



Attendees: Commissioner Damian Pardo, Alexandra Argudin, Jaime Stuyck, Olaf Kohrsmeyer, William Rivas, Ivan Rapin-Smith, Atchana Capellini, Monty Trainer **City Staff:** Anthony Balzebre (D2) Xavier Alban (City Attorney) **BID Staff:** Cynthia K. Seymour, Olav Smit, Venusmia Fernandez Lovely, Kristell Hurtado, Sully Silva (BBB) **Public:** Allan Campbell (Grove Chamber) Sue Mcconnell (Grove Chamber) and Steven Lacata (Business Owner) William Kress, Manuel Gonzalez

Meeting Start Time: 9:15am

Meeting Adjournment Time: 1:36pm

Location: 3000 Florida Avenue, Coconut Grove, FL 33133 Paseo Room

When: Tuesday February 16th 2024

Commissioner Pardo called the meeting to order and called for a roll call and introductions Monty Trainer to make brief remarks on the Rhys O'Connell, new General Manager of the Mayfair House Hotel and Garden

Motion to approved of the minutes from the November 2nd 2023 Grove Board of Directors by Williams and seconded by Olaf Kohrsmeyer (passed unanimously)

Discussion of New Executive Director Nominee:

William Rivas, chair of the Executive Search Committee, speaks about the process the committee took to select and nominate Mark Burns as the New Grove BID Executive Director. Commissioner Pardo stated that this nomination has been added to the Commission Agenda, as once the Grove Bid BOD votes on a new executive director it must be confirmed by the City Commission for April 25th 2024 with a replica annual agreement with a salary of \$125,000 which was read by Xavier Alban. Committee Members share their assessments of the selected candidate.

Motion to approve Mark Burns as the new Coconut Grove BID Executive Director with the agreement presented by Xavier Alban, City Assistant Attorney by William Rivas and seconded by Alejandra Argudin (passed unanimously)

Grove BID Audit

Commissioner Pardo acknowledged receipt of the current Grove BID Audit. Xavier Alban stated that the Auditors normally make the presentation and for the most part the audit came out clean with a report of Internal Control Over Financial Reporting and on Compliance and Other Matters based on an Audit of Financial Statement Performance in Accordance with Government Auditing Standards. Commissioner Pardo asked for the areas of concern/ deficiency to be read and noted for the records. Xavier Alban read the following:

- **2023-1 – Monthly Financial Reports: (page 20)**
Type of finding: ***Significant Deficiency in Internal Control over Financial Reporting***
Condition: Monthly financial reports are not submitted to the Board for their review and discussion at Board meetings. Also, the BID's investment performance is not discussed at monthly Board meetings, and as such, we noted that a \$300,000 transfer from the BID's investment account to its cash account was not formally approved by the Board.
- **2023-2 – Credit Card Purchases: (page 20 &21)**
Type of finding: ***Significant Deficiency in Internal Control over Financial Reporting***
Condition: Credit card purchases are made at the sole discretion of the Executive Director, and does not require any approvals prior to those purchases. In addition, we noted that credit card purchases more than doubled from the prior year, and are all recorded in one single expense line item.
- **2023-3 – Approval of Salaries: (page 22)**
Type of finding: ***Other Matter*** Condition: During our testing of payroll, we noted that for two employees there was no evidence of formally approved salaries, either in the employee's file or in the Board approved budget. In the past, new positions were detailed in the approved budget with individual budgeted salaries. However, the approved budgets no longer provide that detail. Criteria or specific requirement: Salaries for new employees, and increases for current employees, should be approved by the Board, and evidence of that approval should be maintained in each employee's File.
- **2023-4 – Formal Written Agreement: (page 23)**
Type of finding: ***Other Matter*** Condition: The BID does not have a formal written agreement with their largest vendor, Block by Block.

Cynthia Seymour (Grove BID Acting Executive Director) stated the following: when she began as acting executive director there were no committees formed, no guidance was provided during this time, the city and nation was in the middle of the pandemic. An internal audit of the Grove Bid files was done and recommended that an internal audit for the bookkeeper be requested as she has found 30% to 40% of the general ledger was misclassified.

Commissioner Pardo stated “point well taken” but as much as it is the board of directors responsibility it is also the executive director’s responsibility. And we are trying to move forward the best way we can with what we see.

A financial committee was formed in November 2023- with the following members William Rivas, Committee Chair, Olaf Kohrsmeyer, Alejandra Argudin and Ivan Rapin-Smith First meeting of 2024 has been set for Tuesday Apr 30, 2024 at 12:30pm at the Coconut Grove BID Office. Invited guest will be Frank Lasso (CCSG) and the Auditor.

Outgoing Executive Director Agreement

Commissioner Pardo stated that an internal meeting was held with Ms Cynthia Seymour, acting Executive Director internal, reviewed the options and agreements and selected to increase the health/dental/vision to match the three (3) months salary. C. Seymour would like the agreement to be increased to six (6) months of salary with health and dental benefits.

Commissioner Pardo stated how far this has come and the errors that were presented in audit and performance that a six (6) months is not appropriate.

Xavier Alban stated that during the appointment of acting executive director C. Seymour was brought on with the same agreement as the previous executive a=Director agreement, which states three (3) months. This board will be adding the three (3) months of medical/Dental and vision. As previously stated, the Grove BID Board did approve C. Seymour, a new contract, twice, but that contract was never brought to the City Commission. A. Alban does not know why the item was not brought to the Commission.

Agreement will not be stated cause and will end as of the Commission and approval of Mark Burns. C. Seymour does not agree on the outgoing ED agreement.

Xavier Alban also stated that by Florida Law; we can not officer five (5) months.

Motion to approved the outgoing ED agreement by Williams Rivas and seconded by Alejandra Argudin .(passed unanimously)

Vacate Board

Vacante has been left since the resignation of Jeffery Pankey from the Grove BID Board and we need to create a nomination committee. The following members volunteers be part of the committee: Monty Trainer, Olaf Kohrsmeyer , Atchana Capellini, Ivan Rapin-Smith

Next Grove BID Board of Director has been requested for May 21st from 10:00am to 12:00pm.