, to be frank, I don't know what's in the 13 policy. So I would love to just take a look at 14 what we have out there so that I'm familiar with 15 all of the policies. 16 Thank you, Madam Chair. 17 CHAIRWOMAN SHIRLEY: Thank you. 18 Ms. Phillips. 19 MS. MIXON-PHILLIPS: Thank you, Madam Chair. 20 Because I went over this before you were in 21 the room, I just wanted to make sure that you 22 understand the color coding on the Board Worklist. 23 The Board Worklist document that was 24 provided for you is something put together by the 25 Board of Commissioners -- and I think the	1 But, what other things? 2 Now that you-all have been commissioners for 3 a period of time, do you wish you would have 4 heard, during that first orientation -- 5 and make sure that we have a comprehensive 6 onboarding packet for commissioners. 7 The other thing that's included in here is 8 a partial list of some of the administrative 9 policies. That's what this list is (indicated), 10 and those are the ones that I believe Evann 11 is speaking of that will be moved over and 12 placed in the board repository for your access. 13 But this one that says, "PHA Required 14 Policies/Procedures --" those are the federal 15 guidelines. 16 And so the CFR -- as we look at it, it's like 17 a phone book with very small print, or it used to 18 be very small. Maybe they made it larger. 19 And so that handbook -- those policies would not 20 be a part of that repository, because they are in 21 the Code of Federal Regulation themselves. 22 But there may be another policy that we have 23 that couples with that that would reference back 24 to the larger policy. 25 The thing that you mentioned about the pet

1-17-25 JHA BOC Governance Committee Meeting

Page 41	Page 43
1 policy -- that's really in the Lease Agreement. 2 So that would not be in these policies, per se, 3 because that's in our Lease Agreement itself. 4 So I just wanted to make sure that the two of 5 you knew what those three documents are and why 6 they were included in the packet for today. 7 COMMISSIONER ROGERS: Thank you. 8 CHAIRWOMAN SHIRLEY: Thank you so much for 9 the information. 10 COMMISSIONER ROGERS: Thank you. 11 CHAIRWOMAN SHIRLEY: And I know I'm not the 12 only one that likes to sit up late or early in the 13 morning and read policies, and so maybe what we 14 can do in our repository is we can at least 15 provide you a list, a page, that has, you know, 16 links, you know, common links as it relates to 17 HUD, HUD Governance. 18 Even though you don't have the actual 19 documents, you would have the link to be able to 20 access those federal policies. 21 MS. MIXON-PHILLIPS: This pretty much 22 provides that. If you look at the, "Authority," 23 if you put that into your search engine, 24 "24 CFR 982.201-203," it will come up. 25 It's pretty easy to find any of the HUD	1 JHA email accounts -- if it's put in a folder 2 there, you can get it, as well. 3 COMMISSIONER ROGERS: Got it. 4 CHAIRWOMAN SHIRLEY: So I do have some of 5 these already favorited on my computer from just 6 looking things up to get prepared for this 7 meeting. 8 So maybe what I'll do is I'll just grab some 9 of those links, and I'll put them on a sheet of 10 paper of HUD.gov. And there's also some modules 11 online, as well, as it relates to board 12 governance, and so I'll put those links on a sheet 13 of paper and make sure that it's in our repository 14 so that you'll have that as a quick reference as 15 we get started here. 16 So I commit to make sure to help you guys to 17 get the access to that information so we're all on 18 the same page. 19 COMMISSIONER ROGERS: Perfect. 20 MS. MIXON-PHILLIPS: And, just for your 21 information, many of the national organizations 22 provide training for board members, as well. 23 I know Commissioner Brock has attended training 24 in the past, and some of those who may not have 25 had that opportunity in the past -- they have
Page 42	Page 44
1 policies. If you just put it into a search engine 2 -- what it is that you're looking for -- 3 it will pretty much self populate and pop up. 4 But what I don't want to do is tell you, 5 "We're going to put it in the repository, 6 and you can have access to it," without you 7 knowing how to go to it. 8 So, Evann, if you would, just give them a 9 30-second primer, once it goes into the 10 repository, how they access it. 11 You go to your Outlook account, and 12 I'll let you -- 13 MS. MORRIS: Well, you should have had 14 an invitation. It starts with the invitation, 15 and, once you select it, then you can access it 16 in your file explorer. 17 MS. MIXON-PHILLIPS: File explorer. Okay. 18 Because, on my Outlook account, when I go 19 down, it says in there, "Board Repository," 20 and there is a folder there that has those 21 documents. 22 MS. MORRIS: Yes. Multiple places to access 23 it. 24 MS. MIXON-PHILLIPS: Yes. And, because 25 you-all have email accounts, that's why I said --	1 tracks for -- specifically for board members at 2 those meetings. And they talk about governance 3 and best practices and other things that may be 4 useful in this process, as well. 5 CHAIRWOMAN SHIRLEY: Thank you so much for 6 that information. 7 MS. MIXON-PHILLIPS: Uh-huh. 8 CHAIRWOMAN SHIRLEY: All right. So I don't 9 have any additional Chair comments at this time. 10 And, before we go ahead and adjourn, 11 I just want to thank everyone, especially for the 12 folks online. We had a great participation this 13 morning. So I just thank everyone for committing 14 to reengaging with this committee. 15 And, for the first time and probably the last 16 for this committee, I'm going to give you a little 17 bit of your time back. 18 (People laughed.) 19 CHAIRWOMAN SHIRLEY: And we'll go ahead and 20 -- 21 COMMISSIONER ROGERS: Do we need to approve 22 the minutes from the last meeting or anything like 23 that? 24 MS. MIXON-PHILLIPS: The minutes from the 25 last meeting I could locate are included in

1-17-25 JHA BOC Governance Committee Meeting

Page 45 1 here, and they were from -- let me look at the 2 date on it. It says June 27th, 2022. 3 And I've asked Ms. Carol, who took the 4 minutes for that meeting, if she will search her 5 records to see if there was anything later than 6 that, but I did provide the last meeting minutes 7 for the Governance Committee. 8 CHAIRWOMAN SHIRLEY: So what I would like to 9 do is not take a motion at this meeting just so 10 that everyone has a chance to review them, 11 and then, at our next meeting, maybe we can 12 approve the meeting minutes once everyone has 13 reviewed it, if that's necessary to do. 14 MS. MIXON-PHILLIPS: I defer to our attorneys 15 since the minutes were over two years ago, 16 and it's a new committee. 17 Would that be something that this committee 18 needs to do? 19 Maybe Commissioner Brock was on that 20 committee -- 21 COMMISSIONER BROCK: Yes. 22 COMMISSIONER ROGERS: She was. 23 MS. MIXON-PHILLIPS: -- but I don't know that 24 anyone else here would have been on that 25 committee.	Page 47 1 COMMISSIONER HOROVITZ: Okay. Thank you, 2 everyone. 3 CHAIRWOMAN SHIREY: Thank you, everyone. 4 We stand adjourned. Thank you. 5 (Whereupon, the proceedings in the 6 above-titled cause concluded at 9:54 a.m.) 7 --- 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25
Page 46 1 MR. WILSON: I do think, if Commissioner 2 Brock is good with reviewing it, then the motion 3 could be taken up at the next meeting to approve 4 the minutes. 5 COMMISSIONER BROCK: Okay. 6 MR. WILSON: I mean they are, you know, 7 transcribed by Ms. Carol. So I'm sure they're 8 accurate. 9 COMMISSIONER BROCK: Yes, sir. 10 CHAIRWOMAN SHIRLEY: So we'll make sure that 11 the acceptance of those meeting minutes were 12 accepted, as well as these meeting minutes, 13 at the next board meeting. 14 But thank you for that formed order. 15 Alrighty, everyone. I give you back a little 16 bit of your time. Thank you so much. 17 Do we have a motion to adjourn? 18 COMMISSIONER ROGERS: So moved. 19 COMMISSIONER HOROVITZ: I'm sorry. 20 I have a question. 21 Is this the same Teams for the next meeting, 22 or should we leave and come back? 23 MS. MORRIS: It's a different link. 24 MS. MIXON-PHILLIPS: It's a different one 25 is what Evann said.	Page 48 1 C E R T I F I C A T E 2 STATE OF FLORIDA) 3 COUNTY OF DUVAL) 4 I, Carol DeBee Martin, Certified Court 5 Reporter and Notary Public, certify that I was 6 authorized to and did stenographically report 7 to the best of my ability the foregoing proceedings 8 and that the transcript is a true and complete record 9 of my stenographic notes. 10 Dated this 31st day of January, 2025. 11 12  13 14 Carol DeBee Martin 15 Notary Public State of Florida 16 My Commission: HH 588635 17 Expires: 12-29-2028 18 19 20 21 22 23 24 25