

Minutes of TIFA LLC Meeting  
September 30, 2021  
11:30 a.m.  
City of Titusville City Hall, Council Chamber  
Second Floor  
555 S. Washington Avenue Street  
Titusville, Florida

Persons in Attendance

Robbie E. Lee, Jr., Miami Corporation Management, LLC, TIFA Management Committee Member  
Jim Ball, City of Titusville, TIFA Management Committee Member  
Sean Stauffer, City of Titusville, Water Resources Director  
Richard Broome, City of Titusville, City Attorney  
Pat Gagliardi, Farmton Water Resources (by telephone)  
Daniel Laughlin, GMS LLC

Daniel Laughlin conducted the meeting.

**Roll Call**

**Action Items**

**I. Approval of the Minutes of the TIFA LLC Meeting of August 26, 2021 (Presenter: Daniel Laughlin)**

Member Ball moved to approve the April 19, 2021 meeting minutes as presented. Member Lee concurred and the motion passed.

**Financial Items and Reports**

**II. Ratification of Expenses Paid from Operating Account and Request for Reimbursement (Presenter: Daniel Laughlin)**

Member Ball asked are any of the expenses for credit card charges?

Mr. Laughlin stated, I have to look but I do now get the calls for approvals of the wires that just started and I get that confirmed from the accountant before that is done.

Member Ball stated, that was the result of me getting two phone calls after our last meeting, which are the first calls I received asking to validate that the wire transfer request was valid and accurate. When I got the second call I didn't have the paperwork to validate what we had done so

I sent them to you. In reviewing the accounting procedures it is very clear that they would call either Mike Brown or James Ball to verify and presumably Mike Brown was getting all those calls.

Ms. Gagliardi stated, the only authorized signers on the main account are the managers and the alternate managers. Then we have a separate operating account for \$25,000 that GMS is able to sign checks and make wire transfers on in order to pay the bills and they have limits up to \$5,000 for an individual check and the account never has more than \$25,000 in it. Each month we reimburse that imprest account so they can continue paying the bills on behalf of TIFA. Each month they give us a listing of what they have paid then we reimburse that account. You are correct Mike Brown always received the phone calls to confirm those wires but because Mike Brown was no longer a signer I think they took the first person on the list, but if you prefer that Robbie get those calls as Mike did in the past I can talk to Northern and make sure that he is the priority person to call, but if they can't reach him they will call you. That is a fraud prevention measure to make sure we sent those wire instructions in and not somebody else.

Member Ball stated, I don't object to getting called it is that I was surprised by it and I should have known I could possibly get called. I reviewed the TIFA accounting procedures that Sean provided to me in May 2016 and reviewed them at the time and thought this is a good set of checks and balances. I have no problem with that but I am going to ask that I be provided a hard copy of any documentation of a wire transfer request so that I have it because I had nothing to go back to verify it. These imprest fund approvals that we do for reimbursements are for expenses that have already been incurred and we are ratifying that these were correct charges against the various line items in the TIFA budget.

Ms. Gagliardi stated, they have been incurred and been paid. You are approving the transfer to reimburse that account. We see it ahead of time so we have already reviewed it before it appears in the minutes. You are confirming that you are okay with making the transfer to reimburse that account. GMS receives the calls confirming any wires done on the operating account.

Member Ball asked where do we see the credit card expenses?

Ms. Gagliardi stated, not on this statement. It was a timing issue and didn't appear on the statement this month.

Member Ball asked it is simply the entire amount paid for the entire credit card liability for that month? The statement that GMS would receive from the credit card charges would be a list of eight or ten items or however many items they paid with the credit card.

Member Ball moved to ratify the expenses paid from the operating account and request for reimbursement in the amount of \$7,884.25. Member Lee concurred and the motion passed.

### **Staff Reports/Informational Items**

#### **III. Discussion of Credit Card Payments**

Mr. Laughlin stated, GMS is removing the fees of \$273 from their invoice and will cover that cost. When there is no credit card balance a statement is not sent. June was the first time there was a balance for the year and that was at the same time our Central Florida office had moved

and did not receive that statement and we sent a wire transfer that was not reflected on the next billing, but that has now been straightened out.

Member Ball stated, this has all occurred because I got a letter at my home residence dated September 1<sup>st</sup> from cardmember services saying our credit limit on account ending 7098 and then there was a different reference number down below, account ending 9324 and that our credit limit was being reduced because of a current delinquency.

Mr. Laughlin stated, we are all paid and we are in a good state. We had sent another wire on August 24<sup>th</sup> to them, which is the one they ended up calling me on and I confirmed that to go through. I talked to our accountant and found out the series of events and spoke with Northern Trust and asked why the other wires were never sent and they said because they didn't have an authorized user to call as the authorized signers were being updated. I approved that wire which paid it down. GMS paid the \$273 late fee.

Member Ball asked that was for late fees and interest?

Mr. Laughlin stated, yes.

Member Ball asked what is the interest on that card?

Mr. Laughlin stated, I will have to find out.

Member Ball stated, I would like to know what interest we are incurring on credit card debt and why we have to incur any credit card debt.

Mr. Laughlin stated, typically we pay it off every month so there is no interest, but GMS is not authorized to get anything from the credit card company because I had tried to receive the statement when we hadn't gotten it. I am not privy to any of the information.

Member Ball asked who receives the statements?

Mr. Laughlin stated, the statements are sent to our office directly, it is set up to be sent to the Central Florida Office.

Member Ball stated, I thought you just said that GMS doesn't receive any information.

Mr. Laughlin stated, I had called them to get it and they said I wasn't authorized to receive it. I believe it is now set up to send the statements to the Central Florida office.

Ms. Gagliardi stated, the cardholders are the authorized people to speak with the bank, but we also have the overall arching relationship with Northern Trust so that we are able to give them that information as well, but GMS does not have that authority to change address, they have to either go to the city or to us, again, as a control feature. Daniel, are they being sent to Katie in Orlando or are they being sent to you in St. Augustine?

Mr. Laughlin stated, they are being sent to Katie.

Member Ball stated, I get notified on any of my personal or business credit cards by email that their statements are electronically available. Why are we relying on mail, hard mail, going to GMS for them to know what the credit card amount is due? Why wouldn't they be getting an electronic notification on the day the statement is issued?

Ms. Gagliardi stated, we will have to look at that. The credit cards are done by a company called Elan, we have contact with Northern Trust but the credit card companies go through Elan. I will have to check but if we want to get online access it might be that the city would have to get the online access and that we have to see if we can get GMS access online. I can look into that.

Member Ball stated, I would like to review how we could ensure this doesn't happen again. No. 1, I have a broader question about why we need credit charges at all. I understand if you pay it off every month you don't incur any interest so you can say the cost is whatever the annual fee is for a credit card. I looked at these accounting procedures under credit cards that says TIFA will maintain one credit card account through Northern Trust Bank. There are two credit card numbers

or two accounts referenced in this letter I received, 7084 is the ending four number and 9324. The procedures that Sean gave me said, one card will be issued to the city manager as required by Northern Trust. I think one was issued to me.

Mr. Stauffer stated, yes.

Member Ball stated, and this card will be kept in the TIFA files in Titusville. Two cards will be issued to the city maintenance staff, David Marian and Richard Crum for the purchase of parts as necessary to operate and maintain the area 4 wellfield. The first question Sean asked me was, did I make any charges and I said I have never seen a card, I don't have the card, I don't know where the card is. If it is a card that has my name on it he thinks it is in the drawer in the TIFA files or somewhere.

Mr. Stauffer stated, we have located it.

Member Ball asked why do we need that card? Why would that card be used and what is the credit limit on it?

Ms. Gagliardi stated, the bank requires that an "owner" of the company have the card in order to get employee cards. Miami does not use a corporate credit card in any way, it was something we are not familiar with, but it was something the city requested for ordering or purchasing a part. It is not something that we do here at Miami, but Northern said that an owner is required to hold a card and I know your predecessor also had a card and I believe it was held in the files at the city and that was required in order to get a card for the employees.

Member Ball asked and the only reason to use a credit card is for the purchase of parts or equipment or something that is needed for the city to carry out its obligations under the operating agreement to operate and maintain the wellfield?

Mr. Stauffer stated, that is correct.

Member Ball stated, a reimbursement of those costs is agreed to, but the actual expenditure of the funds, I'm questioning why we have to go through that process at all. Maybe just convenience to have a credit card as long as you pay it?

Mr. Stauffer stated, that was part of it, that we would be able to buy small dollar value items as needed. Very early on when we first were setting up TIFA we had looked at the city using its credit card to purchase then be reimbursed, but the issue with that was those assets would be assets of the city not assets of TIFA, because it would be purchased with city funds.

Member Ball asked Pat, do you have to track that as personal property of TIFA? What is it, just parts? Oh, parts to go on assets of TIFA, I see.

Mr. Stauffer stated, another complication was sales tax, the city pays no sales tax and there is another process that Miami Corp has helped us with where certain things were purchased by the city then we had to go back and file and pay the sales tax on that for TIFA assets. It was a matter of convenience that we chose to have TIFA credit cards.

Member Ball stated, I will be frank, I just don't want to take any personal exposure here and I may not have any I may never have had any, but these guys have my address, they have my name, they have my social security number and I'm just a little uneasy about a process that is not tighter than the one we have. I don't need to have a credit card with my name on it except for it is a requirement. What if we just destroyed that card? My name can be on the account, but the card goes away.

Mr. Laughlin stated, it would probably be the same outcome, I would think.

Ms. Gagliardi stated, your name and social security number is still connected with that account.

Member Ball stated, then I don't have to worry about the one that is locked away in somebody's desk, only whether David Marion or Richard Crum does something incorrect or that GMS doesn't pay the bill for three months.

Mr. Stauffer stated, we can certainly destroy it. It has never been used, neither was it used by your predecessor, nor have you had the opportunity to use it.

Member Ball stated, I don't need it.

Mr. Stauffer stated, or the need to and that covers probably ten years that we have had these.

Member Ball stated, subject to somebody finding a reason not to do that, I'm going to request Sean to do that. Then we only have two cards floating around. Are those individuals names on those cards?

Mr. Stauffer stated, yes, we now have a new superintendent so it is Richard Crum our chief maintenance mechanic and the superintendent is now Gene DeMayo and it is in their names.

Member Ball stated, that probably covers the waterfront of what my concerns were by getting this. Pat, I hope you don't think I'm overreacting to this.

Ms. Gagliardi stated, no, not at all.

Member Ball stated, I think there was obviously a problem in the payment. So, what is the credit limit on that account? I already asked that, somebody is going to investigate it. I see the credit limit on the two cards that the employees have, it doesn't matter what my credit is because I don't want the card, I have never seen the card and I can't think of a reason that anything exceeding the amounts that these two employees have would be necessary that we couldn't handle in a check issued out of the account. Do you have anything else, Pat?

Ms. Gagliardi stated no, I think that covers it.

Member Ball stated, I would request that we look into the item regarding, can we circulate the information necessary by electronic instead of, I don't mind paper statements being received but I think that if we are going to hold GMS' feet to the fire which I guarantee you I will, I think they should get electronic notification.

Ms. Gagliardi stated, I will check into that.

Mr. Laughlin stated, Katie and I will work with you on that.

#### **Test Results of Area 4 Wellfield**

Mr. Stauffer stated, we had total coliform positive on Wells 2 and 409 and that is not a bad bacteria but is a sign of bacteria. The wells are still online and we are resampling and once the results come back we will decide what to do next. What could happen is we could take the wells offline, disinfect them, which means you take bleach and pour it in the well let it sit for a couple hours then pump the well to waste until the residual chlorine goes back down below about 4 ppm and then resample and that takes about five days. Each of those wells would be down for that period of about five days and that includes the disinfection, the flushing as well as the sampling. Whenever you take a well down you have to get two consecutive samples in a row showing they are TC negative.

Member Ball asked which are the two wells

Mr. Stauffer stated, it is WR 2 and 409.

Member Ball asked did the wells that were in the city's other wellfield that resulted in a boil water alert, prior to testing positive for bad stuff did they go through this same process?

Mr. Stauffer stated, no, we hadn't had any bacteria hits for years and when we did have the e-coli, which is the harmful bacteria, that was the first indication that we had of any bacteria at all.

Member Ball asked did we ever determine the source of that?

Mr. Stauffer stated, the original one we found that we had bacteria in one of our tanks of the Area 3 raw water station. All the follow-up tests from Area 4 showed negative immediately.

Member Ball asked is there any clue as to what you think caused this particular reading at our two wells?

Mr. Stauffer stated, I really don't know at this point.

Member Lee asked is this the first time this has happened out there?

Mr. Stauffer stated, yes.

Member Ball stated, the analysis is done by out of house lab, correct.

Mr. Stauffer stated no, this is done by the city's laboratory and we are a NELAP, NELAC certified laboratory in these tests. We have approval from the state that our methods are appropriate.

Member Ball asked where were the samples collected?

Mr. Stauffer stated, there is a sample tap in each of the wells, on the wellhead.

Member Ball asked who does the sampling?

Mr. Stauffer stated, the samples are taken by water production maintenance crews that have been trained in appropriate sampling techniques. We did go through a lengthy training process after the issue we had in August. We have all new sampling gear, all new coolers, we went through all the disinfection processes so we know that our sampling techniques are good.

Member Ball asked that is all to avoid contamination by one of the sample takers by inadvertent contamination of the sample?

Mr. Stauffer stated, that is correct. These are very sensitive tests that we do and it is not unlikely that we get false positives on this and that is why we hurry up and sample right away to get another look because even with the best training you can still end up contaminating a sample.

Member Ball stated, if you get a second sample that tests for total positive your next step is to shut down?

Mr. Stauffer stated, we are going to discuss that, but that is probably what we will do. We will give you a follow-up on that.

Member Lee stated, we are going to be doing some maintenance out there too, mowing the grass that we normally do. Do we want to get a contractor out there to look at some of those roads that may need some work done so we can access during wet times?

Mr. Stauffer stated, staff talks about those on a monthly call and Helen was going to work with you to see what you wanted to do. If you want to get a contractor that would be good. The city has limited equipment as well as limited staff.

Member Lee asked do you have any contractors you have used in the past that you really liked?

Mr. Stauffer stated, the previous road work that had been done at Area 4 had been done by Farmton. I don't think we ever brought a road contractor out there. We don't typically do this kind of work. I don't have a continuing services contract with some folks that could come out and do it.

Member Lee stated, just some good people who could go out and get the job done.

Mr. Stauffer stated, I will ask around and see. The problem is it is a small job and you get in the spot where it is too big to do inhouse and any contractors we use are doing huge projects and wouldn't drive out there. We will ask around and see if there are any local small contractors.

## **Other Business**

Member Ball stated, I have a couple follow-up questions off the TIFA conference call notes I reviewed. It looks like Jim Boyd had requested, it had been a while since he had gotten some data on either water quality analysis, spare parts inventory.

Mr. Stauffer stated, we are going to be getting back to him.

Member Ball stated, water quality analysis is looking at the salinity.

Mr. Stauffer stated, those will be salinity levels, yes.

Member Ball stated, things we tracked really closely for quite a while then you are still tracking it I'm sure but I haven't heard of any problems.

Mr. Stauffer stated, the latest review from Colinas Group showed that the water was still stable and good. There haven't been any issues.

Member Ball stated, we had one problem well in particular, right, that we were tracking.

Mr. Stauffer stated, yes, that was WR8 and we continue to look at that one closer. I'm not exactly sure which results Jim needs but we will find out.

Member Ball stated, you weren't there I guess it was Gene DeMayo.

Mr. Stauffer stated, I was in a training that week but we will circle back with the lab and get those back out. I do know the latest look from Colinas Group was that everything was good.

Member Ball asked you have a new lab supervisor.

Mr. Stauffer stated, yes we do, we had a vacancy for the last three or four months and our lab supervisor is also our QAQC manager for the lab and that is part of the reason why the lab results have been delayed. The samples have been taken, the tests have been done but you have to have your QAQC manager review those before you can release them. The former lab director was helping us from time to time remotely but she has a baby and a young child and the production rate has slowed. The new lab director will also be the QAQC manager and we are hoping those delays will work themselves out.

Member Ball stated, I think it would be useful to get an update because it has been a long time since we gotten a warm comfort feeling about the water quality in the wells that we were tracking, that were problematic for a while, WR8. Wasn't there a neighboring well? We took some remedial action or some correction action or preventive action at Jim Boyd's recommendation.

Mr. Stauffer stated, I believe we brought the Colinas Group in on this as well and what we did is with WR8, they are open hole wells, we filled a certain number of feet at the bottom of the well bore so that we closed off a saltier source and then we reduced pumpage and that has helped. I do know that the last review by the Colinas Group of the water quality we had added WR8 to that. I can send you that report. I will send that to you and it includes WR8 and you can look at their specific analysis of the water coming out of WR8.

Member Ball stated, that would be good and just maybe an informational item to touch base for everybody.

Member Lee stated, I believe I have that but if you don't mind copy me on it.

Mr. Stauffer stated it is a fairly short report but they do a diamond chart and based on the mineral characteristics of the water you can tell whether it is fresh water, connate water, which means it is drawing from lower saltier levels. It is a detailed analysis of the water and where it is coming from.

Member Ball asked are we still pumping at the lower rate?

Mr. Stauffer stated, we are. When we added WR8 because that one wasn't typically looked at, we added all the results so you will get years' worth of data all on the WR8 plot and I wanted to make sure we had that so we could see any kind of trends. You can see it is fairly stable over the monitoring period.

Member Ball stated the only other item I had was a question and maybe a discussion with the city attorney. This is our first meeting here at city hall. We always have an item on here for public comment and these meetings are open to the public but it occurred to me especially in this venue at city hall maybe more so than where we were that if we do get public in attendance we don't have any policy how to manage their input in a reasonable way. For example, at the council, CRA, maybe other boards too, is it different for every board?

Mr. Broome stated, they each have their by-laws and how they run the meetings. The guests typically follow the guidelines of the council

Member Ball stated I think Farmton is a part of this conversation too. If we were to get an individual in attendance who wanted to get on a soapbox and spend 30-minutes of our time talking about what we are doing wrong with the wellfield, we sit and listen right now because we have no policy?

Mr. Laughlin stated, tell them they have 3-minutes. I don't know that we have the policy set in stone.

Mr. Broome stated, we do not have one that governs TIFA, LLC because it is not a city board or committee. If you want to have some policies, you should have the discussion and talk about it.

Member Ball asked what restrictions are we under as an LLC and how we accommodate public input? We must accommodate public input?

Mr. Broome stated, yes, it is a public meeting.

Member Ball stated, I suggest that because I believe our opportunity to get interest in what we are doing is higher and that is not necessarily a bad thing, is that we have a jointly developed mindset on how we are going to handle public input.

Mr. Laughlin stated, we typically manage community development districts and I have monthly board of supervisors' meetings and they have a procedure adopted by the board early on. It has all those things as to how to handle public comment, it mentions 3-minutes per person.

Mr. Broome stated bring it back to the next meeting.

Member Ball stated, I would ask you to do that and also say that we should not have to entertain public comments that have nothing to do with TIFA or its business. Would you agree, counselor? If there is an agenda item somebody wants to speak on they are supposed to limit their comments.

Mr. Broome stated, the way the city and CRA is, they do have a particular open forum and it doesn't have to be related to anything on the agenda, it is just an open forum and you can say what you want. When you are under an agenda item it has to relate to the agenda item.

Mr. Laughlin stated, typically, my other meetings have an audience comments section at the beginning and audience comments at the end. At the beginning that is if there are any questions on agenda items otherwise you have to wait until the public comment section at the end of the meeting and that is an open comment that could be about anything. As far as individual items typically the board members will have their discussion and move on and it is up to them if they want to take public comment. Sometimes they will make decisions and move on even though residents have things to say or they will let the residents have their input then make their decision.



I will have that on the next agenda so you can discuss it and set the process of how you want to establish that.

Mr. Broome stated, I think they can vote on this policy for the meetings and until you have one, it is a public meeting I suggest that if the public wants to comment on an agenda item and it is relevant they can comment on that item and you can vote then at the end have public comment.

Member Ball asked Pat, are you okay with that? Do you understand what I'm trying to do? I just want to get out in front of us suddenly having to deal with what we haven't had to deal with.

Ms. Gagliardi stated, that makes sense to have a policy. I couldn't hear all of Mr. Broome's comments, but it would be good to have a policy.

Mr. Laughlin stated, in CDDs when we adopt rules of procedures we have to have a public hearing so this is a policy and that is not the case.

Mr. Broome stated, I would do it at a public meeting. I would put it on the agenda as an agenda item.

Member Lee asked do you feel that we will continue to have meetings here?

Mr. Stauffer stated, yes.

### **Public Comment**

### **Next Scheduled Meeting**

The next meeting will be held October 21, 2021 at 11:00 a.m.

### **Open Items**

### **Adjournment**

Member Ball moved to adjourn the meeting at 12:17 p.m. Member Lee concurred and the meeting adjourned.