The meeting of the Winter Park City Commission was called to order by Mayor David Strong at 3:30 p.m. in the Commission Chambers, 401 Park Avenue South, Winter Park, Florida.

The invocation was given by Father Richard Walsh, St. Margaret Mary Catholic Church, followed by the Pledge of Allegiance.

Members present:       Also present:
Mayor David Strong       City Attorney Trippe Cheek
Commissioner Douglas Metcalf   City Manager James Williams (through City
Commissioner John Eckbert Attorney’s Report)
Commissioner Margie Bridges Assistant/Interim City Manager Randy Knight
Commissioner Karen Diebel City Clerk Cynthia Bonham

Mayor’s Report:
Mayor Strong announced that the budget hearings may not begin at 5:00 p.m. and that they will conclude any item they are discussing at that time before beginning the budget hearings.

a) Board appointments: Environmental Review Board (2 appointments). Mayor Strong nominated Karolyn Foreman and Vicki Krueger.
   Public Art Advisory Board (1 appointment) Mayor Strong nominated Michele Hipp.

Seconded by Commissioner Bridges. Commissioner Eckbert stated he preferred more time to review the applicants and that this was not the environment he preferred to review them. Commissioner Diebel inquired about other applications on file of residents interested in these positions. Mayor Strong asked Executive Assistant Michelle Gervy to provide the Commission with a list of applications for the two boards.

Motion made by Commissioner Diebel to table the appointments until the next meeting; seconded by Commissioner Eckbert and carried unanimously.

b) Presentation by D. Trismen/Attorney

Winter Park Attorney Trismen introduced his attorney Ross Burnaman and departed the room. Attorney Burnaman addressed the letter he sent to City Attorney Cheek on September 11 regarding the adoption of the City’s comprehensive land use plan. He asked the Commission to rescind the comprehensive plan because of legal defects he determined in reviewing the plan. He summarized his background. He addressed the letter sent back to him on September 20 from Attorney Cheek. He believed they were not in agreement regarding the City’s plan, causing Mr. Trismen to file suit against the City which he intended to do in Leon County Circuit Court this week. He stated he also informed the Department of Community Affairs lawyers that they are filing suit against them. He suggested meeting together after the suit is filed to see if there is an amicable way to resolve the issue. He stated he discovered within the recent re-write of the comprehensive plan, deficiencies with the manner in which the City is conducting its comprehensive planning. He asked that the City expeditiously rescind the plan.
Commissioner Eckbert asked Attorney Cheek to characterize the nature of the objections raised and what his viewpoint was. Attorney Cheek summarized what Mr. Burnaman believed were the defects. He commented he believed none of them were of such a significant nature to likely result in the undoing of the ordinance. Commissioner Eckbert agreed with Attorney Cheek’s observations and stated these are primarily administrative type technicalities rather than substantive to do with the comprehensive plan. Attorney Cheek stated the objections deal with the procedure for adoption of an ordinance and not with the substance of the plan.

**Action Items:**

a) Approve the minutes of 9/10/07.

b) Approve the following bids:
   1) Enter into negotiations for RFQ-29-2007 Surveying & Mapping Services with the first ranked firm, Southeastern Surveying and continuing through the rankings until a successful negotiation has been achieved.
      1. Southeastern Surveying  4. Holt Surveying
      2. GAI Consulting   5. MACTEC
      3. Bowyer-Singleton
   2) Award of IFB-30-2007 Lot Cleaning for Code Enforcement as follows:
      1. Primary contractor: GMJ Services, Inc.
      2. Secondary contractor: A Sun State Trees
   4) Award of IFB-34-2007 Howell Branch Preserve Park Boardwalks and Decks to Paragon Development & Construction; $68,980.00 (Budget: Howell Branch Preserve Project (Florida Communities Grant Funded)).

Motion made by Commissioner Metcalf to approve the Action Items a and b; seconded by Commissioner Bridges and carried unanimously.

c) Establish a policy for discussion and decisions on non-agenda items.
   REMOVED FROM ACTION ITEMS FOR DISCUSSION. SEE BELOW.

d) Increase in Waste Management solid waste collection rates of 2.5%.

The Commission received the following information in their package concerning this item:

**ACTION REQUESTED:** Approve Waste Management’s requested increase of 2.5% in solid waste collection rates.

**KEY ELEMENTS/FACTS IMPACTING DECISION:** The City’s agreement with Waste Management provides for adjustments in rates based on the change in cost of doing business as measured by fluctuations in the Consumer Price Index (CPI), U.S. Average, South Group for all items, All Urban Wage Earners and Clerical Workers, published by the U.S. Department of Labor Statistics for the preceding 12 month period ending March 31. If approved by the City Commission, the new rates are to take effect for services billed by the City in October. Staff has confirmed the 2.5% increase in the CPI index.
ALTERNATIVES CONSIDERED: The requested increase is in accordance with the provisions for increases in the City’s Agreement with Waste Management.

BUDGET IMPLICATIONS: There will only be a budget implication if the City does not pass on the increase to the customers. A 2.5% rate increase would increase the monthly residential rate from $14.78 to $15.15 and the commercial rate per cart from $23.28 to $23.86. Monthly residential rates for the same twice a week garbage, once a week recyclables and once a week yard waste collection services as of July 2007 are as follows. Waste Management is also requesting that the 2.5% increase apply to its other rates.

<table>
<thead>
<tr>
<th>Area</th>
<th>Rate</th>
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<tr>
<td>Casselberry</td>
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<tr>
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<tr>
<td>Winter Springs</td>
<td>$18.10</td>
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STAFF RECOMMENDATION: Approve the requested 2.5% increase in garbage collection rates.

Motion made by Commissioner Metcalf to approve Action Item d; seconded by Commissioner Bridges and carried unanimously.

e) Budget adjustments for Building/Code Enforcement for training and vehicle purchase.

The Commission received the following information in their package concerning this item:

KEY ELEMENTS/FACT IMPACTING DECISION: 1) Purchase of vehicle to replace old (1996) truck not on the vehicle replacement program requiring continuing costly repairs; 2) Transfer of inspector training fees to cover education publication and training.

PROCESS TO DATE: 1) Older vehicles cannot be replaced except through this request to use excess permit fees; 2) Training and educational (code) publications are covered under ongoing collection of inspector training fee with each permit issued.

ALTERNATIVES CONSIDERED: Removing funds from general fund is not necessary since permit fees are dedicated for use in building code enforcement per State Statute and are kept as reserve funds.

BUDGET IMPLICATIONS: None. All costs are self-funded from building permit fees.

STAFF RECOMMENDATION: Approve budget adjustment.

Motion made by Commissioner Metcalf to approve Action Item e; seconded by Commissioner Bridges and carried unanimously.
f) Broadcasting City Commission meetings on website and/or television.

REMOVED FROM ACTION ITEMS FOR DISCUSSION. SEE BELOW.

The following items were pulled from the Action Item list and discussed separately:

Action item c: Establish a policy for discussion and decisions on non-agenda items.

The following information was provided to the Commission in their package:

ACTION REQUESTED: Establish a policy that any non-agenda item brought up by a member of the public, staff or a commissioner that either changes an established policy or potentially sets a new precedent in interpretation of a policy, be scheduled for a future agenda when appropriate backup can be provided to the Commission.

KEY ELEMENTS/FACTS IMPACTING DECISION: When items are brought up that are not on the agenda, the Commission is put in the position of making a decision without all of the relevant information before them.

ALTERNATIVES CONSIDERED: We considered changing the policy that the Commission not even discuss non-agenda items, but that is not realistic. Often times these are non-policy issues that can be entertained without the need for supporting documentation.

Mayor Strong addressed his interpretation of non-agenda items. He stated he is willing to accommodate persons asking to speak at the last moment as long as they are discussing an issue that is informational and not requiring a decision. Mayor Strong clarified his policy that if someone comes to him after the agenda has been set and wants to make a presentation of any topic he believes will be of interest, he will generally allow that for a limited time at that meeting. He stated he is willing to reconsider his approach if necessary but will continue in this fashion if the Commission agrees to that.

Commissioner Bridges stated she is not opposed to people giving input and information but is uncomfortable with an action item coming up where they have not received all the information to make a decision. Commissioner Metcalf agreed and stated he would rather schedule any potential controversial items on the agenda. City Manager Williams clarified the intent of the agenda item.

Commissioner Eckbert agreed that issues can be listened to that do not require action. He suggested not bringing up items not on the agenda unless it is something that cannot wait and refer the item to staff for the next meeting. There was a consensus to allow people to talk that cannot make a meeting where the item will be discussed. Commissioner Bridges asked if this also applies to items the Commission brings forward that have not had discussion. She clarified the intent is that when looking at the item before them, they will listen to the New Business item that a Commissioner wants to discuss, have time to review the item, and not take action that evening. Mayor Strong agreed.

Motion made by Commissioner Eckbert to adopt the policy we just discussed, seconded by Commissioner Metcalf and carried unanimously with a 5-0 vote.
Action Item f: Broadcasting City Commission meetings on website and/or television.

The Commission was provided the following information in their package concerning this item:

KEY ELEMENTS/FACT IMPACTING DECISION: February 27, 2006 - Presentation was made by the Communications Department regarding the enhancement of communications through the broadcasting of City Commission meetings on Orange TV at a cost of $38,000 - $48,000 annually. This cost included use of Orange TV staff and equipment. No action was taken at this meeting.

2006 Resident Survey - When asked how supportive residents are of a $50,000 annual expenditure to broadcast City Commission meetings on the government access channel, most residents stated that they are not supportive of such spending (65% rated 1 or 2 on a 5-point scale). Only 17% are supportive (rated 4 or 5 on a 5-point scale).

PROCESS TO DATE: Due to budget cuts, Orange TV is no longer able to provide equipment and staffing for Winter Park City Commission meetings.

Met with the following organizations to discuss the project: City of Oviedo vendor, Videography Services; Winter Park/Maitland Observer; City of Orlando; and Orange County

ALTERNATIVES CONSIDERED: Option 1: Broadcast on city Web site only; Option 2: Broadcast on city Web site and Orange TV; Option 2a: Purchase equipment; Option 2b: Rent equipment; or Option 3: Maintain existing methods of accessing City Commission meetings on Internet

BUDGET IMPLICATIONS:

Option 1: Broadcasting on Web site only
- Purchase equipment; $13,000 – (Videography Services/City of Oviedo vendor quote)
- Archiving files for Internet accessibility; $17,500 – (Winter Park/Maitland Observer quote); $7,500 – (ITS estimate)
- Total: $20,500 - $30,500

Option 2: Broadcasting on Web site and Orange TV

Option 2a: Purchase equipment; $20,923.00 – (Videography Services/City of Oviedo vendor quote); $57,149.85 – (Winter Park/Maitland Observer quote includes archiving); $125,000 – $150,000 – (City of Orlando & Orange County estimates);
Option 2b: Rent equipment; $95,625 (Winter Park/Maitland Observer quote includes archiving)

STAFF RECOMMENDATION: Taking into consideration the survey results, the state mandated budget reduction this upcoming fiscal year and the potential of a new city hall, staff recommends Option 3: Maintain existing methods of accessing City Commission meetings on Internet.

Commissioner Eckbert agreed with the staff recommendation that this is not the right time to move forward because of the budget restraints. He stated he would be interested to know how
many people are listening in during the live audio and after the fact. Communications Director Howard will provide a report to the Commission.

**Motion made by Commissioner Eckbert to approve staff’s recommendation on Action Item f, seconded by Commissioner Bridges and carried unanimously.**

**City Attorney’s Report:**

a) Discussion regarding the City Manager’s contract.

Per the meeting of October 22, 2007, the verbatim transcript of this agenda item is incorporated at the end of the minutes. Public comments were not included in the verbatim transcript.

The following spoke in favor of retaining City Manager Williams:

Ex-Mayor Kip Marchman, 1641 Palm Avenue
Ex-Mayor Allen Trovillion
Michael Harbison, 2150 Forrest Road
Eleanor Fisher, 1620 Mayflower Court
Ex-Commissioner Peter Gottfried, 1841 Carollee Lane
Ex-Mayor Gary Brewer, 1250 S. Denning
Ex-Mayor Joe Terranova, P.O. Box 232
Kim Allen, 271 Virginia Drive
Michael Dick, 823 Granville Drive
Barry Carson, 720 N. Pennsylvania Avenue
Sally Flynn, 1400 Highland Road
Carolyn Cooper, 1047 McKean Circle
Matthew Helms, 12934 Forestedge Circle, Orlando

Recess taken from 5:23 – 5:31

Lurline Fletcher, 790 Lyman Avenue
Thaddeous Seymour, 1804 Summerfield Road
Barry Greenstein, 2348 Summerfield Road
Susan Gabel, 1539 Golfside Drive
Will Graves, 3048D George Mason Drive (non-resident)
Director of Building George Wiggins
John Lupo, Parks Department

Anna Currie, Human Resources Manager, clarified and justified the increases shown in compensation by Commissioner Eckbert during his presentation of his facts. She explained the increases in benefits in the last number of years in health insurance and workers compensation. She also summarized the functions brought in-house; Fleet, some of our own paving, added the electric utility which have caused additional personnel on the administrative side and utility billing, added parkland which requires more personnel to maintain, and annexed land which requires personnel. She stated there has been a lot of growth in the City and the cost of staying competitive has grown.

Jon Askins, Fire Department
City Manager Williams exited the meeting after the hearing and Randy Knight resumed the position of Interim City Manager at the dais. Mr. Knight accepted the role of Interim City Manager.

Public Hearings:

a) ORDINANCE NO. 2721-07: AN ORDINANCE OF THE CITY OF WINTER PARK, FLORIDA, AMENDING CHAPTER 58 “LAND DEVELOPMENT CODE” ARTICLE IV, “SIGN REGULATIONS” SO AS TO ALLOW ONE ADDITIONAL POLITICAL OR CAMPAIGN SIGN TO BE PLACED ON EACH STREET FRONTAGE OF A PROPERTY. Second Reading

Attorney Cheek read the ordinance by title. No public comments were made. Mayor Strong clarified that a property owner is allowed one campaign sign for each City candidate and one sign for a national candidate or other candidate. Mr. Wiggins stated that was correct and there could be more signs depending on the election ballot.

Motion made by Commissioner Metcalf to adopt the ordinance, seconded by Commissioner Bridges. Upon a roll call vote, Mayor Strong and Commissioners Bridges, and Metcalf voted yes. Commissioners Eckbert and Diebel voted no. The motion carried with a 3-2 vote.

b) AN ORDINANCE OF THE CITY OF WINTER PARK, FLORIDA, AMENDING CHAPTER 58 “LAND DEVELOPMENT CODE” ARTICLE IV, “SIGN REGULATIONS” SO AS TO CHANGE THE ALLOWABLE SIZE OF A POLITICAL OR CAMPAIGN ISSUE SIGN FROM TWO (2) SQUARE FEET TO THREE (3) SQUARE FEET. First Reading

Attorney Cheek read the ordinance by title. Building Director George Wiggins explained that the size of signs was addressed in the ordinance because they received information from Kit Pepper that the presidential election signs were between two and three square feet. Commissioner Metcalf commented that he was unsure that increasing the size of the signs to three square feet improves the look or the feel of the City.

Jean Cumming, 902 Golfview Terrance, asked that they not increase the sign sizes. She commented agreed with the miscellaneous yard signs for up to 30 days as long as it was their land and they agreed to it being in their yard.

Kit Pepper, 2221 Howard Dr. stated that she did not believe the City signs should be changed in size. She stated the City signs could have an entirely different list of requirements and they could stay within the size that they normally are. She addressed her memo to Mr. Wiggins where she thought that all City election signs should be required to state where signs can be posted and to print it on the back. Ms. Pepper also spoke about the miscellaneous signs and stated that Code Enforcement should be given the authority to tag a sign with an expiration date and if goes beyond that date it is taken down.
Motion made by Commissioner Metcalf to deny the ordinance; seconded by Commissioner Eckbert. Upon a roll call vote Commissioners Bridges, Eckbert, Metcalf and Diebel voted yes. Mayor Strong voted no. The motion carried with a 4-1 vote.

c) AN ORDINANCE OF THE CITY OF WINTER PARK, FLORIDA, AMENDING CHAPTER 58 “LAND DEVELOPMENT CODE” ARTICLE IV, “SIGN REGULATIONS” SO AS TO ALLOW A MISCELLANEOUS YARD SIGN FOR UP TO 30 DAYS ON SINGLE FAMILY RESIDENTIAL PROPERTIES. First Reading

Attorney Cheek read the ordinance by title. Mr. Wiggins explained the ordinance allows you to post one sign for any purpose they choose with limitations in the language based on the content. He stated there was clarification that this could not be used as a source to place an additional sign such as a real estate sign and there is a requirement that the City is notified up to 30 days after the posting date. He suggested a trial period and to implement this for six months to a year. Mr. Wiggins answered questions.

Commissioner Metcalf expressed concerns with the hardship this could place on code enforcement by spending a large portion of their time chasing sign issues. Commissioner Eckbert stated he wanted this to be tabled because it is an issue that needs to be further addressed. He asked for suggestions on how to deal with these miscellaneous yard signs.

Motion made by Commissioner Eckbert to table the ordinance; seconded by Commissioner Bridges. Upon a roll call vote, Mayor Strong and Commissioners Bridges, Eckbert, Metcalf and Diebel voted yes. The motion carried unanimously with a 5-0 vote.

d) Adjustments to the City Fee Schedule to be effective October 1, 2007.

Finance Director Wes Hamil explained the adjustments to the fee schedule. The items included a $15 fee to process the business certificate (occupational license), increase of garbage service rates by 2%, increase in stormwater rates by 12%, increase in water and sewer rates by 3.09%, small increases on tree removal permits, and rental rates for the new Welcome Center.

Jean Cumming, 902 Golfview Terrance asked if they had control over these fee schedules. Interim City Manager Randy Knight stated they have control over some but not over the Waste Management fee because they are entitled to that CPI by contract.

Lurline Fletcher, 790 Lyman Avenue, disagreed with Waste Management getting an increase because they only have two pickups per week on the Westside.

Carolyn Cooper, 1047 McKean Circle, asked if there was change in the tree removal fee. She asked that number be substantial for those fines.

Motion made by Commissioner Eckbert to adopt the fee schedule; seconded by Commissioner Metcalf. Upon a roll call vote, Mayor Strong and Commissioners Bridges, Eckbert, Metcalf and Diebel voted yes. The motion carried unanimously with a 5-0 vote.

e) AN ORDINANCE OF THE CITY OF WINTER PARK, FLORIDA, AMENDING CHAPTER 58 “LAND DEVELOPMENT CODE” ARTICLE V, “ENVIRONMENTAL PROTECTION REGULATIONS” DIVISION 6, “TREE PROTECTION” SO AS TO ADOPT NEW TREE PROTECTION AND TREE REMOVAL REGULATIONS. First Reading
Attorney Cheek read the ordinance by title. Building Director George Wiggins explained that in May 2007 the Commission discussed the tree preservation ordinance and enacted several other provisions at that time. He stated they appointed a citizens committee who reformatted the ordinance by making it clearer, more effective and containing better enforcement. He stated the Tree Preservation Board also reviewed the ordinance and were in favor of the changes. Mr. Wiggins gave a brief summary of the ordinance.

Lurline Fletcher, 790 Lyman Avenue, asked about the definition of non-specimen trees. Mr. Wiggins explained they are trees between 9” and 24”.

Kit Pepper, 2221 Howard Drive, stated she was happy to work with the informal committee established by the Mayor to look at the tree ordinance. She stated the new ordinance preserves today’s tree canopy. She encouraged the Commission to adopt it and place it into effect as soon as possible.

Motion made by Commissioner Bridges to accept the ordinance on first reading, seconded by Commissioner Eckbert. Upon a roll call vote, Mayor Strong and Commissioners Bridges, Eckbert, Metcalf and Diebel voted yes. The motion carried unanimously with a 5-0 vote.

f) Subdivision request - Ira Kitograd to split the property at 1671 Sunset Drive into two buildable single family lots.

Planning Director Jeff Briggs explained the lot split request. He stated it meets the R-1A zoning, both lots meet the minimum 75 foot width and each lot is about 10,000 square feet of lot area. He stated it also meets the comprehensive plan test, 71% of the lots in that area are 75 feet or smaller and the applicant submitted perspective house plans for the two lots. He stated that the Planning and Zoning Commission (P&Z) has recommended approval with the condition that the specific house plans come back to them for subsequent review.

Attorney John Dimafi, 801 North Orange Avenue spoke on behalf of the applicant. He stated they are in agreement with the P&Z recommendation but was against returning to the P&Z with the house plans for their approval. He explained that these lots are not owned yet and there are no buyers for these homes so they are spec homes and the plans may or may not change. He asked for approval and stated they will build it in accordance with the code.

Michael Dick, 823 Granville Drive, explained why the P&Z approved the lot split exclusive of the home plans.

Mr. Dimafi commented that over 80% of the homes are either front loaded garages or have no garages and asked for clarification on what would be approved or not approved. He stated they would prefer a side entrance, a garage and the flexibility of a front entrance.

Motion made by Commissioner Eckbert to approve the lot split consistent with P&Z’s recommendation and such approval should not be unreasonably withheld if it is substantially consistent with the code; seconded by Commissioner Bridges. Upon a roll call vote, Mayor Strong and Commissioners Bridges, Eckbert, Metcalf and Diebel voted yes. The motion carried unanimously with a 5-0 vote.
g) AN ORDINANCE OF THE CITY OF WINTER PARK, FLORIDA, AMENDING CHAPTER 58 "LAND DEVELOPMENT CODE" ARTICLE III, "ZONING" AND THE OFFICIAL ZONING MAP SO AS TO CHANGE THE EXISTING MULTI-FAMILY RESIDENTIAL (R-3) ZONING TO CENTRAL BUSINESS (C-2) DISTRICT ON THE PROPERTY AT 354 HANNIBAL SQUARE, EAST, MORE PARTICULARLY DESCRIBED HEREIN. First Reading

Attorney Cheek read the ordinance by title. Mr. Briggs spoke about the principal item of the rezoning request of 354 Hannibal Square East from (R-3) Multi-Family Residential to (C-2) Central Business District Commercial. He explained this was the former location of the Sportz Inn Bar and in 1971 was rezoned to Residential; the applicant was asking that half of it go back to its commercial status because the plan is to re-establish a convenient store. He stated it will be re-built to a new two-story 3,100 square foot retail/residential building. Mr. Briggs explained this was originally a request for rezoning in May 2006 and the P&Z denied the request so they petitioned during the comprehensive plan transmittal public hearing and received approval to change the comprehensive plan land use map from Residential to the CDB. He said they are entitled to the C-2 zoning and the convenient store will be a nice amenity to the area.

Mr. Briggs also discussed the parking issue and stated the applicant submitted a parking matrix on their parking requirements. He stated that P&Z recommended approval with six conditions this included 1) Effective date of approval when the comprehensive plan has been approved by the State; 2) Approve the requested variance for the seven parking spaces; 3) First floor is to remain a convenience store; 4) Elevations are to be revised to reflect the 35-foot height restriction; 5) Overhangs are to stay within the right-of-way; and 6) Agreements (Stormwater, retention, etc.) are to reviewed by the City Attorney. Mr. Briggs answered questions.

April Krisheman, Esq. P.O. Box 350, stated they administratively conform to the comprehensive plan and asked to allow the C-2 zoning. She stated they have a problem with one of the six provisions and asked for consideration on item #5 regarding the overhangs in the right-of-way. She presented slides of the convenient store, the proposed retail/residential building and other buildings with overhangs and asked the Commission to allow the overhang of 2 feet.

Michael Dick, 823 Granville Drive, clarified that P&Z was not objecting to the overhang but that a portion of the overhang was encroaching into setbacks or right-of-ways.

Carolyn Cooper, 1047 McKean Circle, commented she believed this was a land use change that has not gone through the appropriate due process and has not received the appropriate notification in the newspaper. She stated that if this is correct they should table this issue.

Lurline Fletcher, 790 Lyman Avenue, agreed that this should be tabled.

Mr. Briggs addressed condition #5 and that it did not matter if this was a part of the motion or not. He explained they can encroach with an overhang without an encroachment agreement and it is a common feature with many of the buildings in the area. He stated that Public Works can look at the overhang and provide an encroachment agreement if necessary. He explained there is time for them to do this because the rezoning will not be effective until the comprehensive plan issue is settled.

Motion made by Commissioner Eckbert to accept the ordinance on first reading and approve the recommendations of the P&Z and Mr. Briggs' understanding of how the
overhang is going to be dealt with; seconded by Commissioner Metcalf. Upon a roll call vote, Commissioners Eckbert, Metcalf and Diebel voted yes. Mayor Strong and Commissioner Bridges voted no. The motion carried with a 3-2 vote.

h) **RESOLUTION NO. 1982-07**: A RESOLUTION OF THE CITY COMMISSION OF THE CITY OF WINTER PARK, FLORIDA REGARDING E-MAIL COMMUNICATIONS DURING COMMISSION MEETINGS AND OTHER BOARD MEETINGS; SUPPORTING THE ELIMINATION OF SUCH DEVICES DURING COMMISSION MEETINGS AND OTHER BOARD MEETINGS; PROVIDING AN EFFECTIVE DATE.

Attorney Cheek read the ordinance by title. He stated that he was asked to draft this resolution by Commissioner Bridges. Commissioner Bridges stated she has been contacted by many residents who expressed concerns that Commissioners are using their laptops and/or blackberry’s during the meetings and they feel they are not receiving the full attention of the Commissioners which they are entitled to have. She agreed with that observation. Commissioner Eckbert agreed that the citizens deserve the Commission’s full attention but the solution was unnecessary. He believed the proposition diminishes their capabilities.

Carolyn Cooper, 1047 McKean Circle, expressed concerns with Commissioners using their blackberry and taking communications from unknown parties and not giving their full attention to the residents. She believed this resolution would help restore confidence and faith that this Commission is truly representing all of the people on an equal basis.

Motion made by Commissioner Bridges to adopt the resolution, seconded by Mayor Strong. Upon a roll call vote, Mayor Strong and Commissioners Bridges voted yes. Commissioners Eckbert, Metcalf and Diebel voted no. The motion failed with a 3-2 vote.

**Non-Action Items:** There were none.

**New Business (Public):**

1. Michael Dick, 823 Granville Drive, addressed P&Z’s request that the Commission direct the City Attorney to draft the moratorium ordinance for presentation at the next meeting.

There was a consensus to place this on the next agenda. Commissioner Diebel commented that the Commission had agreed with a time frame for the adoption of the form based code and the completion of the Architectural Task Force within one year. She commented she would like to look back at when they previously agreed to have a schedule/timeframe for the Architectural Task Force work to be completed. She asked that the Planning and Zoning Commission (P&Z) come forth with their timetable and recommendations. Mayor Strong agreed that he would like to hear P&Z’s recommendation and discuss if this should be advertised as a public hearing.

2. Donna Colado, 327 Beloit Avenue, addressed an issue discussed several months ago regarding the relocation of a transformer that was located on Mr. Dan Bellows property and asked about the outcome. Public Works Utility Liaison Terry Hotard stated that Mr. Bellows was charged $2,500 for the relocation of the overhead facility.

**New Business (City Commission):**
Commissioner Diebel suggested that the earlier resolution could have been discussed under New Business before crafting it into a resolution. She addressed discussing this first then deciding if it needs to be in the form of a resolution for a subsequent meeting which could become a normal course of action. Mayor Strong stated that he has asked Attorney Cheek to prepare resolutions and ordinances prior to any discussion and any Commissioner has that opportunity. Attorney Cheek responded that he takes direction from each of them.

Mayor Strong stated unless they want to make another policy he will continue to ask Attorney Cheek to prepare resolutions and ordinances that he thinks are appropriate for consideration. He commented if they want another policy they could make a motion or place it on the next agenda rather than taking an action tonight. Commissioner Eckbert commented that could be considered under the context of Robert’s Rules of Order of how they conduct themselves and it may be worthwhile to consider Commissioner Diebel’s ideas. Mayor Strong stated that he would like policies and how they conduct themselves placed on the agenda for the next meeting. Attorney Cheek clarified that if one of the Commissioners asked him to draft something he will do it until he receives specific guidance that he is not supposed to. Mayor Strong commented that they were all in favor of that.

**Millage and budget public hearings:**

Mayor Strong opened the public hearing and read into the record the following: "The millage rate needed for Fiscal Year 2008 to generate the same property tax revenue for the City as in 2007, based on the Property Appraiser's certification, is 4.3901 mills. The budget proposed by the staff with amendments generally agreed to by the City Commission requires a millage of 3.9950 mills. This proposed millage of 3.9950 mills would represent a decrease in property taxes not counting new construction and the City’s dedicated increment value payment to the Community Redevelopment Agency of 9.00%. In addition, a .2186 mill voted debt service is levied to cover the debt service of the General Obligation Bonds, Series 2001 approved by the citizens of Winter Park at the May 16, 2000 bond referendum, and a .09370 mill voted debt service is levied to cover the debt service of the General Obligation Bonds, Series 1996 approved by the citizens of Winter Park at the June 4, 1996 bond referendum."

Attorney Cheek read both ordinances by title. Both were acted upon simultaneously. Finance Director Wes Hamil presented the two ordinances for the second hearing.


**ORDINANCE NO. 2723-07:** AN ORDINANCE OF THE CITY OF WINTER PARK, FLORIDA ADOPTING THE ANNUAL BUDGET FOR THE FISCAL YEAR BEGINNING OCTOBER 1, 2007 AND ENDING SEPTEMBER 30, 2008; APPROPRIATING FUNDS FOR THE GENERAL FUND, CONTRIBUTION FUND, STORMWATER UTILITY FUND, AFFORDABLE HOUSING FUND, COMMUNITY REDEVELOPMENT FUND, DEBT SERVICE FUND, WATER AND SEWER FUND, GOLF COURSE FUND, ELECTRIC UTILITY FUND, FLEET MAINTENANCE FUND, VEHICLE/EQUIPMENT REPLACEMENT FUND, EMPLOYEE INSURANCE FUND, GENERAL
INSURANCE FUND, CEMETERY TRUST FUND, GENERAL CAPITAL PROJECTS FUND AND STORMWATER CAPITAL PROJECTS FUND; PROVIDING FOR MODIFICATIONS; PROVIDING FOR AMENDMENTS TO SAID ANNUAL BUDGET TO CARRY FORWARD THE FUNDING OF PURCHASE ORDERS OUTSTANDING AS OF SEPTEMBER 30, 2007; AND AUTHORIZING TRANSFER OF FUNDS HEREBIN APPROPRIATED WITHIN DEPARTMENTS SO LONG AS THE TOTAL DEPARTMENTAL APPROPRIATION SHALL NOT BE INCREASED THEREBY. Second Reading

Interim City Manager Randy Knight presented a slide that was reflective of the State mandate in which there was a 9% reduction in the rolled back millage rate. He stated that overall the residents will see a 15.38% decrease in our millage rate assuming the Commission adopts the millage at the 3.9950 in the proposed ordinance. Mr. Hamil explained the list of recommendations for funding by the City Manager, the proposed 12% increase in the stormwater fees, $75,000 for outside organizations; requests from the electric fund and requests for capital for the stormwater and water and sewer funds. He spoke about the CRA fund and stated that they are requiring voter referendums to approve issuance of tax increment revenue debt, and the CRA budget will require an amendment. He explained that staff developed a plan to address the most important funding needs within the existing CRA fund and will present this to the CRA Advisory Board and then to the CRA Agency. Mayor Strong asked how they would fund a $600,000 dollar minimum to Mr. Williams. Mr. Hamil responded that it would come from the general fund reserves.

Woody Woodall, 401 Shepherd Avenue, co-chairman of the Holiday Lights Committee, requested money from the discretionary fund so they could continue decorating Winter Park with lights this year.

Forest Michael, 130 N. Center Street, President of the Winter Park Historical Association, asked the Commission to consider the Winter Park Historical Association's budget.

Patty Heidrich, 112 Shultz Avenue, member of Winter Park Historical Association, reiterated Mr. Michael's comments regarding their budget. She also commented that the Winter Park Day Nursery and the Welbourne Nursery are far more important than adding more Christmas lights.

Michael Dick, 823 Granville Drive, asked where the severance money would come from with the City Manager's dismissal. Mayor Strong stated that Mr. Hamil suggested the General Fund Reserves. Mr. Dick wanted to ensure that the discretionary fund would not be impacted. He addressed the dismissal of the City Manager in the form of severance being the most incredible display of fiscal mismanagement he has ever witnessed. He commented that Commissioner Diebel ran on a commitment of fiscal responsibility and he was disappointed with her position.

Kim Allen, 271 Virginia Drive, had concerns about where the money would come from to pay for the dismissal of the City Manager. She stated they were dismissing a good manager at the whim of three individuals and this was a terrible gross exposure of fiduciary mismanagement.
The Commission allocated support to various outside organizations: Winter Park Public Library, Winter Park Historical Association, Winter Park Day Nursery, Creaide School of Art, Youth Advisory Council, WMFE, Bach Festival Society, Albin Polasek Museum & Sculpture Gardens, Christmas lights for Park Avenue, and the Welbourne Avenue Day Nursery.

Mr. Knight mentioned they also had a five year capital plan that they were approving as a part of the General Fund budget.

The Mayor stated the following: “The City Commission is going to adopt an operating millage which represents a 9.00% decrease in property taxes.”

Motion made by Commissioner Metcalf to adopt the millage ordinance; seconded by Commissioner Eckbert. Upon a roll call vote, Mayor Strong and Commissioners Bridges, Eckbert, Metcalf and Diebel voted yes. The motion carried unanimously with a 5-0 vote.

Mr. Hamil spoke about the Electric Fund request and explained they had a projected contingency of $703,192 and they wish to purchase GIS software and equipment that will help them access confined areas. He stated with the funding of these two items this would leave $565,968. Interim City Manager Randy Knight also discussed the storm water capital fund and the water and sewer fund for consideration.

Motion made by Commissioner Metcalf to adopt the budget ordinance inclusive of all these funds; seconded by Commissioner Diebel. Upon a roll call vote, Mayor Strong and Commissioners Metcalf and Diebel voted yes. Commissioner Bridges and Eckbert voted no. The motion carried with a 3-2 vote.

The meeting adjourned at 9:50 p.m.

ATTEST:

[Signature]
Mayor David C. Strong

[Signature]
City Clerk Cynthia Bonham
THE FOLLOWING TRANSCRIPT IS INCORPORATED AS A REFERENCE TO THE MINUTES.

AGENDA ITEM: CITY ATTORNEY’S REPORT, ITEM ‘A’.
CITY OF WINTER PARK
REGULAR MEETING OF THE CITY COMMISSION
September 24, 2007

EXCERT OF PROCEEDINGS

Transcribed from Audio

By

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MEMBERS PRESENT:
1. Mayor David Strong
2. Commissioner Margie Bridges
3. Commissioner Karen Diebel
4. Commissioner Douglas Metcalf

ALSO PRESENT:
5. City Attorney Trippe Cheek
6. City Manager James Williams (though City Attorney's Report)
7. Assistant/Interim City Manager Randy Knight
8. City Clerk Cynthia Bonham

Mrs. Currie and others a list of all of the benefits that the manager receives again as of this time because that was necessary in making the calculation. And Mrs. Currie and I discussed these things repeatedly in an effort to get an accurate list of all the benefits that the manager receives.

With that said, I then reviewed these contract documents very carefully. I can't say I interpreted them because I'm not sure that was necessary. I applied the language to the facts. I also had another partner in my practice group do it independently. We came up with the exact same rationale and the exact same calculations without any intrafirm persuasion. I am very comfortable that if Mr. Williams' contract were terminated at this time for a reason other than one of the causes listed, his severance compensation would be very close to $604,617. It would not be my plan unless one or more of you wish to go into great detail at this time on this. I am prepared to do that in excruciating detail if anybody wants me to. I will only say that I considered part of my assignment to review the rationale used by the city manager in calculating his calculations. Those calculations come to over $4,400,000. I will simply say that it is my confirmed legal opinion that those are the result of a series of miscalculations, not so much.
miscalculations but misapplications of the language of the
agreement. There could be some minor differences of
opinion as to exactly what constitute the term "benefit
package" as used in the agreement, but I am very confident
that the rationale that we used in applying the agreement
is correct and the differences in exact benefits, if any,
and the differences in amounts, if any, don't make all
that much difference.

Now, that's my opinion. It is in writing. It is in
great detail. It attaches my calculations as of now. It
also attaches what we believe the same calculation would
have been this time last year and there's a substantial
difference. If this exercise had been done last year, it
would have been $539,167. I was asked to do that
calculation and that is as opposed to 617,000. So it's
probably germane to observe that each year there is a
difference and the difference is an escalation.

Now, my opinion is in your hands. Everything is
covered. As I say, if anybody wants me to go into
significant detail, I'm happy to do it. Do you want that?

MAYOR STRONG: Let's see if there are any questions.
Does anybody have any questions for Mr. Fawsett?

COMMISSIONER METCALF: I do have a question. Thank
you, Mr. Fawsett. That was an excellent report and the
point that you just addressed last year versus this year.

If this had occurred one year ago, the amount we'd be
talking about according to the number you gave us is about
$65,500 less than it is this year, right? Is that an
arithmetic thing so that the year before it would have
been 65,000 less and the year before it would have been
65,000 less? Or is this geometric and next year it will
be seventy-five and the next year it will be a hundred or
something like that?

MR. FAWSETT: It's more on the arithmetic side,
Commissioner. I didn't make any subtraction. Your math
is probably correct, but had this exercise been done in
2003 it would have been a lot less. I don't know what it
would have been. I couldn't calculate it for 2008 because
we don't know what the figures will be, but I think it's
safe to say that there would be an increase in the
neighborhood of the current one each year going into the
future. And of course at the time of retirement, whenever
that maybe, the thing would become moot because there
would be a retirement rather than an involuntary
termination. But until that time, yes, mathematically
there would be annual increases in this figure.

COMMISSIONER METCALF: On the order of fifty-five,
sixty-six thousand dollars.

MR. FAWSETT: Sure. Because there -- I mean,
convinced that we applied the -- actually there's two
formulas. There's a formula in section 4A and there's a
formula in section 4B, and you add them together to reach
the total of the 6046. And the formula doesn't change.
The numbers change each year and, as everyone knows,
salaries and benefits usually increase.

MAYOR STRONG: Do you have a question for
Mr. Fawsett? Just for my benefit, maybe this is for
Ms. Currie. Do we have a mandatory retirement agent in
the contract?

MS. CURRIE: No.

MAYOR STRONG: And that's true of the city manager?
Under the city manager's contract there's no mandatory
retirement?

MR. FAWSETT: I don't believe there is.

MAYOR STRONG: Okay.

COMMISSIONER METCALF: Mr. Fawsett, as our labor
attorney, what would be the rules under which we would
reconsider the contract as it's written? How would you
change this contract? I'm not asking you what words you
would put in to change it, but if you wanted to change it,
when would be the process you'd have to go through to get
that done?

MR. FAWSETT: Mutual agreement in writing. If I
understand you to mean renegotiating the agreement, it
will only be done by mutual agreement of the two parties
in writing.

COMMISSIONER METCALF: So an agreement that provides
for an increase in the severance package of 70,000 a year
in addition to the two hundred and forty that is the
yearly compensation and that, like your other number, goes
up every year. It is an agreement that's in place that
renews each year that you don't have the opportunity to
say this is not what we signed up for in 2002, but it just
goes on forever increasing at sixty-five to seven thousand
a year until Mr. Williams makes the decision to leave.

MR. FAWSETT: Mr. Metcalfe, I have given
consideration to all known grounds for voiding contracts
such as mistake or duress or undue influence or anything
like that including also public policy. This is a public
contract involves public funding, and it's somewhat of an
unusual type of agreement, unusual compared to most
severance pay agreements and employment agreement. But,
to my knowledge, there is no way to simply say we didn't
mean this, it's too much, and therefore we're not going to
do it. I should add, of course, in the event of
litigation over this agreement, there would be the clear
potential of the prevailing party recovering attorney's
fees.

To your earlier question though about retirement,
there is a certain thing here that depends on which side
you espouse is relevant, and that is in 4A of the agreement it does say that the severance pay shall be reduced so that no severance pay shall be calculated on or paid for any months behind employee's normal retirement age under the Social Security system. So, as I found out, that age changes every year. It used to be 65; now it's 65 plus something, but whatever -- when the manager reaches that age, which could be 66 or 67 by that time, that will be the end of the escalations, but we know that the manager is well under that age. So for the foreseeable future this will increase, and it will be frozen as of his normal retirement age. And then if he's not terminated per this agreement and does retire, it seems to me that this entire severance pay package would become nonexistent.

COMMISSIONER ECKBERT: Mr. Mayor, I have a question. If I understand the formula correctly, you take the aggregate annual compensation, divide by 12, and multiply by the nearest ten thousand of compensation.

MR. FAWSETT: You take the aggregate, you take the salary --

COMMISSIONER ECKBERT: Divide by 12. Divide by 12 to --

MR. FAWSETT: -- you take the salary, and what's called the benefits package, add those together, and that's the aggregate compensation. You divide that number by 12, you get a monthly figure, then you go back to the same number to get the multiplier, and you multiply the monthly figure times the multiplier. That is the amount due under 4A, and I've shown you on my chart what that was.

COMMISSIONER ECKBERT: Right. And I guess to Commissioner Metcalfe's point, right now his aggregate annual compensation -- I think it's two-thirty-five, something like that, which rounds up to the nearest ten thousandth --

MR. FAWSETT: The base salary is one seventy-four one twenty-seven. Based on all the benefits that Mrs. Currie gave me, the total aggregate compensation is the 235,587. Divide that by 12 and you get the monthly figure. Then you go back to the two-thirty-five for the multiplier by dividing 10,000 into that. You get 24, and so your 4A figure is a multiplier of 24 times the monthly figure to reach the 471 figure. Then you have to move on to 4B which is a completely separate -- it's a very important part of this contract to understand that that is totally separate in addition to calculation. Then you take the earned and accrued sick leave vacation and one floating holiday and that comes up to the rest.

I might add that, apparently, the manager and I differ on whether compensatory time is even part of this. One of the unfortunate parts of this contract is that compensatory time is mentioned as part of the 4B calculation. But compensatory time, in my opinion, doesn't exist for exempt employees, and that's borne out by the fact that the manager's duties are very carefully spelled out in the provisional agreement to include any and all -- he must devote his entire productive time and ability in the charter. That includes commission meetings. As well known, the commission meetings go on way beyond regular hours so that's why compensatory time is not in the 4B calculation.

COMMISSIONER ECKBERT: So I understand the formula, you take a number, you divide it by 12, then you multiply it by 24 or higher depending upon if the two-thirty-five were to go up.

MR. FAWSETT: Whatever that number is, divide by ten thousand. That's the multiplier.

COMMISSIONER ECKBERT: To your question, whatever number you take, you divide by 12 and multiply by 24 or more. The 12 doesn't change. The 24 can only go up. So for every dollar that the aggregate annual compensation increases, you're increasing the payout by a factor of two, at least two, by definition, the factor of the formula. So if you increase the aggregate of the compensation by $5,000, you increase the termination by ten. So for every dollar that increases, it's at least the two, if not more, in severance payoff.

MAYOR STRONG: Any other questions for Mr. Fawsett? One question. You invited us to share this with the commission. Have you shared this with Mr. Williams and/or his attorney?

MR. FAWSETT: I'm sorry?

MAYOR STRONG: Have you shared your conclusions with Mr. Williams and/or --

MR. FAWSETT: Absolutely. Everything -- when the opinion was delivered to the five of you, copies were delivered to Mr. Marks, the attorney for Mr. Williams, and a copy was sent to Ms. Currie and also to the city attorney, Mr. Cheek. I have not had discussions after the delivery of that which was on Thursday of last week. There has been no dialogue between myself and either gentleman on any matter of substance. I talked with Tripp about some scheduling matter, but this is my opinion alone. But yes, it's been shared with them.

MAYOR STRONG: Okay. They have not given you an opinion whether they agree with your calculation; is that fair?

MR. FAWSETT: Only to this extent, sir, when I talked with Mr. Marks a couple of days before I completed...
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| 1. my opinion. I solicited his views because I like to be right, and he called me back and said he didn't really have an exact figure but the 4.4 million was pretty close. And so that's where we are at this point. MAYOR STRONG: It would probably be fair to say that he didn't agree with the figures based on your conversation. MR. FAWSITT: I think that would be an accurate statement, sir. MAYOR STRONG: Okay. Any other question for Mr. Fawsett? COMMISSIONER DIEBEL: I had a policy question. In the midst of your research, what is our sick leave and unearned vacation policy? It was somewhat surprising to me there would be 200-plus days of unearned sick -- I would assume that that would be -- or he'll use it appropriately and if not, did you find out an absolute on our policy on this? MR. FAWSITT: Sure. As to sick leave, Commissioner, employees -- there's a very clear provision in the policy manual saying that 40-hour employees such as Mr. Williams can only accrue a maximum of 1,000 hours of sick leave. And the manager's contract says that in 4B if he gets terminated, he receives whatever his earned accrued sick leave is which here is a thousand hours times his hourly rate which is $83.71. That's part of the 4B calculation. Other employees do not get that. Any employee other than the city manager who resigns or is terminated for any reason forfeits all otherwise earned, unearned sick leave. As for vacation, the rules are different. Mr. Williams has 586 hours of accrued vacation. He gets that again times his hourly rate of 83.71. Other employees would get that or something similar. COMMISSIONER DIEBEL: So we have no policy on which at the end of a fiscal period if you have not been sick and used your sick time appropriately and so forth; it just rolls over into the next year? We have no policy that exists to be able to limit the liability here -- MR. FAWSITT: As I understand -- I'm sorry. COMMISSIONER DIEBEL: I'm just clarifying. We have no policy that currently exists in our human resources that limits that liability to the city in general? It's an ever accruing one? MR. FAWSITT: Limits it to a thousand hours. Once that person -- COMMISSIONER DIEBEL: But in a fiscal year it is not limited. It hits a thousand hours and then it's limited? MR. FAWSITT: You don't lose anything at the end of the fiscal year. If you have a thousand hours, once you've been with the city long enough, it's 6.7 hours a month. And once you've been with the city long enough and haven't used sick leave, if you accumulate a thousand and you keep it as long as you're an employee but you don't get paid it when you terminate or resign, this contract provides otherwise. COMMISSIONER DIEBEL: Thank you. MAYOR STRONG: Any other questions? Thank you, Mr. Fawsett. MR. FAWSITT: You're welcome. MAYOR STRONG: Stand by if you don't mind. Okay. Is it the intent of any members of the commission to pursue action on this item tonight? We have a lot of people up here interested. Do we want to set this question for an agenda, a future agenda, or do we want to -- it says discussion so we can just discuss it if that's the pleasure of the commission. COMMISSIONER ECKBERT: No -- when I asked it to be put on the agenda, the intent was to receive the report from Mr. Fawsett and to proceed to consider it. COMMISSIONER METCALF: I think we talked about that last night. MAYOR STRONG: I think we did too. And I think you were wanting to pursue this. Would you like to make a motion? COMMISSIONER ECKBERT: Sure. You know, I think perhaps, Mr. Mayor, if it would be appropriate, I have collected some thoughts that I'd be pleased to share at the outset. It might be appropriate at this time. MAYOR STRONG: Okay. COMMISSIONER ECKBERT: Mr. Mayor, Commissioners, as I've collected my thoughts, I found it was helpful just to somewhat remind myself of the context and the thought process that I went through in making this determination. So I went ahead and took the time to lay some of these out. This is an earlier version of my presentation so if I've missed something, I may come back to it in another slide. The first is that we do operate under a city manager form of government. And from Article 2, Section 201, there is hereby created a city commission which consists of five members, one of whom shall have the title of mayor. The other four shall be known and designated as commissioners. One of them should be elected vice mayor as set forth in Section 206. And in Article 2 it goes on to say that the commission shall meet regularly, at least once every month. It goes on to say that in this city manager form of government, Section 205, that the compensation for the commission is that the annual salary for the city commissioner shall be $2,400 bucks and the annual salary of |}
the city mayor shall be $3,000. So collectively on an 
annual basis that's 12,600 of compensation for the entire 
collective service that you receive from the commission on 
an annual basis.
Section 206 says the mayor shall preside at the 
meetings and shall -- it gives some more of the explicit 
duties that he should be responsible for including the 
appointment of board members but shall have no other 
administrative duties except as required to carry out the 
responsibilities herein. It just goes on to say some 
prohibitions about what the city commissioners don't do, 
and in Section 210 it says individual commissioners don't 
hire and fire department heads or staff employees. It 
goes on to say, quote, no member of the city commission 
shall give orders to any officer or employee of the 
company further illuminating the role of the city 
commission in distinguishing it from the city manager.
Further, it goes on to Section 401 to say there 
shall be a city manager who shall be the administrative 
head of the city. The city manager is to be responsible 
to the city commission for the administration of all city 
affairs placed in his charge by or under his charter or by 
the direction of the city commission.
Further, in Section 402, that that city manager 
shall be appointed by a majority vote of all the 
commission members. And, finally, 404, the compensation 
should be prescribed by the commission. It goes on to say 
in that same section that those powers and duties of the 
city manager include seeing that all laws and ordinances 
are enforced to appoint, remove department heads and all 
others, direct and supervise the administration of all the 
departments, officers, and agencies, and prepare and 
recommend annual budget and capital programs and 
responsible for the administration of the budget and the 
capital program.
Finally, the city commission -- just kind of from a 
conclusionary perspective, the city commission sets the 
policy as a body and went on to say that we would actually 
meet twice a month other than once a month. And just some 
brief sketches of hours, let's say that each commission 
meeting takes five hours, and let's just say that it took 
five hours to prepare at least for each meeting. That's 
240 hours a year per person or $1,200 collectively, the 
individual commissioners including the mayor not to 
implement or to direct execution of policy or preparing 
for the policy consideration but, fundamentally, the city 
manager runs the city.
Initially -- I received a number of e-mails, like 
I'm sure many of you all have, expressing the positive 
attributes of Mr. Williams, and I concur with the vast 
majority of those comments that there are many positive 
attributes that Mr. Williams has. And some of the 
examples are the ones that I personally agree with that he 
is efficient, helpful, and gracious, that he has served 
our city well, and he has helped to maintain our high 
level of services. There has been a low turnover of 
personnel, that he has retained many valuable employees 
and that he's a fine man, and I agree with all of those 
comments. I would go on to say, in addition, that I would 
add the following positive attributes of Mr. Williams that 
he is patient, calm and respective and responsive to 
requests. They are all positive attributes that I would 
attribute to Mr. Williams.
So what's the problem and why have I raised this 
issue? First, let me say that this is a position that I 
have taken consistently for the better part of my tenure 
as a commissioner and certainly publicly making that known 
for the last several commission evaluation reviews for 
Mr. Williams. Primarily -- and I raise these issues to 
put a fine point on what I'm trying to accomplish at this 
editor is that what's missing from the city management 
position today is making decisions and preparing to make 
decisions as far as specifically with regard to process 
management and specifically to conflict resolution and 
leadership for conflict resolution and additionally for 
the proactive engagement in the city affairs.
Let me give you a specific process that I have in 
mind, and that is to anticipate the challenges the city 
facing, to marshall the district professional expertise 
that's present within our staff, to establish foundation 
of facts for policy formation, to identify and evaluate 
alternatives and make recommendations. 
This next point, the synthesis of professional 
expertise from multiple sources is, I think, a 
particularly important one because all of the width and 
breadth of the city expertise that we have in our staff 
clearly comes together only at Jim Williams' position and 
at the city commission level where all the different 
boards and constituencies that we have representative 
within our city come to bear upon that one place which is 
the commission and Mr. Williams. And, finally, 
communication with commissions and the public.
I apologize. I'm going to have to find where my 
missing slides are at this point, Mr. Mayor. If you could 
give me just a few moments. If there's anyone else who 
might like to make some comments, it will probably take me 
three or four minutes to find the remaining pieces of my 
slides.
I apologize for that technical problem. I just want 
to provide a couple of quick examples of this type of
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1 proactive type of decision making I thought will be
2 helpful to illuminate my point. This is a graph of the
3 city of Winter Park millage rate from 1995 through 2005.
4 You can see that it was flat for an extended period of
5 time followed by a period of dramatic increases. This is
6 a graph of compensation as a percentage of the general
7 fund, and you can see that beginning in 1999 after five
8 years of basically moving sideways, a very substantial
9 increase in compensation as a percentage of the general
10 fund began in 1999. Unfortunately, the slide that I had
11 for you overlays these two slides on top of each other,
12 but you can see the pressure that this dramatic increase
13 in payroll brings and it's kind of tough to see.
14 This is 95 percent of the general fund. In 2002
15 compensation represented nearly 95 percent of our general
16 fund, and you can see that that was the subsequent year
17 when the tax increases started. And when you look at this
18 graph with these increases beginning in 1999 of this
19 dramatic type of increase, you can know that these data
20 points carrying across are unsustainable and that the type
21 of proactive engagement with this issue would have been to
22 do one of two things: to address the efficiency with
23 which we were operating or to begin to prepare a much more
24 level-loaded increase than this dramatic reactive increase
25 was for the millage rate.

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1 So that's one example of bringing proactively an
2 issue to bear upon the commission and for the commission's
3 consideration that one would expect to see from a city
4 management perspective.
5 I had two other examples which, given a few minutes'
6 time to get access to my computer, I hope I can bring to
7 bear on this. But in the interim I will go back to my...
8 Finally, the appropriateness of or consideration of
9 this. Under Article 4 of the charter, quote, the
10 commission may remove the city manager by a majority vote
11 of all the commission members. Just for reference's sake, the
12 ICMA, International City Managers Association,
13 averages the tenure of a city manager somewhere in the
14 four- to five-year range which is one of the reasons why
15 there is compensation considered for severance within a
16 city manager's contract typically. And specifically for
17 Mr. Williams' contract, Section 2A, nothing in this
18 agreement shall prevent, limit, or otherwise interfere
19 with the right of the city commission to terminate the
20 services of the employee at any time. The nature of the
21 contract is that it's an in-perpetuity contract so there
22 is no regular consideration of the duration of the
23 contract. It is specifically an at-will contract at the
24 determination of the city commission.
25 So just to put things in brief context, the

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1 severance for the contract as I read it, says there's a
2 base of 174,000 with aggregate annual compensation minus
3 the summary from Mr. Fawsett's presentation which is
4 235,587. That includes the significant retirement account
5 contribution for which he is the only employee, apart from
6 the civil service, to receive. The original contract,
7 once again to put this in context, signed June 30, 1994,
8 Section 4A1 says the lump sum cash payment equal to six
9 months base salary or $87,000 would have been payment at
10 the time. The International City Managers Association
11 does recommend six months severance for a new city manager
12 building to 12 months plus sick leave and vacation. So
13 according to the ICMA, even though it's a generous ICMA
14 calculation, it should be somewhere in the $307,000 range
15 roughly half due per the second amendment.
16 Also just to put it into context, from a peer
17 comparison, I pulled the contracts for the following city
18 managers. Daytona provides six months severance. Ocoee
19 provides three months severance. I believe it's six
20 months over three years. Casselberry provides six months
21 salary plus sick leave and vacation. Oviedo provides six
22 months salary plus sick leave and vacation. Maitland, six
23 months declining to three months, kind of a reverse
24 approach to it, with no sick leave or vacation. Altamonte
25 Springs gives 30 days building to three months, and

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1 Longwood gives six months base salary paid out over time.
2 The amendment that was signed has language. It says
3 it's the greater of 12 months aggregate comp. or one
4 month's aggregate compensation for each ten thousand
5 aggregate compensation rounded to the nearest
6 ten-thousandth. And then it goes on to give an example of
7 162 divided by 12 multiplied by 16 which equals 216,000.
8 This amendment was prepared by city counsel and
9 Mr. Williams. Mr. Williams reportedly did not have
10 counsel representing him. The contract was not reviewed
11 by the city's employment attorney or a staff at the time
12 resulting in, I believe, certainly some challenges to the
13 way that the formula was being calculated and somewhat to
14 the issues that we're facing now. But regardless of the
15 flaws, the contract is where it is.
16 So once again calculation -- this is just a summary
17 of Mr. Fawsett's calculations getting to the $604,000
18 severance calculation and then a brief review of
19 Mr. Williams' interpretation of it. And it's
20 interestingly enough that Mr. Williams' calculation would
21 be 25 times Mr. Williams' base compensation, 20 times the
22 example given in the amendment, and 18 times the annual
23 aggregate compensation.
24 So, finally, and I do apologize for missing my two
25 other examples, which I'd like to come back and share with

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you as soon as I can access them, but I believe it's consistent with the charter in Mr. Williams' contract for the city commission to consider termination. The severance of the termination is roughly $604,000. The opportunity cost of failing to secure the appropriate leadership skills for our city management will be felt throughout the city and far exceeds the amount above. Winter Park cannot afford to continue without new leadership and should therefore terminate Mr. Williams' contract as city manager. And I'd be pleased to make that as a motion for consideration, Mr. Mayor.

MAYOR STRONG: Is there a second?

COMMISSIONER METCALF: Second.

MAYOR STRONG: Okay. I think this is a matter of great interest to the city. I'm going to make public comment available for anyone who would like to make it, but before we do that, Mr. Williams, would you like to comment, you and/or your attorney?

MR. WILLIAMS: No, sir.

MAYOR STRONG: Okay. I will open it up for public comment. Please come forward and state your name and try to limit yourself to four minutes. I know that's hard for mayors to do.

(Comments from the public were taken, and the proceedings continued as follows.)

MAYOR STRONG: Okay. A last chance. Anyone else like to speak?

CITY CLERK: Mr. Mayor, I would just like to remind you about the 50 e-mails that came in to our office in support of or Mr. Williams that each of you have a packet in front of you.

MAYOR STRONG: Okay. That's in the record?

CITY CLERK: Yes.

MAYOR STRONG: Okay. We'll close the public hearing. Okay. We have a motion and a second.

Commissioner Eckbert, anything further you'd like to add?

COMMISSIONER ECKBERT: I'd be happy to hear from the rest of the folks.

MAYOR STRONG: Okay. Commissioner Metcalf, you're a second. Anything you'd like to say?

COMMISSIONER METCALF: When this subject came up last week or last commission meeting, for the people that were in the audience I said at that time that I regret the Sunshine Law when it's applied to some issues, and personnel issues being among them. I can't believe that the framers of the Sunshine Law decided that it was a great idea to splay and fillet and present the good capabilities and the bad of people who are -- when you're dealing with personnel issues, I just don't believe that that's what it was all about, but this is where we find

ourselves.

Now, personally, I like Jim and I mean that. I believe he's an honorable man. I've been a little disappointed in the public grandstanding of this past week regarding the television and all the other stuff. I think he knows that his contract is not a $4 million contract and the amount that you know, I mean, that amount, if it were true, would be an amount that is far higher than any public official in the United States. Even the president doesn't get $4 million or the mayor of New York or L.A. or anywhere else. And so even to intimate that it's worth 4 million tells me, unfortunately, that he probably knew it was overly generous when it was written and that it could be abused if we ever had a desire to end our business relationship with Mr. Williams.

I also believe that we were misled by the city attorney in 2002 when we approved the current amendment, and I'm also sorry about that. I certainly know that, as a commission, we would not have agreed to any severance package that exceeded that of a CEO and a mid-sized corporation.

Now, I don't believe Jim is a good leader. I think he's an okay manager and I think he's a good administrator, but that's not the job that he's paid to do. And my chief problem, if I have one, is that with

Jim's leadership is he doesn't and therefore he doesn't and therefore we as a commission don't focus on the long term challenges that face our city. And those who are here every week understand that I continually talk about strategic planning, the long-term need to be thinking what's going to happen in the next five, ten, and 15 years. That is absolutely the things that I think are the most important in our city.

I've been on cityboards since 1984, five different city boards starting with the Lakes and Waterways Board. And I've known Jim for those same 23, 24 years for as long as I have dealt on any issues in the city because he was the city engineer assigned to the Lakes of Waterways Board at that time. And so I do believe that I know him and, as I've already said, I like him. This is not about Jim as an individual. This is about Jim as a professional. This is about the things that are difficult, the things that Jim doesn't do as well as he could.

Now, the commission, as Commissioner Eckbert showed, but I'm not sure it got explained as it might have, the commission is supposed to address policy issues and we're supposed to address the direction of the city. We are supposed to be a board of directors. We are not supposed to be the governors. We're not supposed to be the directors. We're a board of directors, but we are not the
people that go out and tell individual employees what they're supposed to do, nor are we really supposed to decide how to execute the plans that come up constantly, the needs that we often have and always have in this city to move it forward.

The execution of the plan is supposed to be the responsibility of the city manager. Now, for that purpose he has a team of directors, a few who have spoken tonight, but they're from all the major departments, streets and parks and recs and sewer and power and power utilities, trees. We heard code enforcement speak tonight and these managers do a great job. They really do. They do a great job in their day-to-day tasks and their job is the day-to-day. It's to focus on what the city is doing and where the city is going and how we get through each year, the budget and all the tasks that are assigned and that roll out of the budget process which we recently just completed and we're going to talk about tonight.

I think Jim does manage those directors, and that's fine. But his primary job, in my opinion, is to plan for the growth and the continued sustainment of our city. Now, he is supposed to set up a long-range plan and in my mind never take his eye off the long-range challenges that we as a city face. You all know because those of you who attend again regularly know that this region surrounding Atlanta, 30 years ago, was a beautiful little community, and somehow we've become inundated. We're going to be as big as L.A. We're going to be as big as a lot of the major cities that are around, and those of you who have grown up in wonderful cities and wonderful communities that have experienced the kind of growth Winter Park and Orlando are experiencing know the challenges that I'm talking about.

And soon Atlanta just became this wall-to-wall megalopolis. Most of the cities that were cute and sweet at that time in that location have lost their character and their charm. A lot of people in this town are afraid we're losing our character and charm and so am I. And I want you to understand and believe that my chief concern is how do we maintain and retain the charm that we have in this growth that we're all experiencing.

Now, we have discussed this for many, many, many, many years. I go back -- as I was putting some notes together and trying to pull up some history, I went back to some paperwork that I had from Preview Winter Park. That Seymour was a part of the exercise. Many of you might have participated in Preview Winter Park back in '94 and '95. It was basically a Winter Park 2000 and plus effort that we went through for most of the year. And the discussion at that point was what problems do we face in 2000 more than just what's our computer going to do. Is it going to work in 2001. It was we're going into a new millennium. We're starting to see huge growth, not as much growth as we have seen in the last five years. But we're starting to see good growth or huge growth, whether it's good -- I'm not thinking it is, but I can't do anything about that. So what do we do about that. And we wound up with 60 or 80 people in a forum directed more or less by the chamber of commerce and managed by Joe Swedish who was one of the former presidents of Winter Park High School.

And I pulled out this document, and I want to talk about the issues that were addressed back in this document here. It's dated May 26, 1995, so that's 12, almost 13 years ago. Annexation, gateways, zoning, code enforcement, public houses, pedestrian and bypass, utility undergrounding. We did not own the power company at that time, and it was a discussion that several of us thought we should because the reliability provided us at that time by Florida Power was so bad. Like private garage partnerships with Jacobson's since the Park Place, St. Margaret Mary, Rollins, so many issues that were brought up in 1995 that are still issues today. We haven't resolved them.

We've gone through 30, 40, maybe 45, 50 commissioners. I have no idea in those last 12 years. Many of them still haven't spoken tonight, and the same issues that were issues then are issues now and they weren't addressed. And part of the reason that they're not addressed is because the job of this commission isn't to resolve those kinds of things. The job of city management and this great team of leaders out here is to resolve those issues. The city commission can point them out, but with our turnover we're not here to see those things through.

What we have here, and I believe Jim was the city manager at this point in 1995, we're talking about issues brought up at that time that have never consistently been addressed. I can tell you for my seven years on the commission we've never had a long-range or strategic planning meeting unless I waved my hand and said, hey guys, it's time to do it. When I sat down in this chair in 2000 for the very first time and said when did we have our last long-range planning meeting, we hadn't had one in three years. That is unconscionable in a city that needs to move forward, that needs to retain its identity, that needs to retain the village feel, all the good things that
we have. We need to have a consistent approach to the
growth that takes place, and what we need with that
consistent approach is the first thing I mentioned:
anexion.
We've talked about annexation of the city 50 times,
and there's always controversy on the commission about
what we should do about it. But we've heard over the
years many times that the police can function better if
they can drive up and down roads without having to cut in
and out. The fire department can better serve areas when
they control the whole area. Other things that are
necessary that we ought to have done years ago, we should
have defined the box of Winter Park from I-4 to 436.
In here it's even interesting that we talk about the
Navy base. And we talk about the fact that Navy base
closure and development annexed to Corrine, and if we had
done that, if we had annexed to Corrine back in 1995, we
would have owned that area north of Corrine. And had we
done that, we would have had an argument with the Navy
about using that six-lane highway which is Corrine to get
over to 436 instead of continually having the problems
that we face, traffic, too much traffic in our community.
And that traffic is caused because we didn't block -- we
didn't get to and block 436, and we haven't done what we
needed to to get to I-4 and get the surrounding property.

Now, you can sit there and say that was the commission's
job but it's hard to do if you have a rotating commission.
It is one of those things that the city manager should
continually and consistently bring up, and we don't
consistently bring up long-range planning and the need for
it and the need to continually pursue that.
My concern -- you know, we are a city manager form
government, the mayor is the statutory office as John
showed, but it's one that only gives him the same power
and the same vote as each commissioner. I would tell you
regarding all of the information that you have said about,
well, you just approved him in May. When we approved him
in May -- and I was the commissioner who was not here --
when he was approved in May, that was less than four
meetings, probably three meetings after two new
commissioners had taken these seats. I do think that
going forward -- regardless of what happens, I think that
going forward, the decision about the discussion of the
manager's contract and his extension and his salary
increases and stuff probably ought to take place maybe
even at this meeting, the one where we've made the
decisions regarding the budget. But we haven't quite
started the new fiscal year, but we can get into at that
point. It will have given those commissions four or five
months to get their sea legs and opportunity to determine

whether Jim's performance lives up to the standards that
those commissioner, that all the commissioners would
desire.
Again, I think Jim is a good manager but not a great
leader, and I will vote to end his contract.
MAYOR STRONG: Commissioner Bridges?
COMMISSIONER BRIDGES: I don't even know where to
start here. I have listened to -- I have been like the
rest of you residents for the last -- up until since the
last two months, I have been a resident of Winter Park for
the last 50 years. And for about the last eight years I
have sat like you all have through commission meetings,
and I have listened every summer during the city manager's
annual review and budget review. I have listened since
2003 to Mr. Eckbert talk about how our city is run and how
the city manager is not doing the right job. He talks
about our city being run as a business, and on the surface
that seems logical.
So I started thinking about business, and I think
that when you have in your business analogy, Mr. Eckbert,
there are three groups of people who should be treated
properly for an organization to thrive and survive: the
employees, the shareholders, and the customers. And,
clearly, I believe we are not treating a very key employee
right, and other employees throughout our city will see
this lack of fair play on the part of our commission. And
we're not treating the shareholders, you, the citizens,
right if we refuse to listen to you tonight. In fact, our
citizens are customers, and I'm old enough to believe the
adage that the customer is always right. And I think if
you're going to run this city like a business, then I
think you have to -- and you're at the top, we are at the
top, this commission, and we respond to the shareholders
here. And I am frankly very concerned that as this board
of directors, if you will, that we are not cherishing, for
lack of a better word, our leader who has provided
stability and who has, in my opinion, stimulated
performance from the people that work for him and has
fostered creativity. And I believe that those are
qualities that we look for in our city manager.
It is a city manager form of government, and
everyone here including Mr. Metcalf says that he's a good
manager; he's not a good leader. I take issue with that.
I think he's doing the job that we repeatedly asked him to
do. And I do know, as Mr. Metcalf said, that I have been
a new city commissioner, but I'm not an inexperienced
citizen. And I have come and listened over and over again
to the criticisms of our manager, and I find them
unfounded.
I am very concerned with the fact that when I
started listening, Mr. Metcalf, you asking Mr. Fawsett
questions about the arithmetic increases in Mr. Williams'
contract, I didn't remember reading about questions like
that when the contract was brought forward. You and
Mr. Eckbert are the only two commissioners who were here
who approved that contract, and you made the motion,
Mr. Metcalf, to approve it. I think the responsibility
lies with us, the commission, and by extension all of us,
but it starts with you and Mr. Eckbert for approving this
contract that those questions should have been asked then.
I think the contract, the amendment that you approved is
generous to a fault, but I wasn't here to approve it. You
were. I think that Mr. Fawsett when he reviews this and
shows us that this contract is worth at least $600,000 and
there is a discrepancy between his valuation of it and
Mr. Williams' attorney's valuation of it, I think that
leads us down one direction. If I were Mr. Williams'
attorney, I'd seek to litigate this, and that will cause
us even more trouble and I think it's inappropriate.
I think when Commissioner Diebel and I got on this
commission as new commissioners and making every effort I
must say -- I made every effort -- to work with the rest
of the commission and find a cohesive way for us to build
consensus, we agreed that what we would do is work closely
with Mr. Williams and cure whatever defects you find in
the question?

COMMISSIONER BRIDGES: Just with a yes or a no. Did
you meet with the department heads? I asked you did you
meet with the department heads. I may have asked --

COMMISSIONER ECKBERT: I've been on this commission
for almost eight years. I've met extensively with the
department heads --

COMMISSIONER BRIDGES: I just want a yes or a no,
please. Did you meet with the department heads?

COMMISSIONER ECKBERT: I've answered the question --

COMMISSIONER BRIDGES: After the mayor suggested
that we do so, did you meet with the department heads?

COMMISSIONER ECKBERT: The mayor never suggested
that I meet with the department heads.

COMMISSIONER BRIDGES: Yes, he did. He asked all of
us to --

COMMISSIONER ECKBERT: No. The mayor asked
permission from the commission to meet with the department
heads which I thought was interesting but, of course, I
think that's perfectly fine for him to. And it's clearly
as the charter states, it's not really our purview to
directly disintermediate the city manager between us and
the department heads. But I didn't view it as a bad thing
or something that I would object to.

COMMISSIONER BRIDGES: All right. Mr. Eckbert, I
went to find out if, in fact, our city manager is doing
the things that you as a commissioner and all of us
collectively asked him to do. I wasn't putting any of
them on the spot. I think that the type of communication
that we're talking about is appropriate. And so I just
find that the city manager is doing what you asked him
specifically through a directive to do and that when all
of us were at the meeting where we reviewed his
performance, we all said that we would work together with
Mr. Williams, and I don't see that happening. And I
frankly fault you for that. I fault you in the sense that
I believe that your raising this question after we had had
his performance review is so uncivil and so inappropriate
and offensive. To me as a taxpayer and a resident in
Winter Park, I'm actually speechless. And for all these
people to sit out here and say that this is a good man who
responds to the citizens who handles the issues and the
problems of growth, the emergencies, whatever the issues
are that come up before us as a city, he has been at the
forefront of every one of those things. For you to
continually disagree with that, I find it hard to believe
that all these people are wrong and you're the only one
who's right.

(Public applause.)

Please, please. I'm very concerned because --
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COMMISSIONER ECKBERT: Commissioner, I --
COMMISSIONER BRIDGES: -- when I ran -- just a
minute. When I ran for city office, this was a huge leap
for me because I'm much more comfortable sitting over
there where you all are. But I ran to give the citizens
that I know in this city a voice, and this is my voice.
And I wanted -- I have been on other city boards where I
have been able to bring people with different opinions
together. And I have been successful at that, and I told
the citizens that when I ran I will do that. And I am
continually affected by being able to do that,
Mr. Eckbert, with you and I frankly -- I'm hard pressed to
find out why.
I agree with Commissioner Metcalf when he talked
about strategic planning. We have not done that, but
that's not Mr. Williams' fault. We aren't doing anything,
and I think the responsibility of all of this falls on the
commission. And you all are the customers and the
stockholders of our corporation, and I suggest you all
think about what we're doing right now because I believe
that this is inappropriate. That's my view about it. I'm
done. Thank you. You're just staring at me. I was
assuming you were going to say something. I'm done.
MAYOR STRONG: Commissioner Eckbert, did you want to
say anything at this point?

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COMMISSIONER ECKBERT: You know, I've agreed and
disagreed with many people on the commission before, and I
have always believed I spoke from the heart just like
you've just done. I've always believed that they spoke
for what they believe is right for Winter Park. I am
disappointed that someone from the commission would choose
to personally attack me. I think that's unprofessional
and, in fact, I would also say that it violates our own
city's rules and ordinances and particularly Rule 7 of the
quorum which says that any person making personal and
pertinent and slanderous remarks would be removed from the
building so, you know, I --
COMMISSIONER BRIDGES: Mr. Eckbert, don't give me
lessons on civility, please.
COMMISSIONER ECKBERT: Commissioner, like I said,
it's disappointing that we can't disagree about policy and
respect each other. You know -- but I've actually come to
expect that from some of the dialogue that's been in the
community. And I think it's very destructive to the
fabric of our community, and I think obviously this is
just another example of that. You know, I take no
pleasure in this conversation. It's not a conclusion that
I like. When I decided to pursue this conversation again,
I could have brought it up under new business and
attempted to build a consensus in a surprise fashion, I

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thought that was not the honorable or appropriate way to
do it. I went to Mr. Williams and spoke personally with
him which was a very difficult conversation, not one that
anyone would relish. I thought that was the appropriate
inght to do, and I laid all this out to him.
Many years ago when I came to this conclusion, I
approached Jim with an alternative that I believed would
create an opportunity for him to retire here in the city
and to work to the conclusion of the rightness and
boldness of his desires in some other position other than
city manager, and that was his very specific desire not to
pursue those conversations.
To Commissioner Metcalf's point, I have no relish
for this forum, this environment, but to dispatch my
responsibility as a commissioner once I've reached the
conclusion that there is a better way for the city to be
managed and it's not compatible with Mr. Williams' skill
set. It's my responsibility to intervene as an advocate
for what I believe is best for Winter Park to pursue that.
And, like I said, it's disappointing and troubling to me
that there would be personal attacks associated with this
and aspersions cast as to ulterior motives. But, like I
said, that has become part of what happens in Winter Park
and that's I believe to our detriment.

COMMISSIONER BRIDGES: I believe it's to our

detriment but, Mr. Eckbert, I do not understand why once
you have stated your concerns, addressed them both with
the commission and with Mr. Williams and you were
overruled by a majority why it is you feel compelled to
keep bringing this forward. And now we're looking at a
lawsuit because I doubt very seriously that -- well, I
know we don't have $600,000 in our budget, and the
citizens don't want us to fire the man.
MAYOR STRONG: Okay. Commissioner Diebel.
COMMISSIONER DIEBEL: After my appointment election
and confirmation to the city commission, this was one of
the very first issues that was brought to me by several
citizens along the way after the fact and so forth. And
back at the time it was first presented on the agenda I
agreed and advocated to watch and work with Jim Williams
through some very critical issues, very
financially-impact issues with our comprehensive plan,
with our commuter rail, with the settlement that resulted
from the Carlisle situation. And we have now been six
months later where we've had some very financially risky
things that preceded my position here at the commission
that have been very difficult to resolve. And this city
and our citizens, our collective citizens of every body
has been operating in the absence of a growth management
plan at all. And it's very evident by the people who

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<td>spoke tonight in several different comments about how</td>
<td>I, like Mrs. Bridges, met with every staff</td>
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<td>difficult that’s been to have a surety. And I do believe</td>
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<td>that part of the leadership in establishing a growth and</td>
<td>meet with -- and it was certainly not a directive or</td>
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<td>management strategy under the pressures that Winter Park</td>
<td>anything like that, but I chose to meet with every staff</td>
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<td>continually endures is the responsibility of our city</td>
<td>department head. And I was astounded mostly by the</td>
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<td>leader.</td>
<td>consistency of response of what I got from all the</td>
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<td>It’s been six months now and very critical and</td>
<td>department heads. And certainly every bit of our</td>
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<td>financially-impacting decisions, and I believe that we</td>
<td>conversation will remain confidential, but here are the</td>
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<td>need a very solid growth management plan that addresses</td>
<td>words I kept hearing over and over again. Team work.</td>
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<td>all of the needs of the citizens and not just land use but</td>
<td>Family. Fairness. This is a kind of environment that I</td>
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<td>traffic and uses and services and very much so the budget.</td>
<td>try to create and everybody tries to create in their</td>
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<td>I’m greatly distressed that we have a final situation that</td>
<td>business and we’ve got it. We have got it, and we’ve got</td>
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<td>has an escalating part of this and was clearly unintended,</td>
<td>it with department heads who have been there as little as</td>
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<td>I’m sure, by everybody.</td>
<td>two years, and we’ve got it with a number of people who</td>
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<td>I would look forward to future leadership</td>
<td>have been department heads for 30 years or more, many of</td>
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<td>instituting a plan as such, and while I support the work</td>
<td>them. They wouldn’t be -- I don’t think they’d be here</td>
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<td>that Mr. Williams has done for our city I do believe we</td>
<td>without Mr. Williams. I really don’t. And I think we’re</td>
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<td>have room to have a leader that has the ability to</td>
<td>very, very fortunate to have them. I’m concerned that</td>
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<td>implement those things for the good of all of our city and</td>
<td>some of them may leave if Mr. Williams leaves. And</td>
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<td>the goals that we intend to reach. And I do believe I’ve</td>
<td>regardless of whether they choose to stay or not, I don’t</td>
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<td>sat very patiently through countless hours in decision</td>
<td>think that we could find a better leader to foster the</td>
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<td>making where I’ve asked for good guidance, and I’ve asked</td>
<td>team work, the family atmosphere that makes our city work,</td>
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<td>for good matrix. And I’ve asked for good</td>
<td>makes our city run well.</td>
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<td>financially-backed decision making, and I would look</td>
<td>The other question I have for our senior staff which</td>
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<td>forward to improvement in that area going forward.</td>
<td>I think Commissioner Bridges alluded to is what happens</td>
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<td>I don’t support the retention of Mr. Williams for a</td>
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<td>very, very consolidated -- in fact, this city and our</td>
<td>when Mr. Williams meets with you. Does he take the</td>
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<td>citizens need a very solid growth management plan. It’s</td>
<td>directive of the commission seriously? Does he ignore? I</td>
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<td>been expressed by every city commissioner and every</td>
<td>know personally because I’ve seen Mr. Williams in action</td>
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<td>citizen that I’ve heard stand up and speak on every issue.</td>
<td>when somebody on the street tells him about their garbage</td>
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<td>I look forward to improvement with a future leader.</td>
<td>can or something, he writes it down in his book and it’s</td>
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<td>Thank you.</td>
<td>fixed the next day. But in terms of our staff,</td>
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<td>MAYOR STRONG: I’m going to talk a little about --</td>
<td>Mr. Williams, according to all of the department heads,</td>
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<td>I’ve had the opportunity to work with Mr. Williams for a</td>
<td>his number one priority, number one, is to respond to the</td>
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<td>year and a half now. I really didn’t know him before that</td>
<td>directives of the commission. Without exception, they</td>
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<td>time, and I want to talk about some of my feelings about</td>
<td>have staff meetings every week, and his direction is to</td>
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<td>him.</td>
<td>address what the commission wants to do. I think there</td>
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<td>Mr. Eckbert alluded to it last week, and Mr. Metcalf</td>
<td>have been times when the commission's directives have been</td>
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<td>also stated today about what a wonderful staff we have in</td>
<td>confusing, but his number one goal, according to all his</td>
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<td>our department heads and I couldn’t agree more. And I</td>
<td>staff members, senior staff, is to carry out the</td>
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<td>will say that if Mr. Williams had done nothing else but</td>
<td>directives of the commission. I think that -- well, I'll</td>
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<td>hire that staff and manage to retain them, he would have</td>
<td>come back to that.</td>
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<td>done a great job, nothing else we have to do. And I think</td>
<td>But in fairness I want to state a criticism of</td>
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<td>both of you would agree with me we have a good staff.</td>
<td>Mr. Williams that I heard consistently. The criticism is</td>
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<td>That is leadership. That's where leadership comes from is</td>
<td>that Mr. Williams, although he knows everything that's</td>
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<td>getting the best people to do the best job that they can</td>
<td>going on pretty much and he has pretty strong feelings</td>
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<td>possibly do. And if he has done nothing else, he's done a</td>
<td>about some things, he does not voice them in public. He</td>
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<td>fantastic job of establishing a staff that has the</td>
<td>is there to answer questions. He defers repeatedly</td>
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<td>confidence of the city and the city's interest at heart</td>
<td>through his department heads who have intimate knowledge</td>
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<td>constantly.</td>
<td>of some of the issues that are raised, and that is a part</td>
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run really well. The criticism that he does not have an
assertive style, some people may perceive that as a
weakness. I perceive that as someone that subjuggates his
personal aggrandizement to better his department heads,
and that's an asset. That's not a weakness by any means.

Last week, Commissioner Eckbert, you raised the
issue of the fact that Mr. Williams did not respond to
your request for a different type of agenda and addressing
issues in an orderly way. On June 11th, I think, was the
date we voted on a revised agenda and a revised way of
looking at things from a consent agenda to an action item
that happened at the next meeting, June 25th. I hope you
remember that because that's a simple example of
Mr. Williams' immediate response to addressing a concern
that you had. It was a lot of concern that I had, the
concern that you had, and I guess the majority of the
commission had it too because we went to this new type of
agenda and he addressed it. He addressed it. And I see
that over and over again.

One of the things that we heard tonight is that
Mr. Williams does not take a stronger stance on things
like annexation. It was Mr. Metcalf's big concern.
Commissioner Diebel was concerned about the fact that we
don't have a comprehensive plan, and I guess Commissioner
Metcalf also that we're not doing strategic planning, that
we're not planning growth properly. I want to suggest to
you that I don't have a clue whether Mr. Williams is for
or against commuter rail, for or against four-story
buildings or two-story buildings, for or against
annexation. I don't have any idea, and that's a
tremendous asset. He's totally -- I assume he has
opinions on things. I guess we all do, but I've never
heard one from him. He subdues his opinions to the wishes
of this commission, period, period, not even the wishes of the
citizens. I'm sure he hears from thousands of
citizens like we do every year, and he doesn't do anything
except take what we give him and execute them.

We talk about execution. This really goes to the
heart of the matter which is what is his job? And the
answer is he is to execute the directives he gets from
this commission. Does he do that? Yes. His job is not
to decide whether commuter rail is a good thing or a bad
thing, not to decide whether a stop in Central Park is a
good thing, not to decide whether annexing out to 436 is a
good or bad thing. His job is to do what we tell him to
do, and there's no question in this community -- there are
differing opinions in the community as to what is the
right thing to do. There's no question of differences of
opinion on this commission about whether or not those are
the right things to do, but that's not his job. That's
our job. And our citizens are going to tell us whether
we're doing the job right or wrong when they vote. So I
think you need to look hard at what his job is, what is
his job, and what is our job. And our job is to decide
those things, and if we've done a bad job doing it, shame
on us. And, personally, you can blame me for everything.
I accept them. I've done a terrible job as a mayor
because I haven't been able to bring common sense and
consensus to this commission and I regret that, but that's
not Mr. Williams' job. That's my job and that's our job.

I want to address the specific concerns,
Mr. Eckbert, you raised. You talked about some of the
weaknesses that you perceived in Mr. Williams'
performance, the fact that he does not make decisions well
and does not prepare well for us to make decisions. I
disagree. No. 1, his job is not to make decisions. His
job is to execute the decisions we make. No. 2, preparing
to make decisions. I know that when I have a question for
Mr. Williams and I don't understand something, he
answers -- he gets me the facts or his department head
gives me the facts, and I make the decision as best as I
can with the information that he's given me. I have never
felt that he withheld information from me, that he gave me
bad information, or that he wasn't prepared to give me
information that was accessible to him.

I believe you criticized Mr. Williams for not
communicating the facts to make a decision. That's a
two-way street. I don't sit at home thinking, you know,
where is Mr. Williams' directive on this? If I have a
question, I ask him, and I truly believe that you have not
asked for the kind of answers that you're looking for. I
believe that.

Now, I don't question your reasons for wanting to
terminate Mr. Williams. I think they're bad, but I don't
question them as trying to do the right thing. I think
you think you're trying to do the right thing. I can't
agree with you all on that. You've talked about
Mr. Williams and his city staff react to a budget. The
budget is not his job. It's our job. I can tell you that
I have met with Mr. Williams and his department heads
personally to talk about budget items. And I've
questioned items that I thought that at least I didn't
understand and maybe didn't appreciate, and I either got
an answer that I liked or I got a response that made me
think about it. I'm not aware personally, and this is I
think is a fair criticism of you, I don't remember you
ever raising an issue of any budget item that concerned
you. Correct me if I'm wrong. I just don't remember you
saying what about this, what about that. I'm not sure
you've read the budget with any depth or care.
COMMISSIONER ECKBERT: I'll be glad to answer to
that. One specific example --
MAYOR STRONG: Let me finish -- let me finish, and
I'll be glad to give you that opportunity. The argument
that four or five years is an average time for a city
manager is really irrelevant. It makes no -- it's
absolutely irrelevant to any part of our discussion. If
Mr. Williams had done a wonderful job for one year and
then a poor job after a year, he should be gone. If he's
done a wonderful job for 30 years and then had done a bad
job, he should be gone. The issue is has he done the job
that we've asked him to do? And the job that we've asked
him to do is in the city charter. It's not in the
policy-making decisions that you suggest he should be
making, and it's a totally irrelevant aspect of this
decision. The fact that he's been here 16 years or
whatever it's been is inconsequential. It has no bearing
on any part of our decision.

Now, I will say this, although it's not tops on my
list of what the severance should be. It's almost
irrelevant to me what the severance should be because it
is what it is. If Mr. Williams' attorney disputes it,
some court will resolve that, and it will be $600,000 or it
will be 4 million or it will be somewhere in between.
That's irrelevant to our decision. Our decision is to
decide whether Mr. Williams has done a job that the city
charter demands that he do and, more importantly, what
we've asked him to do. And to my thinking and my personal
experience, he has responded consistently and promptly to
every request this commission has made.
The decision to raise this issue after three months
when the decision is made to retain him is -- I don't know
if it's illegal, but it sure is improper. I don't believe
you review employees on a quarterly basis in any business
anywhere in the world unless they've done something wrong,
not one. And the fact that we have reviewed his
performance in May and three months later deciding whether
or not he's fulfilled his obligation to us is just grossly
unfair to Mr. Williams and contrary to any, any acceptable
business practice that I've ever heard of anywhere in the
world.

And last, but not least, and I'm not basing this on
the comments we've heard tonight, we've heard a lot of
people in support of Mr. Williams. We've not heard one
that's not in support of Mr. Williams. I'm sure there are
some. We haven't heard from them but, more importantly,
we have 75 percent of our people surveyed who thinks the
city is doing a good job, 75 percent. Nobody gets 75
percent approval rating in any business or any government
that I know of. And to get 75 percent approval tells me
the city is doing something right and I promise you it's
not because of the commission is doing something right;
it's because Mr. Williams and his department heads are
doing something right.
So that's where I am. Did you want to respond to
something or comment?
COMMISSIONER ECKBERT: I'm happy to. You know, I
could go down point by point. I'm not sure that's helpful
or productive tonight. I'll just give you one example on
the budget issue that you raised. I've been in favor of
linking strategic planning to the budgeting exercise. And
that's one of my chief frustrations in how the city is run
that we don't link our strategic planning to our budgeting
exercise. And just one specific example of that was that
as this community struggled with the comprehensive plan,
we all identified the need for more planning and how to
identify the things that make Winter Park special and that
bring charm and character to our city. And we decided
that -- I think we all gave direction that the exercise of
exploring form-based codes was something that would be
productive for our city to look at. And then when the
budget came around, the funding for form-based codes was
below the line for the city manager's recommendation for
the bucket for this year rather than above the line for
that. So that's an example of a budgetary issue wherein
the strategic planning of the city wasn't linked to the
budgeting exercise, and that's just an example of that.
You know, what happened in May wasn't a retention of
Mr. Williams. It was an opportunity to give him a raise
or not to give him a raise which has nothing to do with
how the charter lays out his employment is to be
considered. The commission -- the charter is eminently
clear as is confirmed and echoed in his contract it is
an at-will contract. At any point it's appropriate for
the city commission to consider these matters, and it's
surprising to me that it should be characterized as you
classify it, Mr. Mayor, or any other issue. This is
an issue that I've long believed was the case has been
recently confirmed with the experience we went through
with the comprehensive plan and believe it's entirely
appropriate now to consider it.
MAYOR STRONG: Well, Mr. Williams -- in May we did
not only a raise but a performance review, a review of his
performance. And I know that you did not support his
raise or his performance, but the majority of the
commission did. And it was something that, I think, in
your business and any other business that you would
probably assume that for the coming year absent some gross
misconduct or failing that you would probably want to have
an annual review. Do you have any annual reviews in your
1 business?
2 COMMISSIONER ECKBERT: Yes. Biyearly reviews.
3 MAYOR STRONG: Twice a year?
4 COMMISSIONER ECKBERT: Um-hmm.
5 MAYOR STRONG: Okay. Good for you.
6 COMMISSIONER ECKBERT: Typically, in our company we
divorce the performance evaluation from any sort of
compensation consideration because we believe that
that's -- you can provide direction to an employee
productively that may not be tied to compensation.
7 MAYOR STRONG: Okay. You also mentioned the
comprehensive plan. Would you say it's fair to say that
there are a lot of people with differing opinions in this
town about comprehensive plan what it should be?
8 COMMISSIONER ECKBERT: No question.
9 MAYOR STRONG: Yes, Mr. Williams, is he going to
resolve that issue? No. That's not his job. That's not
his job.
10 COMMISSIONER ECKBERT: I think Mr. Williams' job, in
my opinion, is to create a process through which every
citizen can have a voice in the process in which we can
have a fair --
(Public outcry.)
13 Mr. Mayor, I think our rules of decorum are very
14 clear that this type of outcry is inappropriate and it
15 of discussion because one of the key challenges that I see
in this is that I think there's a huge difference of
opinion on the commission about what really our role is
versus the role and responsibilities of the city manager.
If, in fact, Jim's job is just to salute smartly and head
off and do whatever we suggest, then he probably has done
some good things. But if the role is that he's a CEO, in
which case he'd be a chief operating officer or something
like that, and all he'd be doing is just responding to the
plan that's laid out and go execute it. But if he is, in
fact, a chief executive officer of the city, which is the
way I read the role of a city manager form of government,
he's the guy that's in charge.
16 What we are, our collective challenge is to be a
board of directors and sit there and kind of help shape
the business we're going to be in and where we're going
but running the city, achieving the goals that meet the
needs. And, frankly, it's the needs of these
citizens, the roads and commodities and how to
deal with the traffic, how to do everything else that
we're dealing with. I think that what you need is you
need a city manager who establishes his plan, knows what
it is, and then does everything he can to convince the
board of directors that that's the right plan, that in
fact, you know, if we're somehow not going along with it,
we really ought to be helping Jim find the money. That's
the budgeting process that we have, to accomplish the
goals that he believes along with his great team. And let
me tell you the one criticism that no one should have
heard tonight is that this group is criticizing the team
that Jim has found, and many of you were here before that.
But if the goal is -- if our role is five
independent let's all figure out what we want to do and
then order Jim to go out and do it, and he gets some that
wants stick and some that wants spray and, you know, we're
trying to find how we decide majority rule on everything,
I just don't think we have five CEOs and one COO. I think
we have five members of a board and one CEO. And when I
look at it again, my chief concern -- this goes back to my
military experience. It's what I've done for 20 years is
strategic planning. It is that long range how do you
assure that 15 years from now, 25 years from now you're
going to have a city that's as good or better than the
city we have now?
20 We sit here and we talk about Comstock and Morrison,
some of these folk that are a hundred years old, and we
look around and say, man, those guys had a great idea.
They really did. They came to a railroad stop and they
built a little community around the railroad stop and
everything worked fine. And they probably said I hope
25
City of Winter Park Commission Meeting
September 24, 2007

1. that a hundred years from now it's as nice as it is now.
2. And I think we looked at it and we say we've got a great
3. little town. And we hope that we can improve it, and we
4. hope that we can carry on with it. And then a hundred
5. years from now the guys that will be the commissioners at
6. that point will look back and say, well, boy, they didn't
7. screw it up a hundred years ago any more than we say they
8. didn't screw it up a hundred years ago, that it's a
9. wonderful, wonderful, wonderful community.
10. But that takes active, aggressive, proactive,
11. continuous efforts to decide what needs to be done to
12. preserve that magic, the strategic planning, not
13. budgeting every single year-to-year budgeting and not the
14. issue that I often think is our challenge which is if
15. nothing bad happens between this Thursday and next
16. Thursday, we think we've done a good job. We haven't. We
17. haven't. We haven't done a good job unless we can somehow
18. take steps to assure that some random Thursday 30 years
19. from now we've still got a city that's as good as this one
20. when we're in an environment where there's 4.2 million
21. people around here and we're just crushed. And if we look
22. back on it at that point and you say, damn, if they had
23. only...
24. COMMISSIONER BRIDGES: -- not fired Mr. Williams.
25. MAYOR STRONG: Wait a minute. Excuse me, excuse

1. me --
2. COMMISSIONER METCALF: Well, you know, that may be
3. one thing, but if it only dealt with the annexation, dealt
4. with the traffic issues that were necessary, dealt with
5. the need for a more balanced commercial and residential
6. revenue source in our city. Now, those are the kinds of
7. things that we can help with, but in three or four months,
8. you know, you'll have a whole new group in here. Maybe
9. it'll be us, but you'll have new people and will be
10. dealing again for one year at a time, will be dealing with
11. the same issues that we dealt with last year and the year
12. before and the year before and the year before.
13. COMMISSIONER BRIDGES: Mr. Metcalf, I share your
14. concern. One of the reasons I wanted to run was to share
15. and participate in the strategic planning. And if there's
16. not strategic planning being done, that is our
17. responsibility. We are the ones who -- we are the
18. representatives of these citizens. They elected us. They
19. didn't elect Mr. Williams. You made the comment that he
20. found this staff that works for him. He didn't find them.
21. He created them. He supports them. He develops them, and
22. his leadership shows there. Nobody has asked him to be
23. the leader of the city of Winter Park. We were elected
24. for that purpose. It's our responsibility. We need to
25. shoulder that, and I do not think it is attractive at all

1. for us to throw Mr. Williams under the bus, as they say,
2. because we haven't done our job. And I think it's
3. appalling.
4. COMMISSIONER METCALF: So you think we're five CEOs.
5. COMMISSIONER BRIDGES: We are elected
6. representatives, and we listen to the constituency here.
7. And then we bring their concerns, and it's up to us to
8. hash it out. And I also believe in majority rule, and the
9. majority in May evaluated Mr. Williams' performance,
10. looked at weaknesses and strengths, and we committed to
11. work with him and we gave him a pay raise. And the idea
12. that we would come from this point forward and change him
13. out and create additional stress and challenges in our
14. city and force change throughout our city is not going to
15. achieve the very thing that you just said you were looking
16. for. It's our responsibility.
17. I am asking you to leave Mr. Williams here to vote
18. tonight to keep him and for us as a commission to commit
19. to this community that we will work together instead of
20. against each other, work together. I have agreed with you
21. and I've disagreed with you, but I am willing to work very
22. hard with you to get the things done that you're saying
23. needs to be done because I share this concern. And I
24. think the citizens share those concerns. We need a good
25. strategic plan. They elected us to do that, not

1. Mr. Williams. I'm asking you to reconsider your vote.
2. CITY CLERK: Mr. Mayor, I've had a citizen that just
3. brought something to my attention that they wanted me to
4. remind you. There was a motion made on 5/14/07 of this
5. year during the city manager's evaluation process, motion
6. to approve a year commitment to Mr. Williams with a 4
7. percent increase seconded --
8. MAYOR STRONG: Okay. That was from the minutes?
9. CITY CLERK: Yes, sir.
10. MAYOR STRONG: That was a motion to approve his
11. employment for a year?
12. CITY CLERK: To approve a year commitment --
13. MAYOR STRONG: A year commitment.
14. CITY CLERK: Yes, sir.
15. MAYOR STRONG: Okay. Well, Mr. Fawsett, if we make
16. the decision to terminate Mr. Williams, do you see that as
17. a problem if that motion is accurate, if that decision is
18. accurate?
19. MR. FAWSETT: Can I see the language?
20. MAYOR STRONG: Please. Mr. Fawsett, I didn't mean
21. to put you on the spot for a legal opinion. I guess
22. reaction is a better word, but tell us whatever you want
23. to tell us.
24. MR. FAWSETT: Okay. Well, what you need here is a
25. legal opinion, and you're going to have one. Ms. Clerk,
would you read the text of that motion again, please?
Just read it out loud, and I'll tell you what I think you need to do and why.
CITY CLERK: This is a motion from May 14, 2007.
Motion made by Mayor Strong to approve a year commitment for Mr. Williams with a 4 percent increase. Seconded by Commissioner Bridges. Then there was a lot of discussion that took place in between that, and then upon a roll call vote, Mayor Strong and Commissioners Bridges and Dichel voted yes. Commissioner Eckbert voted no. The motion carried with a three-one vote.
MR. FAWSETT: Okay. I was told that in May the commission by a three to one vote with one commissioner absent granted Mr. Williams 4 percent increase. I wasn't told the substance of the motion. I now hear for the first time that the motion was to approve a one-year commitment. That's done in a public meeting under all the scriptures of the Sunshine Law, and I think the contention on the part of Mr. Williams would be that that is a modification of an otherwise at-will agreement. I am not prepared to say that's what it is. I mean, quite honestly, this is somewhat different for me because I am accustomed to giving unequivocal opinions without a lot of lawyer-weasel wording, and here this simply requires a little bit more thought.

Let's assume, however, that the commission unknown to me had given him a written one-year commitment, and both parties had signed it in writing. The legal effect of that would be to extend the contract for one year, and so if he were to be terminated, it would seem to me that he would receive in addition to the severance compensation due at the end of the one year -- if you terminated him right now, he would probably get the severance compensation due plus one year's additional salary.

However, given the fact that you're asking me for legal advice on -- I guess you've asked me for the calculation which requires legal advice as to how to apply the contract. Now you're being told and, therefore, I'm being told that there is a possibility -- I emphasize the word possibility -- of a one-year extension. This is going to require a little bit more thought, and you can have a special meeting tomorrow morning if you want or in two days' time. I'm not prepared to sit here and tell you that that wouldn't be considered a one-year extension of the contract. I mean, that's a most unusual motion when you're giving someone a raise but, nonetheless, I've heard the substance of it. And if a court were to rule that it is a one-year extension, then you'd be dealing with at least one more year of base compensation which is $174,000 plus what I view as the benefit package which is about another $61,000.
So my legal opinion is it could be -- somehow I don't think it is because the charter makes him an at-will employee, and this contract makes him an at-will employee. And I'm not sure that a resolution in a public meeting is enough to change that. But, you know, you just can't expect something more definite than that when we've never seen that language before.
In summary, your worst case is that that's a one-year extension which adds roughly 174,000 plus another 61,000 to the ante.
COMMISSIONER ECKBERT: One question. Would that at least be from the point of when that -- in the worst case scenario would that be from the point where that vote was taken rather than the vote today it was taken because it's been May, June, July, August, September, you've got four months. That's a third of the year since the --
MR. FAWSETT: As I say, I pride myself on unequivocal advice, but I can't answer that question for you with the degree of confidence that you would want.
MAYOR STRONG: Well, what advice would you give the commission today? Would you recommend that we defer action until you've given this one thought, or would you suggest that we move forward with an action?
COMMISSIONER ECKBERT: I can tell you what my action is. And to your point you said the amount of the severance isn't the issue. The issue is -- the question is whether the job is getting done and it should be done. This development does not change my opinion in any way, shape, or form. I would suggest that we vote on this now. The public has come. I don't want to create some other environment where the public is -- you know, tomorrow or the next day is insufficiently represented and present.
We've gone through this effort tonight. We've gone through the machinations. If Mr. Fawsett has some change or other interpretation tomorrow, we can certainly reconsider his advice at that point if it dramatically changes our advice, but I believe we should call a vote and move forward tonight, Mr. Mayor.
MAYOR STRONG: Okay.
MR. FAWSETT: Do you want me to stay here or sit back down?
COMMISSIONER METCALF: Well, you might sit there because you may become a Robert's Rules of Order person.
MR. FAWSETT: It seems that I've done everything else --
COMMISSIONER METCALF: What you all did in May was you made a motion and you passed a motion and it was a three-one vote. It is my understanding of things like motions and votes and that somebody who is on the winning
side of that can move to reconsider a motion that occurred back in May. And if we do that and a majority of the people agreed that that motion is withdrawn, then you would be able to go back and make a new motion. So I mean, the reason I'm suggesting that is that again, it's a Robert's Rules thing. But I am aware, and we've done this before, that people who have been on the winning side have said two meetings later or three meetings later I'd like to reconsider that. And as long as you -- the person who lost can't suggest it, but the person who, in fact, was on the winning side can say I think there's new circumstances or a different situation.

MR. FAWSETT: If that's a question for me, sir, I don't know the answer to it.

MAYOR STRONG: Can you help us, Trippe?

MR. CHEEK: Well, first of all, we've never adopted Robert's Rules of Order mand I will say that to make it clear. But the general concept that if you're on the winning side you can move to reconsider is a fairly fundamental concept in procedural rules, so to that extent I think that you're probably right, Commissioner. The concern I have is what would be the effect of that and this is what I don't know. If the issue is whether or not that would undo a contract that was created, I would think that would be something we'd want Mr. Fawsett to think about because can you use the procedural rule to undo the contract commitment? I don't know the answer to that for sure.

MR. FAWSETT: Okay. Mr. Metcalf is suggesting that the possible one-year extension could be undone by a vote. I would defer to you on that question.

MR. CHEEK: Once again, I think that -- COMMISSIONER METCALF: I wasn't suggesting it. I was asking.

MR. CHEEK: I think that a person on the winning side -- once again, I'm making a pronouncement about procedure when the city has not officially adopted any rules of procedure on these points. But, in general, if you reasoned the Robert's Rules by analogy, a person on the majority side can move to reconsider.

MAYOR STRONG: At any time?

MR. CHEEK: I'm not aware of any deadline on it. I'll tell you what. If you'll give me just a minute and let me pull out the rule book, I'll check so we'll be sure about that.

MAYOR STRONG: Okay.

MR. FAWSETT: Mr. Mayor, here's something. I'm looking at the relevant contract that I applied is the second amendment. That's an amendment of one section of an original agreement. The original agreement was entered into on May 24, 1994, between the city and Mr. Williams, and at that time it contained a section for termination and severance pay. That section was, in essence, deleted in its entirety -- amended in its entirety to read what we discussed, this new formula. However, that only affected one section of the agreement. The agreement does say at the very end under Section 23, general provisions, the text herein shall constitute the entire agreement between the parties. There's nothing in here saying what employment agreements all can say which is this agreement constitutes the entire agreement, and it supersedes any other discussions past or present and can only be changed by signed agreement signed by both parties. That's what some agreements say. This one doesn't.

So it's questionable either way whether this motion constitutes an additional year of contract, but it's arguable and debatable. And anyone in my position would have wanted to know about it in advance so that we could at least consider whether it should be part of the calculation. But, you know, it doesn't bring it up to -- it would add whatever, 17,400,000-plus, about 61 thousand, give or take, something like that. That's about what we would be talking about. And if you want a clear -- if you want the type of opinion I usually give about something like this, it's going to take a little more time.
that, but it would be a material cost factor.

MAYOR STRONG: Okay. Well, if there were 200 hours
and you're $400 an hour, 200 hours, that would be $80,000.
Does that sound like a reasonable --

MR. FAWSETT: Yeah. It would measure up to the --
yeah.

MAYOR STRONG: Okay. I just wanted to get a rough
idea.

MR. CHEEK: Do you want me to address the procedural
question now that I've looked up the rule? Rule 36 of
Robert's Rules of Order -- it's the reconsideration rule.
It's pretty long. It says the motion can be made only on
the day the vote to be reconsidered was taken or on the
next succeeding day, a legal holiday that's not been
counted as a day. It must be made by one who voted with
the prevailing side. Any member may second it. Further
down it says the motion to reconsider cannot be applied to
a vote on a motion when the vote has been partially
executed or something has been done as a result of the
vote the assembly cannot undo or to an affirmative vote in
the nature of a contract where the other party of the
contract has been notified of the vote. In accordance
with these principles, votes on the following motions
cannot be reconsidered.

So I would have to say that under Robert's Rules

it's at least not clear that it could be reconsidered.

COMMISSIONER METCALF: I'm sorry. Say that again.

MR. CHEEK: I would say it does not appear if
Roberts Rules apply that it could be reconsidered at this
stage based on what that language says.

MAYOR STRONG: It does not appear that this can be
reconsidered --


COMMISSIONER METCALF: And you're saying that
because part of the year has started and --

MR. CHEEK: Right. And basically -- I suspect the
idea is reliance that the contract has run a time.
I'm being a little ambiguous because this is just some
language probably written a hundred years ago, and we're
trying to apply it on the fly here. That's what it sounds
like.

COMMISSIONER ECKBERT: I have several thoughts on
this. First of all, the contract says under Section 2A
nothing in this agreement shall prevent, limit, or
otherwise interfere with the right of the city commission
to terminate the services of the employee at any time. So
from a contractual perspective that's very clear. The
charter says under Article 4, Administration 4.03, the
commission may remove the city manager by a majority vote
of all the commission members. So there's no question
about our ability to do this. The question becomes does
this affect severance pay? I agree with the mayor that it
shouldn't matter. I will say that if there's going to be
a reopen conversation about what severance is, I think
there's risk and from the potential petitioner for that
for the formulas that were implied in the way in which
that was passed as well. So I believe there's exposure to
the formula as it stands now should that come to
litigation as well. I think there are opportunities to
make your arguments about that and the propriety of the
extent to which they were and the reasonableness of the
payments as well.

So I believe that it's very clear from the contract
in the charter that we have the right to proceed. I
believe that the pursuit of an amendment to the severance
is as much fraught with risk for Mr. Williams as it is an
opportunity for us. So from my perspective, it does not
influence my opinion about taking action tonight. I don't
believe it serves the community to go through this
exercise again and to have this conversation again and to
provide for weeks of opportunity to revisit this topic.
And, finally, in a worst case you're talking about
something in the $200,000 range so, you know, I don't
believe that materially alters the economics of the
decision.

MAYOR STRONG: You obviously believe that paying
Mr. Williams somewhere between six and eight hundred
thousand is in the best interest of the citizens of the
community?

COMMISSIONER ECKBERT: I do.

MAYOR STRONG: You do. And you're also willing to
accept the risk that it may be significantly more than
that if Mr. Williams' attorney is correct up to 4½
million --

COMMISSIONER ECKBERT: Absolutely.

MAYOR STRONG: -- you're willing to accept that
exposure? Okay. Any final comments or questions for Mr.
Fawsett?

MR. FAWSETT: I said that I had just seen this
motion -- the language Mr. Eckbert cites is relevant. The
only hope of the language in the motion being valid to
create another year would be if it's considered part of
the agreement. And this language does say nothing in this
agreement shall prevent, limit, or otherwise interfere
with the right of the commission to terminate at any time.
And at the very end it says the text herein shall
constitute the entire agreement between the parties.

I guess my opinion is that it's a long shot but
still a risk to talk -- it's a long shot but, nonetheless,
it's a risk because the language that the clerk read --
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<td><strong>Page 79</strong></td>
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<tr>
<td>1 okay, add an additional year, but I think that's all I can</td>
<td>1 effective immediately.</td>
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<td>2 tell you. So shall you vacate the premises now?</td>
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<td>3 MAYOR STRONG: I don't know. Anybody have any more questions for Mr. Fawsett?</td>
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<td>4 COMMISSIONER DIEBEL: I don't have any questions but</td>
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<td>5 when we clearly -- when I clearly voted on the motion to</td>
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<td>6 be carried and the discussion then ensued around that, I</td>
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<td>7 was very clear that I was separating a merit increase</td>
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<td>8 because I did want to advocate having the experience to</td>
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<td>9 work with Mr. Williams. And I think we need to most</td>
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<td>10 certainly look back to the tapes and so forth of the</td>
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<td>11 conversation because I know I was very clear that we</td>
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<td>12 discussed at-will contract that there was not a term on</td>
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<td>13 the contract and to fully understand that this was a merit</td>
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<td>14 raise that was being granted for the previous year and the</td>
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<td>15 accomplishments that were represented. I know that for</td>
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<td>16 another day that would be determined in the outcome of a</td>
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<td>17 calculation, but I wanted to be able to express that. And</td>
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<td>18 I don't know if you wanted to add to that.</td>
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<td>19 COMMISSIONER METCALF: Can you speak into that a little</td>
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<td>20 more? I'm having trouble hearing you. Go ahead,</td>
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<td>21 please.</td>
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<td>22 COMMISSIONER DIEBEL: Did you want me to repeat</td>
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<td>23 that?</td>
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<td>24 COMMISSIONER METCALF: No. I don't want you to</td>
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<td>25 repeat the whole thing, but I mean I'm trying to read your</td>
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<td>26 lips as you're talking.</td>
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<td>27 MAYOR STRONG: Okay. That raises the question,</td>
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<td>28 Trippie. This is kind of a Robert's Rules of Order</td>
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<td>29 question since we're talking about it. My understanding</td>
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<td>30 was once the minutes were adopted, they stand</td>
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<td>31 unchallenged. Is that a fair assessment?</td>
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<td>32 MR. CHEEK: Well, as opposed to whether the --</td>
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<td>33 MAYOR STRONG: As opposed to referring back to --</td>
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<td>34 MR. CHEEK: It's whether you go behind the minutes</td>
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<td>35 and look at the tapes? I would say that the minutes once</td>
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<td>36 they're adopted are effective, yes.</td>
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<td>37 MAYOR STRONG: They are what they are.</td>
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<td>38 MR. CHEEK: Yeah, I mean there are times when you do</td>
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<td>39 look at the recordings, but the minutes are the minutes.</td>
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<td>40 MAYOR STRONG: Okay. Just wanted to clarify that.</td>
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<td>41 COMMISSIONER METCALF: The lawyer certainly will.</td>
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<td>42 MAYOR STRONG: Yes, they will. Okay. Thank you,</td>
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<td>43 Mr. Fawsett. Any more comments before we call the</td>
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<td>44 question? Please call the roll.</td>
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<td>45 CITY CLERK: Can you repeat the motion, please?</td>
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<td>46 MAYOR STRONG: Mr. Eckbert?</td>
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<td>47 CITY CLERK: It was so long ago.</td>
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<td>48 COMMISSIONER ECKBERT: The City of Winter Park should</td>
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<td>49 terminate Mr. Williams' contract as city manager</td>
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<td>2 COMMISSIONER ECKBERT: I would move on an interim basis that Mr. Randy Knight be deemed the interim city manager on an interim basis prior to future consideration.</td>
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<td>4 COMMISSIONER BRIDGES: second that.</td>
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<td>5 MAYOR STRONG: Please call the roll. Did you hear the motion? The motion was to appoint Mr. Knight as interim manager.</td>
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<td>7 MAYOR STRONG: Any discussion? Please call the roll.</td>
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<td>8 CITY CLERK: Commissioner Bridges.</td>
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<td>9 COMMISSIONER BRIDGES: Yes.</td>
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<td>10 CITY CLERK: Commissioner Eckbert.</td>
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<td>11 COMMISSIONER ECKBERT: Yes.</td>
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<td>12 CITY CLERK: Commissioner Metcalf.</td>
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<td>13 COMMISSIONER METCALF: Yes.</td>
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<td>14 MAYOR STRONG: Commissioner Diebel.</td>
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<td>15 COMMISSIONER DIEBEL: Yes.</td>
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<td>16 CITY CLERK: Mayor Strong.</td>
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<td>17 MAYOR STRONG: Yes.</td>
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<td>18 MR. WILLIAMS: Mr. Mayor, do you wish me to step down and have Mr. Knight come up here?</td>
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20 (Pages 77 to 80)
Mr. Williams --

COMMISSIONER ECKBERT: That's not important to me.

MAYOR STRONG: Well, I think to be correct,

Mr. Knight should assume -- is he here?

UNIDENTIFIED: He's here.

MAYOR STRONG: Mr. Knight, is it fair to assume

you're willing to accept the role of interim manager?

MR. KNIGHT: Yes, sir.

*****

(End of excerpt.)

CERTIFICATE OF REPORTER

STATE OF FLORIDA
COUNTY OF ORANGE

I, Margaret Lowe, Court Reporter, certify that I was

authorized to and did stenographically transcribe from audio

the foregoing excerpt of proceedings, pages 3 through 81, and

that the transcript is a true and complete record of my

stenographic notes.

Dated this 16th day of June, 2007.

______________________________
Margaret Lowe
(This signature is valid only
if signed in blue ink.)