

City of Fort Lauderdale



Meeting Minutes

Tuesday, August 18, 2020

11:30 AM

**Joint Workshop with Budget Advisory Board
City Hall is Closed to the Public.**

Access Workshop via:

<https://fortlauderdale.legistar.com/Calendar.aspx>

www.fortlauderdale.gov/fltv

www.youtube.com/cityoffortlauderdale

Cable Television - Comcast Channel 78 and AT&T U-verse Channel 99

CITY COMMISSION WORKSHOP

FORT LAUDERDALE CITY COMMISSION

DEAN J. TRANTALIS Mayor

STEVEN GLASSMAN Vice Mayor - Commissioner - District II

HEATHER MORAITIS Commissioner - District I

ROBERT L. McKINZIE Commissioner - District III

BEN SORENSEN Commissioner - District IV

CHRIS LAGERBLOOM, City Manager

JOHN HERBST, City Auditor

JEFFREY A. MODARELLI, City Clerk

ALAIN E. BOILEAU, City Attorney

CALL TO ORDER

Mayor Trantalis called the meeting to order at 11:32 a.m.

ROLL CALL

Commission Members Present: Commissioner Heather Moraitis (participated telephonically), Vice Mayor Steven Glassman (participated telephonically), Commissioner Robert L. McKinzie (arrived at 11:38 a.m. - participated telephonically), Commissioner Ben Sorensen (participated telephonically), and Mayor Dean J. Trantalis

Budget Advisory Board Members Present: Chair Brian Donaldson, Vice Chair Johnnie Smith, Ross Cammarata, Jeff Lowe, Michael Marshall, Robert McGrath, Prabhuling Patel, Adam Sabin and Christopher Williams

Budget Advisory Board Member Not Present: John Xanthos

QUORUM ESTABLISHED

Also Present: City Manager Chris Lagerbloom, City Clerk Jeffrey A. Modarelli, City Attorney Alain E. Boileau, City Auditor John Herbst (participated telephonically)

ANNOUNCEMENTS

Mayor Trantalis urged citizens to vote in today's primary and judicial elections, noting related details. He discussed the importance of citizen participation in the 2020 Census, encouraging everyone to participate. Online participation is available at www.my2020census.gov.

Mayor Trantalis announced details regarding the virtual format of this meeting, including how members of the public can view and participate.

Mayor Trantalis thanked members of the Budget Advisory Board (BAB) for their tireless efforts to assist Staff with preparation of the Fiscal Year 2021 (FY 2021) Budget.

OLD/NEW BUSINESS**BUS-1** [20-0646](#)

Business Updates - Presented by Brian Donaldson, Budget Advisory Board Chair

Chair Brian Donaldson reviewed BAB input regarding the Proposed Budget for Fiscal Year 2021 (FY 2021) Budget. He commented on BAB teamwork in partnership with Staff to develop the FY 2020, thanking everyone involved. Chair Donaldson explained discussion would focus on items of importance, including follow-up items from the June 19, 2020 Commission Joint BAB Workshop, Commission Goals, General Fund and other City funds.

BUS-2 [20-0648](#)

Review and Recommendations - FY 2021 Budget - Presented by Brian Donaldson, Budget Advisory Board Chair

Commission Goal - Infrastructure

Chair Donaldson confirmed the FY 2021 Budget aligns with Commission Goals, including infrastructure. The Return on Investment (ROI) for the Water and Sewer Fund was eliminated in FY 2020, the proposed FY 2021 Budget and going forward.

Chair Donaldson discussed his participation in the District 2 Pre-Agenda Meeting and taxpayer concerns regarding the Stormwater Assessment included with the Truth in Millage (TRIM) Notice and part of the Broward County (County) property tax bill. There will be a series of upcoming public hearings on this topic and hearing dates could be found on the City website.

In the FY 2021 and FY 2025 Budgets, the Stormwater Fund will be funding new stormwater-related infrastructure projects. Items to be addressed include seawalls and drainage. Stormwater Fund Revenue has been removed from utility bills and is now received on TRIM Notices through the collection of property taxes.

As a result of eliminating ROI from the Water and Sewer Fund, aggressive water and sewer projects are moving forward.

In the FY 2021 Budget, over \$65,000,000 is budgeted for repairs to the Fiveash Water Treatment Plant (Fiveash) to ensure adequate drinking water.

Chair Donaldson confirmed the need for replacement of Fiveash. There is a new item in the FY 2021 Budget for a Fiveash Owner/Manager who will acknowledge and address the replacement of Fiveash. There is a need to raise water and sewer rates approximately nine percent (9%) per year over the next three (3) years beginning in FY 2022 versus a large one-time thirty percent (30%) increase.

Commission Goal - Waterway Cleanup

Chair Donaldson confirmed progress made towards waterway cleanup.

He sent a communication to the Commission regarding a proposal from Suzee Bailey, President of Nurmi Isles Homeowners Association, on this topic to implement regular waterway testing.

Chair Donaldson said there is currently no item in the budget for this waterway testing proposal, commenting on County and State of Florida (State) testing. He recommended including \$100,000 in FY 2021 Budget to allow for weekly testing in all District waterways, especially where there is significant recreational use, i.e., George English Park, Lake Sylvia, sandbars, etc. He requested Commission input.

In response to Mayor Trantalis' question regarding County and State testing frequency, Raj Verma, Director of Public Works, explained the County does waterway test monitoring every three (3) months, commenting on City requirements related to stormwater permit monitoring. Mr. Verma confirmed the consideration of increasing waterway monitoring in the future in coordination with the County and the Florida Department of Environment Protection (FDEP).

In response to Mayor Trantalis' questions, Dr. Nancy Gassman, Assistant Public Works Director - Sustainability, explained concerns regarding the proposal from Miami Waterkeeper. The proposal is limited to the City and does not address surrounding municipalities, expounding on concerns that could impact tourism and economic the economy.

Mayor Trantalis noted the source of pollutants in City waterways could come from surrounding municipalities. Dr. Gassman commented on the need for a level playing field, citing examples of concerns related to public perception and awareness of area waterway risks and unknowns in tested and untested waterways.

Vice Mayor Glassman discussed his perspective, commenting on his position that the City be a leader on this issue and communicating with other cities to join this effort. More frequent testing could assist by pinpointing areas in need of remediation and areas doing well. He commented on groups eager to assist. Further comment and discussion ensued on the \$100,000 cost for regular weekly waterway testing at ten (10) waterway sites.

Chair Donaldson recommended including funding for waterway testing in the FY 2021 Budget, concurring with Vice Mayor Glassman's comments for the City to take a leadership role. Mayor Trantalis concurred, explaining his perspective and support of this proposal. He commented on the need to be proactive, stating this could be a topic of conversation with adjacent county and city mayors, expounding on related details. City

Manager Lagerbloom confirmed he would add this to the FY 2021 Budget.

Vice Mayor Glassman thanked Dr. Gassman for her report on the removal of waterway debris and related waterway mitigation efforts.

Mayor Trantalis discussed the need to consider a ban on leaf blowers, allowing only leaf vacuums due to contractors blowing lawn debris into the sewer infrastructure and negatively impacting waterways. Vice Mayor Glassman concurred, noting conversations with City Attorney Alain Boileau to move in that direction.

Mr. Verma assured the Commission, members of the community and the BAB that the Department of Public Works would be carefully examining the Stormwater Management Program in conjunction with the County and FDEP to enhance, expand and meet the intent of permit requirements and improve waterway quality.

Commissioner Moraitis discussed her perspective, noting the intertwined nature of this topic with FDEP and the South Florida Water Management District. She commented on concerns related to the City doing this in isolation, noting the proposed testing would not address mitigation efforts. It requires a conversation with the County for County-wide participation and leadership. Commissioner Moraitis expounded on her perspective in support of State and Federal funding to address water quality, recommending a Conference Meeting discussion. Further comment and discussion ensued on County efforts and mitigation.

Commissioner McKinzie concurred with Commissioner Moraitis' comments, noting his preference to address mitigation efforts rather than testing. He discussed conversations with Staff to address runoff into the Intracoastal Waterway from the Middle River and South Fork of the New River, both tributaries from surrounding cities.

Commissioner Sorensen confirmed his support of additional waterway testing, commenting on the need to determine contamination causation points and a robust mitigation plan.

Chair Donaldson discussed the need for a funding place card for waterway testing to illustrate Commission initiatives concerning water quality. He reiterated his request for the Commission to confirm interest in waterway testing and allow City Manager Lagerbloom to include this funding in the FY 2021 Budget.

Commissioner Sorensen affirmed his support of waterway testing,

clarifying that a mitigation plan is needed. Chair Donaldson noted future stormwater plans are part of mitigation. He expounded on his perspective and explained how waterway testing could assist in bond-funded mitigation efforts, citing examples.

Mayor Trantalis confirmed inclusion of a \$100,000 placeholder in the FY 2021 Budget for the proposed waterway testing, noting the high cost of mitigation.

General Fund

Chair Donaldson discussed City Manager Lagerbloom's proposal to eliminate the one point five percent (1.5%) Cost of Living Adjustment (COLA), resulting in a \$2,300,000 savings in the FY 2021 Budget. He confirmed a lengthy BAB discussion on this topic.

In response to Mayor Trantalis' question, Chair Donaldson confirmed a COLA increase differs from a merit increase and does not impact merit and other raises. In the proposed FY 2021 Budget, salaries and wages would be increasing over \$3,000,000. City Manager Lagerbloom commented on the elimination of a COLA.

Chair Donaldson commented on BAB discussions regarding moving forward with plans to transition to the Florida Retirement System (FRS). Employees participating in the current retirement plan have a match of nine percent (9%). Employees moving to the FRS would receive a match of ten percent (10%). Contributions are based on class levels of different group benchmarks.

Part-time employees would be added to the FRS at a ten percent (10%) match. The other group being added to the FRS would be the elected class following the next Commission election in November 2020. They would receive a forty-seven percent (47%) match. Of the \$700,000 budgeted for the FRS, the Commission portion would be approximately \$170,000. The balance would be the delta for current employees shifting from the nine percent (9%) match up to the ten percent (10%) match and the addition of part-time employees to the FRS Program.

City Manager Lagerbloom confirmed moving forward with the FRS, noting a slight delay from the October 1, 2020 Fiscal Year start date. FRS participation would begin on January 1, 2021.

In response to Vice Mayor Glassman's question, City Manager Lagerbloom explained details related to the decision to move forward with FRS. He confirmed meetings with Collective Bargaining Agents during the Commission Break on this topic, expounding on details of

negotiations that resulted in the decision to move forward with FRS.

Chair Donaldson discussed projected revenues. Revenue from the County came in at expected levels. State revenue has decreased by approximately \$2,800,000, primarily due to the impact of COVID. He explained the State revenue shortfall had been offset with the refinancing of pension obligation bonds, resulting in an approximate \$3,000,000 savings.

Chair Donaldson explained his review of funding non-profits, citing funding contributions over the fiscal years 2016-2021. He discussed the BAB perspective to participate and have a transparent process when determining non-profit funding, including Best Practices, reviewing how other municipalities address non-profit funding and communicating related information to all non-profits. Chair Donaldson requested Commission input.

In response to Mayor Trantalis' question, Chair Donaldson explained non-profit funding is for operations, not Community Investment Plan (CIP) Projects. City Manager Lagerbloom noted details regarding partnership agreements with Stranahan House, the United Way and Nova Southeastern Art Museum.

Commissioner Sorensen concurred with Chair Donaldson's recommendation, noting the need for a clear and transparent process for non-profits applying for funding support and identifying the total amount for non-profit funding.

Mayor Trantalis commented on the ability to continue non-profit funding contributions in FY 2021. He inquired about setting up a committee to solicit non-profits currently receiving contributions and non-profits requesting contributions in the future and allowing for a review process and merit determination.

Chair Donaldson confirmed the inclusion of \$2,100,000 for non-profit contributions in the FY 2021 Budget, noting the importance of this funding to non-profits and citing examples. He recommended forming a BAB subcommittee to address future non-profit funding, including establishing annual funding amounts, informing non-profits of funding opportunities, setting up criteria and having an open forum for community input.

In response to Commission Moraitis' question regarding multi-year funding commitments, Mayor Trantalis confirmed capital expenditures such as Parker Playhouse are ongoing. Contributions to non-profits for operations are funded annually. Chair Donaldson expounded on his

perspective, confirming BAB would move forward with this recommendation.

Chair Donaldson commented on department budget requests, noting the critical nature of some items. These include the Police Taser Program and ShotSpotter Program, Compliant Uniforms for the Fire Department and additional street light funding. He remarked on BAB discussions regarding Fire Rescue hiring requests, noting the need to reevaluate additional personnel hired over the past few years related to improved emergency response times.

Chair Donaldson commented on additional staffing needs for emergency response substations. The FY 2021 Budget includes moving forward with the purchase of an emergency response substation south of the river. Staff funding would be included in the FY 2022 Budget.

In response to Mayor Trantalis' question, Acting Police Chief Karen Dietrich explained details regarding ShotSpotter technology. ShotSpotter utilizes acoustical sensors to detect, track and verify gunshots within the established perimeter from Broward Boulevard north to the city limits and Andrews Avenue west to the city limits. It transmits verified gunshot location information directly to laptops in police cars, allowing an accurate, immediate response.

Chair Donaldson discussed the impact of COVID on all funds and the way business is done. He confirmed the opportunity to enhance communication with the community, acknowledging things will be different in the future.

City Manager Lagerbloom commented on technology enhancements at City Hall over the summer recess, confirming the opportunity for further public engagement on Channel 78 and other platforms going forward. Chair Donaldson urged Staff to focus on public relations enhancements to share positive information with residents and offset adverse press reports.

Chair Donaldson commented on the Parks Bond and Public Safety Facilities Bond and related inquiries at the District 2 Pre-Agenda Meeting. He explained these bonds are listed in the *Voter-Approved Debt Levy* portion under the Municipal Section on the first page of TRIM Notices. Chair Donaldson explained additional items and details in the TRIM Notice, including the Stormwater Assessment.

Other Funds:

Chair Donaldson discussed various funds and revenue projections

before the COVID shutdown and subsequent revisions. He explained what occurs when a fund is unable to sustain itself, describing what has happened in the past.

Chair Donaldson confirmed the Parking Fund faced a significant deficit before the implementation of new user rates. He explained ways to address fund deficits, including the delay of projects, cost savings and expense reductions. He commented on the adequacy of FY 2021 parking revenue to meet maintenance requirements and future technology needs, implementing new parking user rates and feedback from nonresidents. He noted efforts to address employee parking fees that have been capped at \$10.00.

Mayor Trantalis commented on email correspondence from nonresidents regarding the increased parking user rates, requesting input from City Manager Lagerbloom on a possible reduction in recently adopted parking user rates to \$2.00 per hour.

Ben Rogers, Director, Department of Transportation and Mobility (TAM) Department, confirmed working with local businesses to address their concerns, stating it is difficult to predict revenue based due to fluctuations from COVID. Reducing the parking user rate to \$2.00 per hour through the end of FY 2020 would result in an estimated \$1,000,000 shortfall.

Mr. Rogers concurred with Chair Donaldson's earlier comments regarding balancing the Parking Fund. Moving forward with a reduced parking user rate would require additional efforts to eliminate large projects. Staff level and operational adjustments could be necessary.

Mayor Trantalis commented on the need to address parking rates. In response to Vice Mayor Glassman's questions, Mr. Rogers explained how other surrounding coastal cities parking user rates compare, confirming they are in alignment. Further comment and discussion ensued. Mr. Rogers explained implementation of the new user rates, on-boarding of residential customers and challenges to businesses.

Vice Mayor Glassman commented on good discussions and feedback at the August 17, 2020 District 2 Pre-Agenda Meeting, stating residents did not have an appetite to change and rollback rates. He said residents felt they deserved the discount, confirmed the understanding of the \$10.00 maximum for residents and nonresidents due to COVID and the ability to pay in smaller increments in place of the entire hour. Mr. Rogers confirmed. Vice Mayor Glassman expounded on his perspective. Further comment and discussion ensued on the reasons for reductions in parking revenue related to COVID.

Chair Donaldson commented on the revenue impact of additional residents living in the City and signing up for reduced parking rates. Mr. Rogers concurred.

City Manager Lagerbloom said he would take action based upon Commission input. Mayor Trantalis provided his perspective regarding business community feedback related to visitors and possible temporary accommodations. He requested Commission input.

Commissioner Moraitis noted her concern regarding next year's budget. In response to her questions, Laura Reece, Budget/CIP and Grants Division Director, explained anticipated revenue from the Parking Fund in FY 2021 is \$25,400,000, which is inclusive of new parking user rates with no rate or volume reduction.

City Auditor John Herbst clarified the \$25,400,000 includes charges for fines and forfeitures. The projected amount for only parking services in FY 2021 is \$21,700,000. The anticipated revenue for FY 2020 is \$13,500,000. Ms. Reece concurred.

Commissioner Moraitis commented on concerns, expounding on her perspective, noting the concession made to businesses and the overall increase of other resident expenses. She confirmed her opposition to lowering parking user rates to visitors and explained her viewpoint.

Mayor Trantalis acknowledged the position of the Commission to maintain parking user rates currently in place.

Chair Donaldson requested Commission input regarding items not discussed.

In response to Commissioner Moraitis' question regarding moving forward with the replacement of Fiveash, City Manager Lagerbloom explained related details. Currently, revenue will sufficiency allow moving forward with a Fiveash Owner Representative. Based upon water rates, funds would begin to build to dollars to issue bonds over three (3) consecutive fiscal years. Construction to replace Fiveash is estimated to begin in 2025.

In response to Mayor Trantalis' questions, Commissioner Moraitis confirmed she has been meeting with entities for a Fiveash *design-build and operation* concept. Mayor Trantalis discussed possibly shortening the current projected five (5)-year timeline to two (2) or three (3) years based on a Commission decision.

City Manager Lagerbloom explained details related to the submission of unsolicited proposals, confirming the City would be on a parallel track. Comment and discussion ensued on the anticipation of imminent unsolicited proposals and the process, similar to Lockhart Stadium. Mayor Trantalis expounded on his perspective.

In response to Commissioner Moraitis' question, City Manager Lagerbloom confirmed a Fiveash Owner/Manager in the form of an experienced high-level consulting firm would be on-board to address and analyze replacement. Mayor Trantalis commented on existing Staff with a similar background, experience and talent. He confirmed the ability to move forward aggressively on this project.

City Manager Lagerbloom said he would have discussions with individual members of the Commission regarding a *design/build and operation* concept that differs from a *design/build* concept.

Mayor Trantalis recommended making this an agenda item at the next Commission Conference Meeting. City Manager Lagerbloom confirmed. Mayor Trantalis explained his perspective, including City Manager Lagerbloom coordinating related efforts with City Auditor Herbst. City Auditor Herbst confirmed.

Chair Donaldson thanked the Commission for their input and support. He noted support of the Commission position to move aggressively with Fiveash replacement, explaining his perspective.

Chair Donaldson commented on the upcoming BAB appointments and reappointments at tonight's Commission Regular Meeting. He thanked all current BAB members for their participation.

Chair Donaldson thanked City Manager Lagerbloom, Budget Director Laura Reece and all Department Heads for partnering with the BAB in preparation of the FY 2021 Budget. Mayor Trantalis echoed Chair Donaldson's comments on behalf of the Commission, thanking everyone involved for their work.

BUS-3 [20-0647](#)

City Auditor's Office - Review of FY 2021 Budget and FY 2021 - FY 2025 Community Investment Plan - Presented by John Herbst, City Auditor

City Auditor Herbst commented on his conversations with City Manager Lagerbloom and Staff regarding items listed in Exhibit 1, *Review of the Proposed Budget for Fiscal Year 2021*.

Areas of Concern:

1. Possible unbalanced General Fund budget

City Auditor Herbst discussed numerous changes since the FY 2021 Budget was presented in July 2021, commenting on the impact of COVID and his perspective. The primary change was a reduction of approximately \$3,000,000 in State revenue. Refinancing of pension bonds came in significantly better and offered an opportunity to offset that reduction.

Laura Reece, Budget, CIP and Grants Division Director, confirmed the State revenue reduction would be offset with the interest savings from the refinancing of pension bonds.

2. Funds being withheld from productive use

City Auditor Herbst discussed additional savings from the pension obligation bonds interest rate reduction. He concurred with the proposal from City Manager Lagerbloom and Staff for the savings to remain in the Debt Reserve Fund due to challenges going forward. He commented on other options, stating it is a Commission policy decision.

Susan Grant, Division of Finance Director, explained the pension obligation bonds were refinanced at one point five percent (1.5%). This will generate \$17,800,000 in savings over the next twelve (12) years. She explained the structure of the bonds, noting they are interest-only payments in the first fiscal year. The debt service in FY 2021 is \$24,200,000 and increase in the second year.

In response to Mayor Trantalis' questions regarding paying down principal, Ms. Grant explained the principal was included due to advanced refunding of three (3) years worth of principal included in the debt service. The savings in FY 2021 amounts to \$3,900,000 and goes down in subsequent years. She commented on concerns about future assessment values, concurring with City Auditor Herbst on the need to be conservative and ensuring level debt service over the course of the next twelve (12) years.

Mayor Trantalis asked the Commission about keeping these savings in the Debt Service Fund.

Commissioner McKinzie requested City Auditor Herbst provide a recommendation. City Auditor Herbst concurred with City Manager Lagerbloom and Ms. Grant's conservative approach, stating it is prudent

and makes good financial sense.

Mayor Trantalis recommended leaving these excess funds in the Debt Service Fund this year and reexamining in Fiscal Year 2022. There was Commission consensus.

City Auditor Herbst confirmed ongoing negotiations with Police and Fire unions. Discussions have been reopened with the Teamsters and Federated. The FY 2021 budget does not include funding for a cost-of-living adjustment (COLA) increase for any bargaining units. He commented on the unpredictability of collective bargaining, noting a previous situation in prior years. City Auditor Herbst said firm numbers regarding this are in flux and negotiations may include discussion about the Florida State Retirement System (FRS).

City Manager Lagerbloom concurred with City Auditor Herbst. Ms. Reece explained how ongoing negotiations are addressed in the budget. Amounts are put into the budget as a negative place holder representing a targeted reduction, citing examples. When agreements are reached, those amounts are put into the operating budget.

3. Necessary expenses not included in the proposed budget

City Auditor Herbst discussed implementation of the Enterprise Resource Planning (ERP) System, as noted in his August 12, 2020 Memorandum to the Commission (Memorandum). There are ongoing Staff negotiations with the vendor. The current budget amount addresses the consulting firm estimate, noting there is the possibility the budgeted amount could be exceeded and expounding on his perspective.

Commissioner McKinzie commented on the history of this item, stating his concerns about costs, the timeline for implementation and requesting additional information. City Auditor Herbst noted the price to date exceeds \$5,000,000, explaining details regarding future costs for implementation and related concerns. Further comment and discussion ensued on this topic.

City Manager Lagerbloom commented on his efforts to rectify the problem, including installing new personnel to address needs. Commissioner McKinzie expounded on his perspective.

Mayor Trantalis concurred with Commissioner McKinzie's comments, stating the need for a lengthier discussion.

4. Unknown COVID 19 impact to Parking Fund

City Auditor Herbst briefly commented on the Parking Fund discussed earlier, acknowledging future projected unknown revenue related to the impact of updated parking user rates.

5. Pump Station

City Auditor Herbst discussed the potential cost of replacing the Las Olas Marina Pump Station and the associated sewer pipe at the Suntex Marina Redevelopment Project. Funding needs to be identified within the Community Investment Plan (CIP) for this project, i.e., reprogramming from other projects. Mayor Trantalis said this would be part of a larger discussion at the Commission Conference Meeting. City Manager Lagerbloom confirmed.

6. Stormwater Fees

City Auditor Herbst explained as a result of a change in the method of collecting Stormwater Fees from an internal process to an assessment on the TRIM Notice included with the County Ad Valorem tax bills, Utility Billing revenue is overstated and needs to be removed. Anticipated revenue from Bahia Mar also needs to be removed. Additional details are noted in the Memorandum. Ms. Reece agreed in concept, confirming new calculations would be done and adjustments made before the First Budget Hearing.

7. WAVE

City Auditor Herbst reminded the Commission about details related to the Community Redevelopment Agency (CRA) reimbursement from the South Florida Regional Transportation Authority (SFRTA) for the North Loop of the defunct WAVE Project. He confirmed reimbursement had not been received from the SFRTA, and the City was not able to pay off the loan as previously expected. The FY 2021 Budget includes the loan's debt service funding requirement for FY 2021. The debt also remains on the books.

City Auditor Herbst commented on the recent settlement with the Durrs Neighborhood, confirming the need for ongoing transfers over the next

three (3) years to replenish the Property and Casualty Fund.

Mayor Trantalis asked the Commission if they had any additional questions. There were no additional questions.

ADJOURNMENT

Mayor Trantalis adjourned the meeting at 1:36 p.m.