

CITY OF JACKSONVILLE

JOSEPH ROGAN
CHAIR

ELLEN SCHMITT
VICE CHAIR



IMANI A. BOYKIN
GEORGE CANDLER
CARLTON DEVOOGHT
J.J. DIXON

DARCY GALNOR
LATONYA LIPSCOMB SMITH
MARY BLAND LOVE

ETHICS COMMISSION

MEETING AGENDA

Wednesday, September 30, 2020 at 4:00 p.m.
VIA ZOOM – NO PHYSICAL LOCATION

1. Call to Order
 - Pledge
 - Ethics Thought

2. Minutes Approval

3. Discussion of Committee/Staff Reports and Work of Ethics Commission

4. New Business
 - a. City Council action on the Ethics Office budget for FY 2020-2021
 - b. Extension of Director's contract
 - c. Terms of members and election of officers
 - d. Schedule of Ethics Commission meetings

5. Public Comments

6. Announcements

7. Adjourn

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ETHICS COMMISSION MEETING MINUTES

Wednesday, January 22, 2020

Don Davis Room

City Hall – First Floor

The meeting was called to order by Joseph Rogan, Chair of the Ethics Commission, at 5:06 p.m. A quorum was present.

Commission Attendees: Joseph Rogan, J.J. Dixon, Imani A. Boykin, LaTonya Lipscomb Smith, Mary Bland Love, Ellen Schmitt, Carlton DeVooght and Darcy Galnor. Excused Absence: Dr. George Candler. Other attendees: Carla Miller, Director, Office of Ethics, Compliance and Oversight (“OECO”); Kirby Oberdorfer, Deputy Director, OECO; Cherry Shaw Pollock, Assistant General Counsel, Office of General Counsel (“OGC”); and Sandy Homrighouse, Executive Assistant, OECO.

Public in Attendance:

Executive Council Assistant Taryn Roberts, David Bauerlein – Florida Times-Union and Stanley Scott.

The meeting began with Mr. Rogan leading the attendees in the Pledge of Allegiance and Ms. Miller shared the Ethics Thought.

Minutes Approval:

November 6, 2019 Ethics Commission Meeting minutes: Mr. DeVooght made a motion to approve the minutes. Ms. Boykin seconded the motion. There being no discussion, the motion to approve the minutes passed unanimously with a vote of 7-0.

November 18, 2019 Ethics Commission Ad Hoc Committee Meeting minutes: Ms. Boykin made a motion to approve the minutes. Ms. Smith seconded the motion. There being no discussion, the motion to approve the minutes passed unanimously with a vote of 7-0.

Staff Reports:

OECO: Ms. Miller stated OECO monitors Florida legislation on ethics. The OECO staff conducted ethics training for 120 Public Works department employees and received great feedback. The OECO staff will be training the remainder of the Public Works department employees as well as conducting other ethics training citywide. Also, the OECO staff is working on Ethics Office strategic planning. Once the strategic plan is complete, Ms. Miller will share the plan with the Ethics Commission.

OGC: Ms. Pollock did not have a report for OGC.

Discussion on Committee Structure Assignments and Reports:

Mr. Rogan asked whether any members wanted to discuss or request reassignment concerning his 2020

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Jacksonville, FL 32202
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committee assignments. No member raised any issue. Mr. Rogan suggested the Commission not meet in February to allow all standing committees to meet in February. Brief discussion followed.

Old Business:

JEA Update: Ms. Miller provided a summary of JEA significant events:

- The naming of new negotiators
- Conflict analysis for negotiators
- Issues about authority of Ethics Director to participate in ITN meetings and legislative ideas to prevent future issues about same
- Atlanta ITN meetings and Sunshine Law issues
- Performance plans
- Smith Hulsey & Busey selected to advise City Council and process for same
- End of ITN
- City Council Investigative Committee
- JEA Senior Leadership Team contracts and terms of same
- OGC is meeting with JEA's Senior Leadership Team about contracts

Dr. Candler commended Ms. Miller's work. Mr. Rogan commented about the various offices and issues involved in the ITN and encouraged Ms. Miller to discuss the contract issues with JEA's Senior Leadership Team so they understand the ethical issues involved with same. Ms. Love asked questions and made comments about the Senior Leadership Team contracts.

Discussion of Legislation Regarding Changes to Sections 602.401 and 602.411: Ms. Miller provided a status update on this legislation, which was introduced in City Council on November 12, 2019. At first, the administration was not in support of this legislation. On December 10, 2019, Ms. Oberdorfer spoke at the City Council meeting on behalf of the Ethics Commission legislation. Ms. Miller commended Ms. Oberdorfer's excellent work and subsequently every City Council member co-sponsored the bill. Ms. Oberdorfer explained the waiver provision changes from the initial bill from Council Member Rory Diamond during Rules Committee, which establishes a committee to decide waiver requests in a transparent manner. Mr. Rogan described the background for this legislation.

New Business:

Mr. Rogan described the public participation procedures for this meeting.

Filing of Form 1 Limited Financial Disclosure Statement: Ms. Miller and Ms. Oberdorfer reminded the Ethics Commission members to file the Form 1 Limited Financial Disclosure Statement by July 1, 2020.

2020 Strategic Planning: Ms. Oberdorfer described the Commission's last strategic planning process in 2017. Mr. Rogan asked the Ethics Commission members to review the goals and to set 2020 strategic plans at the committee level.

2020 Legislative Priorities: Mr. Rogan referred to the document titled "Summary of Ethics Commission Committee Potential Work" a list of pending items and referrals from the November 6, 2019, Ethics Commission meeting. Mr. Rogan asked the Ethics Commission members to review the list and asked the Legislative Committee and Open Government Committee to determine which priorities they want to undertake in those committees. Ms. Miller added she is helping City Council's workshop sessions on JEA's future. Ms. Miller asked for Ethics Commission members to give her suggestions for changes needed in the City Charter. Ms. Miller also mentioned she will suggest that the Charter Revision Commission change the charter to require funding for the independent offices, such as OECO and the Office of Inspector General ("OIG").

Ethics Director Contract Amendment and 2019-885: Mr. Rogan explained the change to the Ethics Director's contract which allows flex time over a two week period by removing the restriction limiting the Executive Director to 25 hours per week and allowing the Executive Director regular part-time status (50 hours per pay period). The ordinance was passed by City Council and signed by the Mayor. Ms. Love made a motion to direct Mr. Rogan to execute the amendment to the employment contract between the Executive Director of OECO and the Commission. Mr. DeVooght seconded the motion. There being no further discussion, Mr. Rogan opened the floor to public comment. No public comment was provided. The motion passed unanimously with a vote of 8-0.

Ethics Director Performance Review: Mr. Rogan referred to the Ethics Director Performance Review. Mr. Rogan said Ms. Miller received superb marks and has done an excellent job. For development, Mr. Rogan said he relayed his suggestions to Ms. Miller that she work on are succession planning and budget goals, including obtaining funding for two full-time ethics officers. Ms. Miller responded that Chair Aaron Bowman asked her to appear before the City Council Finance Committee on February 4, 2020, regarding the OECO budget and needs. Ms. Miller also described the division of responsibility and staffing needs of OECO. Mr. Rogan commended the Mayor's administration for working to increase staffing at the OIG and expressed his hope that the administration will do the same with OECO.

Potential Changes to Section 602.621: Mr. Rogan referred to the document titled "Sec. 602.621-Duties," which contained his suggested changes to section 602.621. Due to the pushback Ms. Miller received during the JEA ITN process, Mr. Rogan took the verbiage from the OIG's duties from section 602.303(d). Mr. Rogan discussed the need for the same access between OIG and OECO. Ms. Miller provided legislative history of the OIG and OECO duties. Ms. Love made a motion to recommend the proposed change to the City Council and to direct Mr. Rogan to draft a resolution and work with OGC on the legislation. Ms. Boykin seconded the motion. Mr. Rogan opened the floor to public comment. No public comment was provided. There being no further discussion, the motion passed unanimously with a vote of 8-0.

Potential Changes to Section 602.1205: Mr. Rogan referred to the document titled "Sec. 602.1205-Cooperation by appointed employees in official investigations," which contained his suggested changes to section 602.1205. Mr. Rogan explained the need to expand Section 602.1205 based on two complaints against City Council members years ago, one of whom initially declined to cooperate with the Commission and explained the purpose of adding subsection b. Ms. Love asked a question about the definition of "officer." Ms. Pollock discussed past issues with independent contractors with Mr. Rogan. Ms. Galnor discussed criminal law implications with Mr. Rogan, Ms. Pollock and Ms. Miller. Ms. Miller offered to get the OIG procedure for criminal law issues and adapt it for the Ethics Commission. Ms. Miller and Ms. Oberdorfer raised the relevance of this proposal to another ordinance Council Member Diamond introduced about responding to City Council Auditor requests. Ms. Boykin, Mr. Rogan, and Ms. Miller discussed Council Member Diamond's legislation. Ms. Love requested simplification of the title. Ms. Love made a motion to recommend the proposed change, with the modification to the title, to the City Council and to direct Mr. Rogan to draft a resolution and work with OGC on the legislation. Ms. Smith seconded the motion. Mr. Rogan opened the floor to public comment. No public comment was provided. There being no further discussion, the motion passed unanimously with a vote of 8-0.

JEA Sunshine and Public Records Issues: Ms. Miller introduced two issues with the JEA ITN. When the JEA ITN was canceled, all Ms. Miller's documents became public records. Ms. Miller made a spreadsheet of the bids with gross and net figures and forwarded it to OGC. Some bidders objected to release of certain documents, including some of Ms. Miller's documents, as trade secrets. Whether or not that information is trade secrets is in dispute. Ms. Miller does not agree but she would like to release the chart with redacted information. There has not been a release of revised bids. The second issue is a public

meeting issue. Ms. Miller referred to the document titled “286.0113 General Exemptions from public meetings.” Ms. Miller introduced the issue about negotiation meetings. Under (2)(b)1., Ms. Miller said she believes a portion of the Atlanta JEA ITN meetings should have been public meetings and should have been publicly noticed. Ms. Miller notified OGC in Atlanta and will work with OGC on the Sunshine issues. Ms. Miller said the meetings involved PowerPoint presentations by JEA management to vendors during which vendors were not allowed to ask questions. Dr. Candler asked Ms. Miller questions about the Atlanta meetings. Mr. Rogan, Ms. Dixon and Ms. Love asked Ms. Miller questions about the public records/trade secret issues and discussed her answers. Ms. Miller would like OGC to set a deadline for the bidders to redact trade secrets. OGC is working with bidders regarding the public records issues.

Complaints Committee Report: Ms. Schmitt reported the Complaints Committee met on January 22, 2020. The committee dismissed three complaints and referred four cases to OIG.

Schedule of Ethics Commission Meetings: The next Ethics Commission meeting is scheduled for March 12, 2020 at 5:00 p.m. The next Legislative Committee meeting is scheduled for February 25, 2020 at 3:30 p.m. The next Open Government Committee meeting is scheduled for February 10, 2020 at 4:30 p.m.

Public Comment:

Mr. Rogan requested public comment. Mr. Scott commented.

Announcements: None.

Adjourn: There being no further business to discuss, the meeting was adjourned at 6:19 p.m.

Sandy Homrighouse, Executive Assistant, OECO

Date of Approval

This is a summary of the meeting and not a verbatim transcription. A recording of these proceedings is available at <http://www.coj.net/departments/ethics-office/notices.-agendas-minutes> .

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ETHICS COMMISSION

LEGISLATIVE COMMITTEE MEETING

MINUTES

February 25, 2020

Conference Room C, Second Floor, City Hall

The meeting was called to order by Ms. Ellen Schmitt, Vice Chair, at 3:32 p.m. A quorum was present. Attendees: Darcy Galnor, LaTonya Lipscomb Smith, Ellen Schmitt and Imani A. Boykin (arrived after meeting began). Others in attendance: Carla Miller, Director of the Office of Ethics, Compliance, and Oversight (OECO); Kirby Oberdorfer, Deputy Director OECO; Cherry Shaw Pollock, Office of General Counsel (OGC); and Sandy Homrighouse, Executive Assistant (OECO).

Public in Attendance:

None

New Business:

The meeting began with introductions of the Legislative Committee members and Ethics Commission staff. Ms. Miller referred to the handout titled Legislative Committee and gave a summary:

- Chapter 602 Part 4 conflicts of interest: a lot of work has been done on conflicts of interest but work can still be done on post employment restrictions. Council Member Rory Diamond currently has a bill in process regarding this.
- Chapter 602 Part 8 lobbying: the current verbiage is only the bare minimum and is not adequate. There is a lobbying manual available for review.
- Chapter 602 Part 11 civil penalties: Ms. Oberdorfer stated there have been updates.
- Chapter 602 Part 12 general provisions: Ms. Oberdorfer referred to Section 602.1205.
- Chapter 602 independent contractors and Form 1 filers: The Ethics Commission has dealt with the topic and looking into remaining parts of Chapter 602 could be done.
- Section 602.407 obstruction of evidence: this refers to documents but this needs modernized for example, digital form data.

Ms. Miller added the Legislative Committee can perform a procedural clean up or housekeeping of legislation and also could substantially change legislation in the big picture if the Legislative Committee picks one or two issues that can really make a difference. Ms. Homrighouse will monitor potential changes to state ethics laws proposed by state legislation. The discussion of the summary of the handout titled Legislative Committee continued:

- Task Force on Open Government: Ms. Oberdorfer will email the summary of recommendations report to the Legislative Committee.

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- Reviewing confidentiality of information on economic incentives voted by City Council: this is state law.
- PAC and campaign ethics: ongoing campaign accounts were discussed.
- No provision in the Jacksonville Ethics Code addressing conduct unbecoming: this is an employee services human resources issue.
- Ordinance 2018-570: it is possible Council Member Diamond can work with the Legislative Committee on part of the bill.

Ms. Smith made a motion for the Legislative Committee in 2020 to work on legislation for PACs material and transparency. The motion was seconded by Ms. Schmitt. Ms. Boykin requested public comment and none was provided. The Legislative Committee approved the motion unanimously. Ms. Miller will research what other cities are doing regarding these matters.

Public Comment:

Ms. Boykin requested public comment, but none was provided.

Meeting Adjourned: 4:21 p.m.

Sandy Homrighouse
Executive Assistant
Office of Ethics, Compliance and Oversight

Date of Approval

/sh

This is a summary of the meeting and is not a verbatim transcription. A recording is available at the Ethics Commission web site at [http://www.coj.net/departments/ethics-commission/notices.-agendas---minutes-\(1\).aspx](http://www.coj.net/departments/ethics-commission/notices.-agendas---minutes-(1).aspx)

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**ETHICS COMMISSION
OPEN GOVERNMENT COMMITTEE
MEETING MINUTES**

February 10, 2020
Conference Room C
City Hall – Second Floor

The meeting was called to order by LaTonya Lipscomb Smith, Chair of the Open Government Committee, at 4:32 p.m. A quorum was present.

Committee Attendees: LaTonya Lipscomb Smith, Carlton DeVooght, and J.J. Dixon. Excused Absence: Dr. George Candler. Other attendees: Kirby Oberdorfer, Deputy Director, Office of Ethics Compliance and Oversight (“OECO”); Andrea Myers, Training Coordinator, OECO; Sandy Homrighouse, Executive Assistant, OECO; and Cherry Shaw Pollock, Assistant General Counsel, Office of General Counsel (“OGC”).

Public in Attendance:
Cynthia Jackson

New Business:

Ms. Smith introduced Mr. DeVooght as a new member of the Open Government Committee and opened the meeting by asking Ms. Oberdorfer to provide a summary of the purpose and past projects of the Open Government Committee. Ms. Oberdorfer provided the purpose and history of the Open Government Committee. Ms. Smith recommended the Committee choose one or two projects that they feel passionate about and work on them throughout the year with assistance of the OECO staff and opened the floor for discussion about potential projects and objectives for 2020. The Committee discussed the options. Mr. DeVooght made a motion to pursue the following items:

Engage in community outreach to various community organizations.

Update and further develop the “It’s Your Government” online course. Community organizations could assist in developing the course and marketing of the course.

Conduct fact gathering and determine whether the Ethics Commission should take action regarding Mr. Waag’s suggestions (Unite America) to recommend two legislative actions to City Council: (1) move local elections to November during regular election cycle; (2) institute ranked choice voting for municipal elections.

Ms. Dixon seconded the motion. There being no comments, the motion passed unanimously 3-0.

Public Comment:

Ms. Lipscomb Smith opened the floor to public comment. Ms. Jackson commented.

Discussion of Future Meeting Dates:

The Open Government Committee plans to meet again April 8, 2020, at 4:30 p.m. Ms. Oberdorfer summarized the follow-up items she will work on:

Provide a list of community organizations

Gather the notes on the meetings from the community organizations developing the course and other materials.

Contact Carla Miller regarding a resource list to provide research guidance.

Contact Ellen Schmitt regarding the course

Identify if the course is still online.

Review the Charter Review Commission recommendations regarding rank choice and elections.

There being no further business to discuss, the meeting was adjourned at 5:13 p.m.

Sandy Homrighouse, Executive Assistant, OECO

Date of Approval

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Office of Ethics, Compliance and Oversight

Cap

Activity	FY21	FY20	FY19
Office of Ethics, Compliance and Oversight	1	1	1

00111 General Fund Operating
 OE Office of Ethics

		PRIOR YEAR ACTUALS		CURRENT YEAR ACTUALS		ORIGINAL	REVISED	DEPARTMENT	% OF	BUDGET OFFICE	CHANGE FR.	ORGINAL BUDGET
		FY 17-18	FY 18-19	YTD-Dec	PROJECTION	BUDGET	BUDGET	REQUEST	ORG BUDGET	RECOMMENDED	PERCENT	DOLLAR
Miscellaneous Revenue												
369050	Miscellaneous Sales and Charges	0	46	0	0	0	0	0		0		0
Total Miscellaneous Revenue		0	46	0	0	0	0	0		0		0
Contribution From Local Units												
338060	Contribution From Independent Agencies	20,000	22,000	11,500	22,000	22,000	22,000	22,000	100	22,000	100	0
Total Contribution From Local Units		20,000	22,000	11,500	22,000	22,000	22,000	22,000	100	22,000	100	0
Total Department OE Office of Ethics		20,000	22,046	11,500	22,000	22,000	22,000	22,000	100	22,000	100	0

OE Office of Ethics
00111 General Fund Operating

		PRIOR YEAR ACTUALS		CURRENT YEAR ACTUALS		ORIGINAL	REVISED	DEPARTMENT	% OF	BUDGET OFFICE	CHANGE FR	ORIGINAL BUDGET
		FY 17-18	FY 18-19	YTD-Dec	PROJECTION	BUDGET	BUDGET	REQUEST	ORG BUDGET	RECOMMENDED	PERCENT	DOLLAR
Salaries												
512010	Permanent and Probationary Salaries	113,152	120,565	28,061	126,827	126,129	126,129	126,129	100	126,129	100	0
513020	Terminal Leave	209	0	0	0	0	0	0	0	0	0	0
513060	Salaries Part Time	107,779	137,264	38,465	174,875	167,498	167,498	167,498	100	167,498	100	0
515110	Special Pay - Pensionable	0	0	0	0	76	76	310	408	310	408	234
Total Salaries		221,140	257,829	66,526	301,702	293,703	293,703	293,937	100	293,937	100	234
Pension Costs												
522010	Pension Contribution	8,346	9,160	1,542	6,423	6,423	6,423	0	0	6,849	107	426
522011	GEPP DB Unfunded Liability	20,270	25,353	6,890	28,710	28,710	28,710	0	0	33,115	115	4,405
522070	Disability Trust Fund-ER	339	362	84	399	378	378	379	100	379	100	1
Total Pension Costs		28,955	34,875	8,516	35,532	35,511	35,511	379	1	40,343	114	4,832
Employer Provided Benefits												
521020	Medicare Tax	3,007	3,515	920	4,177	3,950	3,950	4,269	108	4,269	108	319
523010	Group Dental Plan	0	0	0	0	0	0	180	180	180	100	180
523030	Group Life Insurance	393	414	108	432	438	438	439	100	439	100	1
523040	Group Hospitalization Insurance	12,769	16,129	4,032	16,129	16,130	16,130	16,177	100	16,177	100	47
524001	City Employees Worker's Compensation	636	0	98	391	391	391	391	100	366	94	(25)
Total Employer Provided Benefits		16,805	20,058	5,158	21,129	20,909	20,909	21,456	103	21,431	102	522
Internal Service Charges												
549504	ISA-Building Cost Allocation - St James	14,682	15,579	3,784	15,136	15,136	15,136	15,136	100	15,656	103	520
549510	ISA-Computer Sys Maint&Security	6,117	6,181	1,578	6,312	6,048	6,048	6,048	100	7,504	124	1,456
549511	ISA-Copier Consolidation	648	943	181	826	826	826	826	100	707	86	(119)
549512	ISA-Copy Center	388	2,884	563	2,250	161	161	161	100	900	559	739
549527	ISA-ITD Replacements	312	0	0	0	0	0	0	0	0	0	0
549529	ISA-Mailroom Charge	2,003	2,397	816	3,268	3,259	3,259	3,259	100	3,077	94	(182)
549532	ISA-OGC Legal	25,448	26,972	3,380	16,258	32,853	32,853	32,853	100	32,853	100	0
Total Internal Service Charges		49,598	54,957	10,301	44,050	58,283	58,283	58,283	100	60,697	104	2,414
Insurance Costs and Premiums												
545020	General Liability Insurance	906	1,105	312	1,248	1,248	1,248	1,248	100	1,313	105	65
Total Insurance Costs and Premiums		906	1,105	312	1,248	1,248	1,248	1,248	100	1,313	105	65
Professional and Contractual Services												
531090	Other Professional Services	0	0	0	0	1	1	1	100	1	100	0
534100	Contractual Services	0	0	0	0	1	1	1	100	1	100	0
Total Professional and Contractual Services		0	0	0	0	2	2	2	100	2	100	0
Other Operating Expenses												
540020	Travel Expense	326	4,150	(209)	1,970	1,970	1,970	1,970	100	1,970	100	0
546030	Repairs and Maintenance	0	0	0	0	1	1	1	100	1	100	0
549040	Miscellaneous Services & Charges	0	0	0	0	1	1	1	100	1	100	0
551010	Office Supplies - Other	822	907	0	550	550	550	550	100	550	100	0
552080	Furniture & Equipment Under \$1,000	1,697	1,149	754	754	0	754	0	0	0	0	0
552160	Other Operating Supplies	525	0	0	0	1	1	1	100	1	100	0

OE Office of Ethics
 00111 General Fund Operating

	PRIOR YEAR ACTUALS FY 17-18	FY 18-19	CURRENT YEAR ACTUALS YTD-Dec	PROJECTION	ORIGINAL BUDGET	REVISED BUDGET	DEPARTMENT REQUEST	% OF ORIG BUDGET	BUDGET OFFICE RECOMMENDED	CHANGE FR PERCENT	ORIGINAL BUDGET DOLLAR
554001 Dues and Subscriptions	590	620	0	625	625	625	625	100	625	100	0
555001 Employee Training Expenses	1,010	3,300	0	2,700	2,700	2,700	2,700	100	2,700	100	0
Total Other Operating Expenses	4,969	10,126	545	6,599	5,848	6,602	5,848	100	5,848	100	0
Capital Outlay											
564030 Office Equipment	0	0	0	0	1	1	1	100	1	100	0
Total Capital Outlay	0	0	0	0	1	1	1	100	1	100	0
Total Department OE Office of Ethics	322,374	378,950	91,357	410,260	415,505	416,259	381,154	92	423,572	102	8,067

REPORTS ARE TO BE USED TO VERIFY CURRENT POSITIONS, SALARY AND SPECIAL PAY. THEY DO NOT REFLECT ANY BUDGET CHANGES OR NECESSARY ADJUSTMENTS.

Subfund: 011 GENERAL FUND - GSD Jobcode Detail by Indexcode
Department: OE OFFICE OF ETHICS, COMPLIANCE&OVERSIGHT FY 2020-2021
Division: OECO OFFICE OF ETHICS- COMPLIANCE & OVERSIGHT
Indexcode: OECO011 OFFICE OF ETHICS, COMPLIANCE & OVERSIGHT
00111-104101-000000-00000000-000000-00000000
(Subfund-Center-Project-Activity-Interfund-Future)

Jobcode	Jobcode Title	Filled	Vacant	FTE Count	Salary	
04702	DEPUTY DIRECTOR/ETHICS OVERSIGHT AND COM	1.00	0.00	1.00	126,129	
OECO011	Part Time Hours: 3,640	Part Time Dollars: \$167,498	1	0	1	126,129

Monday, June 15, 2020

Office of Ethics, Compliance & Oversight
117 W. Duval Street, Room 225
Jacksonville, FL 32202
Phone: (904) 255-5510 HOTLINE: 630-1015

10756

**FIRST AMENDMENT TO EMPLOYMENT CONTRACT
FOR EXECUTIVE DIRECTOR,
OFFICE OF ETHICS COMPLAINE AND OVERSIGHT
AND
JACKSONVILLE ETHICS COMMISSION**

THIS FIRST AMENDMENT to Employment Contract for Executive Director, Office of Ethics Compliance and Oversight and Jacksonville Ethics Commission is made and entered into this 31st day of ~~December, 2019~~ ^{January 2020}, by and between the Jacksonville Ethics Commission (the "Commission") and Carla Miller, hereinafter referred to as Executive Director ("ED").

RECITALS:

WHEREAS, on November 30, 2017 Commission and ED made and entered into a contract setting forth the financial terms and conditions of employment of ED ("Contract"); and

WHEREAS, said Contract has not been amended previously; and

WHEREAS, said Contract should be amended by removing the restriction limiting the Executive Director to 25 work hours per week and allowing the Executive Director regular part-time status (50 hours per pay period), as set forth in Section 116.1502(b), *Ordinance Code*, with all other provisions, terms, and conditions of said Contract remaining unchanged; and

WHEREAS, pursuant to Ordinance 2019-885-E, the City Council has authorized the Commission to enter into this First Amendment; now therefore

IN CONSIDERATION of the premises and of the mutual covenants and agreements hereinafter contained, and for other good and valuable consideration admitted by the parties to be sufficient, the parties agree to amend said Contract as follows:

1. **Recitals**. The above-stated recitals are accurate, true, and correct and are incorporated herein and made a part hereof by this reference.

2. **Amendment to Section 1.2 of the Contract**. Section 1.2 of said Contract is amended by removing the restriction limiting the Executive Director to 25 work hours per week and allowing the Executive Director regular part-time status (50 hours per pay period), as set forth in Section 116.1502(b), *Ordinance Code*, and as amended shall read as follows:

1.2 The ED shall serve as a part-time hourly employee at the hourly rate of \$93.00 per hour, commencing December 6, 2017, said payments to be within the approved budget for this position, which is \$75,000.00 for fiscal year 2017/18. Said rate of pay will be reviewed on an annual basis by the Commission and is payable upon budgetary approval by City Council. ED shall work hours in compliance with Section 116.1502(b), *Ordinance Code*, as may be amended.

3. **Effectiveness; Ratification of the Contract.** This First Amendment to the Contract is effective the date first written above. The provisions of the Contract remain in full force and effect except as expressly provided in this First Amendment.

4. **Entire Agreement.** This First Amendment is the entire agreement of the parties regarding the modifications to the Contract provided herein, and supersedes all prior agreements and understandings regarding such subject matter, and may be modified only by a writing executed by the party against whom the modification is sought to be enforced, and shall bind and benefit the parties and their respective heirs, successors, legal representatives, and assigns.

5. **Counterpart Execution.** This First Amendment may be executed in a number of identical counterparts, each of which for all purposes is deemed an original, and all of which constitute collectively one agreement.

IN WITNESS WHEREOF, the parties hereto have duly executed this First Amendment the day and year first above written.

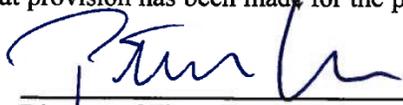
EXECUTIVE DIRECTOR


Carla Miller
(Date) 2/6/2020

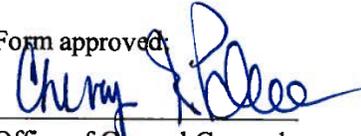
JACKSONVILLE ETHICS COMMISSION


Joseph Rogan, Chair
(date) 01/31/2020

In accordance with the Ordinance Code of the City of Jacksonville, I do hereby certify that there is an unexpended, unencumbered, and un-impounded balance in the appropriation sufficient to cover the foregoing agreement and that provision has been made for the payment of monies provided therein to be paid.


Director of Finance
City Contract Number: 10756, 1st Amd.

Form approved:


Office of General Counsel

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**EMPLOYMENT CONTRACT FOR
EXECUTIVE DIRECTOR, OFFICE OF
ETHICS COMPLIANCE AND OVERSIGHT
AND
JACKSONVILLE ETHICS COMMISSION**

THIS AGREEMENT ("Agreement") made and entered into on Nov. 30, 2017 (the "Agreement") by and between the Jacksonville Ethics Commission ("Commission"), and Carla Miller, hereinafter referred to as Executive Director (ED).

WHEREAS, this position was created by the City Council in Article 1, Chapter 2 of the Charter of the city of Jacksonville and in Chapter 602, Part 6 of the City's Ethics Code; and

WHEREAS, the Commission initially appointed ED as the Executive Director of the Office of Ethics, Compliance and Oversight on December 6, 2011, and pursuant to Resolution 2012-10-A, the Jacksonville City Council confirmed such appointment for a three year term ending December 5, 2014; and

WHEREAS, the Commission re-appointed the ED as the Executive Director of the Office of Ethics, Compliance and Oversight during the Commission's meeting on August 11, 2014, and pursuant to Ordinance 2014-668-E, the Jacksonville City Council confirmed such appointment for a three year term ending December 5, 2017; and

WHEREAS, the Commission re-appointed the ED as the Executive Director of the Office of Ethics, Compliance and Oversight during the Commission's meeting on August 23, 2017 for an additional three year term ending December 6, 2020; and

WHEREAS, pursuant to Ordinance 2017-707, the City Council has authorized the Commission to enter into an agreement with the Director of the Office of Ethics, Compliance and Oversight, setting forth the financial terms and conditions of employment of ED; and

WHEREAS, the Commission and the ED desire to enter into an Agreement for the continued employment of ED, effective on the date of this Agreement, on the terms and conditions set forth in Sec. 602.612 and otherwise herein;

NOW, THEREFORE, based on mutual consideration, the parties hereto agree as follows:

ARTICLE I- EMPLOYMENT

- 1.1 The Commission does hereby extend the employment of Carla Miller, and she does hereby accept employment, as the ED of the Office of Ethics, Compliance and Oversight in accordance with the terms and conditions hereinafter set forth. This engagement commences on December 6, 2017 and terminates on December 6, 2020, unless earlier terminated in accordance with this Agreement, or Section 602.612 of the Jacksonville Code.

- 1.2 The ED shall serve as a part-time hourly employee, at the hourly rate of \$93 per hour, commencing December 6, 2017, said payments to be within the approved budget for this position, which is \$75,000 for fiscal year 2017/18. Said rate of pay will be reviewed on an annual basis by the Commission and is payable upon budgetary approval by City Council. ED shall not work more than 25 hours per week.
- 1.3 The ED will keep records of all hours expended and services performed and shall report same to the Chair of the Commission as requested. The ED shall account for the services performed in accordance with City procedures, with time sheet approval by such personnel as designated by the Mayor.
- 1.4 Under the supervision of the Commission, the ED shall perform the functions of Executive Director for the Commission and Director of the Office of Ethics, Compliance and Oversight and shall have full authority, responsibilities and duties commensurate with the laws establishing that Office, to manage the affairs of the Commission, and to manage and direct the staff, business and operations of the Office of Ethics, Compliance and Oversight.
- 1.5 The ED agrees that throughout the period of this Agreement she will at all times faithfully and to the best of her ability perform all duties relating to her employment and that she will have no outside employment or business that would impair her ability to perform her duties hereunder. Any outside consulting or legal work must be conducted on personal time, and must be in accordance with the City's Ethics Code and consistent with the operational needs of the City.
- 1.6 The ED shall be entitled to retain the rights to all ethics and training related materials created by her prior to her retention as acting director or director, and prior to her previous paid position as City of Jacksonville Ethics Officer, and all such materials created when not working for the City. The City shall be entitled to retain and use all ethics materials and training materials created or developed By ED in connection with her employment by the City, including during her previous paid position as Ethics Officer.

ARTICLE II-BENEFITS

- 2.1 As a part time employee, the ED agrees she is not eligible for City pension, health insurance or other benefits except for the City's FICA Alternative (OBRA) program. Medicare taxes will also be withheld.
- 2.2 In the event the ED is required to use her private motor vehicle for work requirements, the ED shall receive reimbursement as provided by City policy for authorized use of her private motor vehicle.

ARTICLE III-GENERAL PROVISIONS

- 3.1 It is agreed that the ED or any other person, persons, executors, or administrators

who may have or claim any interest in this Agreement or any right to any payment, benefit, or compensation payable hereunder, shall rely solely upon the unsecured promise of the Commission as set forth herein for the payment of any such benefit or compensation, and nothing herein contained shall be construed to give or vest in the ED or any other person, persons, executors, or administrators now or at any time in the future, any right, title, interest, or claim in or to any asset, fund, reserve account, or property of any kind whatsoever owned by the City of Jacksonville or its boards or commissions, or in which it may have any right, title, or interest now or any time in the future. The maximum indebtedness of the Commission and City of Jacksonville for all obligations of the Commission and City hereunder shall not exceed the City Council appropriations. The payment of all such amounts is subject to the availability of lawfully appropriated funds.

- 3.2 The term of this Agreement expires with the end of the three year appointment confirmed by Council. Earlier termination is restricted in accordance with any provisions for such termination provided by Sec 602.612.
- 3.3 This Agreement shall be governed by the laws of the State of Florida. The ED shall be subject to and governed by all City laws, rules, regulations, orders and policies on the same basis and to the same extent as other employees of the City.
- 3.4 This Agreement may be amended in writing by mutual agreement of the parties hereto.

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement on the day and year above first written.

EXECUTIVE DIRECTOR

Carla Miller
Carla Miller
(date) 11/29/17

JACKSONVILLE ETHICS COMMISSION

Ywana Allen
Ywana Allen, Chair
(date) 11/27/17

In compliance with the City of Jacksonville Ordinance Code, I do certify that there is an unexpended, unencumbered and unimpounded balance in the appropriation sufficient to cover the foregoing Agreement and that provision has been made for the payment of the monies provided therein to be paid.

[Signature]
Director of Finance and Administration, City of Jacksonville

Form approved: Assistant General Counsel [Signature]