

In The Matter Of:
Central Florida Tourism Oversight District

Board of Supervisors Meeting
December 6, 2023

Legal Realtime Reporting
622 E. Washington Street
Suite 200
Orlando, Florida 32801

CENTRAL FLORIDA TOURISM OVERSIGHT DISTRICT

BOARD OF SUPERVISORS MEETING

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LOCATION: Central Florida Tourism Oversight
District
1900 Hotel Plaza Boulevard
Lake Buena Vista, Florida 32830

DATE TAKEN: December 6, 2023

TIME: 9:35 a.m. - 1:15 p.m.

REPORTED BY: SANDRA D. BROWN, FPR,
Court Reporter and Notary Public
State of Florida at Large

PRESENT:

BOARD MEMBERS: Martin Garcia, Chairman; Charbel Barakat, Vice Chairman; Brian Aungst, Jr.; Ron Peri; and Bridget Ziegler (Via Videoconference)

SPEAKERS: Pastor Jamie Stewart, Life Church Florida; Eddie Fernandez, CFTOD Operational Safety Consultant; Bridget Lake, FAVOB; Rose Kemp, Orlando Regional Realtor Association; Bishop Kelvin Cobaris, Cobaris Ministries; Lisa Hill, Orlando Regional Realtor Association; Deidre Graybill, Orlando Realtor Association; Debie McDonald; Chris Wills, Disney Defenders; Mina Robinson, Small Business Advocates of Central Florida; Lorena Torres, Communicate 360; Kevin Fernandez, Premium Construction; Javier Adames, JCQ Services; Jon Shirey, Reedy Creek Professional Firefighters; Jackie Espinosa, Empresas Espinosa; Rod Love, Florida Economic Consortium; William Jennings, Delta Consulting Group; Professor Donald J. Kochan, George Mason University Antonin Scalia Law School; David H. Thompson, Cooper & Kirk

CFTOD STAFF: Glenton Gilzean, Jr., District Administrator; Paula Hoisington, Deputy District Administrator of Administration; Mike Crikis, Deputy District Administrator of Operations; Daniel Langley, Acting Counsel for CFTOD; Kurt Ardaman, Acting Counsel for CFTOD; Eddie Fernandez, Internal Risk Manager; Eric Ferrari, Fire Chief; Alycia Mills, Executive Assistant to Mr. Gilzean; Matthew Oberly, External Affairs Director; Rocky Haag, External Affairs Coordinator; Tanya Naylor, Director of Security and Emergency Management; Ron Zupa, IT Service Delivery Manager; Samarth Thomas, Systems Administrator; Katherine Luetzow, Planning & Engineering Manager; Michele Dicus, Human Resources Director; Craig Sandt, Principal Construction Manager, Facilities; Kenny Locke, Chief Technical Inspector/Interim Manager; Tiffany Kimball, Contracting Officer; Erin O'Donnell, Town Clerk and Public Records Administrator; Jessica Kelleher, Public Records Associate, Communications; Daniel Bollone, GIS Administrator; Nicole Seipp, HR Generalist; Andrew Heithaus; Yenni Hernandez, Chief Information Officer; Jason Herrick, Manager Gas Water & Wastewater Resources; Anthony Kasper, Manager RCES Engineering and Programs; Andrea Osinski, Senior Procurement Analyst

P R O C E E D I N G S

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CHAIR GARCIA: Let's call the meeting to order. Sorry about the delay. I was waiting on the public comment cards. Welcome to everybody. Thank you for being here. Thank you for your interest in the work of this Board, and thank you for your interest in the work of the District. We'll start with the opening invocation.

Mr. Gilzean.

MR. GILZEAN: Absolutely. All right. Speak into the mic. Can everybody hear us? Okay, because IT will kill me if I don't speak into the mic.

Good morning, everyone. At this time, I would like to introduce Pastor Jamie Stewart, the lead pastor of the Life Church Florida in Kissimmee. Pastor Stewart has served in leadership for over 25 years and is an adjunct professor at the Trinity Bible College. He and his wife, Michelle, have been married for 34 years. They have two sons, Blake and Graham; three daughters, Erica, Elanna, and Emma. Their beloved Emma awaits their arrival in heaven.

Pastor, would you lead us in prayer?

1 PASTOR STEWART: Thank you. Thank you for
2 having me, inviting me to participate at this
3 important meeting today. And I would like to just
4 start with a few words of greeting. If it wasn't
5 for the work of this committee, I wouldn't be here
6 today. I hail from Toronto, Canada, and we would
7 vacation down here and fell in love with Central
8 Florida, and we're just thankful for that.

9 I don't intend on talking for very long, but
10 about six weeks ago I was diagnosed with Bell's
11 Palsy, and the left side of my face was paralyzed.
12 And so I haven't really been preaching much, and
13 when you give a pastor a microphone that hasn't
14 been preaching very long, chances are...

15 So I said to my wife, When do you think my
16 rugged good looks will come back after this Bell's
17 Palsy? And she said, Well, the bar was set kind of
18 low, so it should be back soon. Married 34 years;
19 interesting, she said it's been the happiest 20
20 years of her life. But have you ever received a
21 Christmas gift that you just didn't know what -- if
22 you'd ever use it, and where you'd put it. Maybe
23 it would end up -- you thought, I have a good place
24 for this, a shelf in the garage or something.

25 American Express did a survey, and they came

1 up with a list of the worst holiday gifts ever.
2 And I won't take time for guesses, but the number
3 one worst gift ever given at Christmas was
4 fruitcake. And another -- it even finished higher
5 in the rankings than no gift at all. And the
6 conclusion is that maybe at the end of the meeting
7 if you see a refreshment table, and there's
8 fruitcake on it, you'll know that it's re-gifted
9 here at the meeting.

10 Paul said in 1 Corinthians 9, verse 15,
11 "Thanks be to God for his indescribable gift."
12 Christmas is a time, we're all running -- maybe
13 you're heading out today after the meeting, and
14 you're going to do some shopping, have to get the
15 perfect gift. But Paul described Christmas
16 thanking God for the indescribable gift. The best
17 gift ever given. It's not wrapped in beautiful
18 paper or surrounded by a frilly bow or ribbon, but
19 it was wrapped in swaddling clothes and laid in a
20 manger. He couldn't even come up with words to
21 describe how amazing it was. People have tried to
22 use poetry, song prose.

23 I was at Epcot not too long ago and heard the
24 candlelight procession that ended in Handel's
25 Messiah, and everybody stood to their feet to honor

1 that beautiful work of music, which was written to
2 honor this indescribable gift box oratorical. It's
3 the time of year carols are played everywhere: Joy
4 to the World, Silent Night, O Little Town of
5 Bethlehem. It's just awesome to hear God's
6 indescribable gift. There's a guy named Steve
7 Mays, who was a teacher of preachers, and he
8 described the narrative, and here's the words he
9 wrote, and then I'm going to pray quickly, "A young
10 unmarried girl about to give birth to a child who
11 is destined to lead his people. A man so in love
12 with us betrothed and so confident in God's
13 faithfulness that he defies social customs and
14 marries her anyway. A band of spends years
15 following a star they believe will lead them to a
16 new king. A greedy, insecure ruler commits
17 murderous atrocities in a village in order to
18 protect his thrown. A gang of teenage boys working
19 the night shift watching sheep witness an
20 extraterrestrial worship service, and a little baby
21 born in a stable who would change the course of
22 history."

23 You know, those kind of thoughts take the
24 sizzle out of the Miracle on 34th Street. It makes
25 you wonder how a show about Rudolph or Frosty the

1 Snowman could hold their interest when the real
2 story is so compelling. Thanks be to God for his
3 indescribable gift.

4 Let me pray, why don't we pray together.
5 Heavenly Father, we begin this meeting by
6 acknowledging you, your presence, and your
7 goodness. Thank for your indescribable gift. I
8 thank you for everyone gathered here this morning.
9 It's incredible to realize that you know each and
10 every one of us by name. And, beyond that, you
11 have an amazing plan and purpose for each of our
12 lives, and we acknowledge that we are dependent on
13 you, and we trust in you completely.

14 We ask that you would come and inspire our
15 hearts today in the decisions that have to be made.
16 Come and fill our lives with your love, fill our
17 conversations with your grace, and fill this
18 meeting with your presence. We ask for your
19 guidance, your wisdom, and support as we begin this
20 meeting today. I pray specifically for the members
21 of the Central Florida Tourism Oversight District.
22 I pray that you would help them and give them
23 insight in order to engage in meaningful discussion
24 that will impact people in our community.

25 Allow the decisions made today to fill people

1 with peace, with love, with joy and encouragement
2 because with all that's happening in this world
3 these days, Father, we are desperately in need of
4 those things. And we ask all of this in your
5 strong and mighty name, Amen.

6 ATTENDEES: Amen.

7 CHAIR GARCIA: Thank you, Pastor, for your
8 blessings. And now let's honor this great nation
9 by saying the pledge of allegiance. Please stand.

10 ATTENDEES: I pledge allegiance to the flag of
11 the United States of America, and to the Republic,
12 for which it stands, one nation, under God,
13 indivisible, with liberty and justice for all.

14 CHAIR GARCIA: And could we please review our
15 safety procedures? Thank you.

16 MR. FERNANDEZ: Absolutely. Thank you,
17 Mr. Chairman, members of the board, and welcome to
18 all of our guests and visitors. Thank you for
19 joining us this morning. We have a few safety
20 announcements to go over before we start today's
21 meeting. In the event that we need to evacuate
22 this room, you can use one of two exits. You can
23 use the front door exit where you entered this
24 morning, but if you follow these two doors to my
25 left, and the left of the front of the room,

1 there's also an exit on the other side.

2 We ask that when you exit, please make your
3 way to the ends of the parking lot. We have
4 employees that will also evacuate the building, and
5 put on some safety vests. Make your way towards
6 them until first responders arrive and tell us that
7 it's clear to enter the room again.

8 We have a first-aid kit and an AED, a
9 defibrillator, at the security desk if they become
10 necessary, and we thank you for joining us this
11 morning.

12 CHAIR GARCIA: Thank you very much. Okay.
13 Next, public comments. Let me just advise
14 everybody that this a special meeting. Our rules
15 call for public comments only at regular meetings,
16 but in the spirit of transparency, we are always
17 going to have public comments. And I think we have
18 a record number today, and we're going to hear
19 everybody. So let's start, first, with Bridget
20 Lake. Please, for the record, state your name, and
21 if you're here in a representative capacity, please
22 tell us you who represent.

23 MS. LAKE: Good morning, everyone, and thank
24 you for having me come today and speak on this. I
25 am Bridget Lake. I am the Orlando Board Chair for

1 the Florida Association of Veteran-Owned
2 Businesses. I accepted this role as a voluntary
3 position because I have over ten years' experience
4 helping small businesses, and I knew as a veteran
5 myself I needed to be a part of this organization.

6 Now, there are a lot of messages, obviously,
7 that you are going to be hearing today, but I came
8 to share about who I am because of the service I
9 gave to my country. Failure is not an option. You
10 make it happen or you die trying. That is not a
11 concept in the military. That's reality for many
12 of us.

13 How many people do you know today that will
14 lay down their life for millions of people they
15 don't know. We served for all of you, all of you
16 in this room. We all have given potentially the
17 ultimate sacrifice. We set aside religious
18 beliefs, we set aside politics, we set aside
19 ethnicities. In the military, we are comrades. We
20 are brothers, we are sisters. So what I would like
21 to say today is that when you hire a business with
22 that kind of leadership, you can't fail.

23 Bring in veterans who understand how to serve,
24 and you are bringing the best of the best to this
25 district. Thank you very much.

1 CHAIR GARCIA: Ms. Lake, thank you very much
2 for your comments, thank you for your service, and
3 you certainly sound like someone I want in my
4 foxhole.

5 MS. LAKE: Thank you.

6 CHAIR GARCIA: And, of course, you know from
7 your experience that Mr. Gilzean has implemented a
8 policy here for veterans particularly to have
9 opportunities to serve and to work with our
10 district. I presume that's the reason you're here.

11 MS. LAKE: We greatly appreciate that.

12 CHAIR GARCIA: Yes. Well, thank you for your
13 comments, as well.

14 Next, Rose Kemp. Please state your name for
15 the record, and if you're here in a representative
16 capacity, please tell us who you represent.

17 MS. KEMP: Hello, can you hear me? Hi, good
18 morning, my name is Rose Kemp. I'm a Realtor of 23
19 years here in Central Florida, including this
20 district, and I'm also president elect for the
21 Orlando Regional Realtor Association for 2023.

22 So I'm here to talk about obtainable housing.
23 There's some key factors that impact obtainable
24 housing, so I want to kind of try to go through a
25 couple of the bullet points because there is a lot,

1 actually.

2 Only one in four homes during the second
3 quarter of 2022 were considered obtainable. Prices
4 are up 200 percent, and they've increased
5 200 percent between January of 2012 to January of
6 2023. The complex interactions within the
7 community tied to housing also pose a myriad of
8 threats to regional competitiveness and quality of
9 life.

10 An example is cost of living increases, so a
11 lot of your district members here, or community
12 members, cannot enjoy a lower cost of living index.
13 There's also rising house costs. There's surging
14 home prices happening. We have a limited housing
15 supply. We have a lot of investor activity that's
16 buying up a lot of these properties, and it's
17 making it very hard to compete with them because of
18 the demand and the competitiveness in pricing.

19 You also have a lot of short-term rentals in
20 the area, so a lot of platforms like Airbnb are
21 taking up a portion of the housing stock, inflating
22 rental costs, and limiting long-term options.

23 Stagnant wages, a couple of examples, income growth
24 falling to match housing cost increases. There's a
25 minimum wage insufficiency.

1 The economic trend is inflation. We have
2 rising interest rates, so obtainable housing, the
3 number of available obtainable housing units has
4 remained stagnant in recent months, and it's not
5 keeping up with the pace of the rising demand. So
6 this is particularly concerning with first-time
7 homebuyers whose options are already limited.

8 I'm going to give you an example. A customer
9 may come to me to come buy in this district because
10 they live here -- I'm sorry, because they work
11 here, and, unfortunately, they can't find
12 something. There's just no housing for them. So I
13 have to sell them a home in another area or they
14 need to rent, which then they have to commute.
15 They have long commutes. There's no childcare
16 available for them in the area, making their
17 quality of life very difficult for their families.

18 So, in closing, this is not just an issue for
19 hospitality workers, it's an issue for the entire
20 district. We need collective action from
21 businesses, policymakers, and residents to support
22 local initiatives and advocate for policies
23 incentivizing obtainable housing developments.

24 Remember that obtainability, it's not just
25 about price. It's about obtainable access,

1 opportunity, and building a sustainable future for
2 this district's residents. Thank you.

3 CHAIR GARCIA: Ms. Kemp, thank you very much
4 for your comments and for that data. I assume you
5 know that our district is 39 square miles, 25,000
6 acres, and we have virtually no housing in the
7 district for employees. I assume you know that.
8 And you talk about the inflation and the pricing of
9 houses, and you're familiar with supply, the demand
10 dynamics, and so one of the things that this Board
11 will evaluate is the need and the ability to bring
12 housing to the district. And, of course, with that
13 you increase supply, and when you increase supply,
14 the prices are likely to decline.

15 And so I want you to know that we're very
16 sensitive to your -- your comments and this is
17 something that the Board is going to work
18 diligently on and hopefully make some changes for
19 the district. Thank you very much.

20 MS. KEMP: I appreciate that on behalf of
21 Realtors but also on behalf of our residents in our
22 community. Thank you.

23 CHAIR GARCIA: Yes, ma'am. Thank you.

24 Next, Bishop Kelvin Cobaris. Bishop, please
25 state your name for the record and tell us if

1 you're here in a representative capacity.

2 BISHOP COBARIS: Good morning. I am Kelvin
3 Cobaris, and I am representing Cobaris Ministries,
4 along with our community health clergy that make up
5 here our African-American student clergies here in
6 Central Florida.

7 I want to first say, before I speak, I'm glad
8 to be before this committee and this Board again.
9 I came on the first meeting as a person who offered
10 the invocation, and now I'm back to speak to this
11 robust committee to address you today. I want to
12 thank you for all the work that you're doing to
13 make a difference. And I want to give a special
14 recognition to Glenn Gilzean for his work and his
15 investment that he is making through his leadership
16 that we see the impacts of around this community,
17 so thank you all.

18 This morning I rise as a native of Orange
19 County, Florida. There's many in this room that
20 cannot witness that, but I'm a person who was born
21 and reared here in Orlando, Florida and watched
22 this particular city -- or town at once turn into
23 the city of the place that it is today. Even
24 looking at the growth of our economy and our city,
25 as a native I've had an opportunity, and as a

1 pastor, to work hand-in-hand and stand
2 shoulder-to-shoulder specifically with the impact
3 and impression made upon our young people, which
4 are not just our future but that are even important
5 today.

6 And with that being said, what I rose to speak
7 about is impact fees. Impact fees are a powerful
8 tool for shaping a brighter future for our
9 communities, and by investing these funds in
10 youth-oriented services, we're not just supporting
11 the next generation, we're laying the groundwork
12 for sustainable workforce and safer neighborhoods.

13 These services provide our youth with
14 invaluable skills and opportunities empowering them
15 to become active contributing members of society.
16 This investment in human capital pays dividends. A
17 skilled, engaged workforce is the backbone of a
18 thriving economy. Moreover, by creating safe,
19 nurturing environments for our young people, we're
20 fostering a sense of security and community
21 cohesiveness, cohesion.

22 This is more than investment in services. It
23 is an investment in our collective future. Every
24 dollar we channel toward these initiatives returns
25 to us manifold in the form of a robust, skilled

1 workforce and a vibrant, secure community. Let's
2 embrace impact fees as a steppingstone toward a
3 sustainable and prosperous future for all.

4 I was telling my team just the other day in
5 our team meeting that the sign of mature
6 community -- sign of a mature organization is
7 cooperation. Thank you.

8 CHAIR GARCIA: Bishop, thank you for your
9 comments. And when I saw your name on the card,
10 remembering the invocation you gave earlier, I was
11 hoping you'd give us another beautiful invocation.
12 And in terms of your comments about youth services,
13 I assume that you're aware of the programs that
14 Mr. Gilzean has implemented at the district that
15 are brand new for the youth.

16 And let me just alert you, in terms of your
17 comments about impact fees, that you're going to
18 hear more from some of the experts that have put an
19 audit together about that. Okay. But thank you
20 for your comments, Bishop.

21 And, next, Lisa Hill. Again, Ms. Hill, state
22 your name for the record, and if you're here in a
23 representative capacity, please tell us who you
24 represent.

25 MS. HILL: Good morning. I am Lisa Hill. I

1 am the 2023 president of the Orlando Regional
2 Realtor Association, and I'm also a business owner
3 and Realtor in the Orlando area for 37 years. I
4 was born and raised in Orlando, so I'm also a
5 native.

6 I'm here to speak today about our
7 transportation crisis. While Orlando is globally
8 renowned for its theme parks, entertainment, and
9 hospitality, there exists a growing crisis with its
10 transportation infrastructure. The struggle for
11 reliable and effective transportation is
12 particularly acute to the low-wage workers who form
13 the backbone in the tourism industry in Orlando.

14 Today we delve into the transportation
15 challenges faced by these essential workers
16 exploring the far-reaching implications of
17 under-funded and inadequate public transportation.
18 For example, the commute times in key areas where
19 these workers must live, Pine Hills, Poinciana,
20 Winter Garden, Kissimmee, can range anywhere by bus
21 from one-and-a-half to three hours.

22 If you look at the Lynx transportation system,
23 we have 700 -- or 310 buses to cover 2,500 square
24 miles; whereas, a city the size of Pittsburgh,
25 which is very similar to our -- our area, they have

1 700 buses for 745 square miles. SunRail, it was
2 supposed to be a great option; however, the
3 limitations that SunRail, with their times of
4 service in trains, doesn't work for these workers.

5 Let us recognize the urgency of creating
6 transportation infrastructure that aligns with the
7 needs of our growing community. Through shared
8 responsibility, innovative solutions, and
9 community-driven initiatives, we can pave the way
10 for more inclusive, efficient, and sustainable
11 transportation system that benefits all of our
12 residents and our workers.

13 The transportation challenges faced by those
14 living and working in the district corridor are
15 multi-faceted and demand urgent attention. As we
16 delve into the details, let us collectively
17 consider innovative solutions, increased funding,
18 and community support to create a transportation
19 infrastructure that serves the needs of all.

20 I want to thank you for your time today. As a
21 native of the Orlando area, transportation has
22 always been a problem. Thank you.

23 CHAIR GARCIA: Ms. Hill, thank you so much for
24 your comments, and your comments are very timely.
25 You'll hear from some experts that have provided

1 some reports relative to the district and its
2 historical operations. And one of the things that
3 you will see addressed is the traffic problems that
4 you identified, and so your comments are timely,
5 and we very much appreciate them. Thank you.

6 MS. HILL: Thank you.

7 CHAIR GARCIA: Next, Deidre Graybill. Please
8 state your name for the record, and if you're here
9 in a representative capacity, please tell us who
10 you represent, ma'am.

11 MS. GRAYBILL: Good morning, everyone, and
12 thank you for this opportunity. My name is Deidre
13 Graybill. I'm a real estate broker and property
14 manager. I'm standing here today representing my
15 small business that I own. I'm also a spouse of a
16 disabled veteran in the Army, and I sit as the
17 incoming first VP for the Orlando Realtor
18 Association.

19 So being a licensed real estate broker and
20 property manager, I have served many residents in
21 this district, in this area, and that commute and
22 work in this particular district, so I'm very
23 abreast to the needs of those residents. My
24 experience has been a lot with renters and the cost
25 burden that they are experiencing with the lack of

1 income as it relates to the cost of renting. I
2 happen to work for investors that are true
3 investors and allow me to do my job to best serve
4 the residents, so my goal is to keep the rent as
5 low as I can so that I can have a long-term tenant.

6 Unfortunately, it's -- that's not the case
7 today. The ever-present need for obtainable
8 housing initiatives is highly underserved in the
9 tourism oversight district. The surge in eviction
10 filings in Orange County exposes more families to
11 homelessness. And the homelessness situation in
12 the area surrounding Walt Disney -- the Walt Disney
13 World, is a multi-faceted challenge that demands a
14 coordinated and compassionate response.

15 Addressing the homelessness crisis goes beyond
16 statistical analysis. It requires a commitment to
17 a systematic change, affordable and obtainable
18 housing solutions. As my colleague spoke
19 previously, obtainable housing plus transportation
20 decreases homelessness. As the Board stated -- you
21 said it earlier, sir, that the Board is exploring
22 ideas for obtainable housing. These concerning
23 facts that I think collectively reflect the urgency
24 of addressing homelessness in this vibrant
25 community. Seeking sustainable solutions to ensure

1 that the magic within Central Florida extends to
2 every resident providing them with the security of
3 a place to call home. The workers come from near
4 and far, and they're coming to this area to work.
5 Thank you again for the opportunity.

6 CHAIR GARCIA: Thank you for your comments,
7 Ms. Graybill. First of all, thank your husband for
8 his service to our country, and your comments, too,
9 are very timely. You will hear in -- from some
10 experts today in terms of the quality of life
11 issues that have been created because the district
12 does not have housing within the 39-square-mile
13 area. And that is an area that this Board is going
14 to work very hard to resolve. So thank you again
15 for your comments. They're very timely.

16 MS. GRAYBILL: Thank you very much.

17 MR. BARAKAT: Yeah. Mr. Chair, if I might
18 just add, one, I appreciate the presence of the
19 Realtor community. You know, this is -- this is --
20 you-all are a key cog in sort of the economy of
21 really the State of Florida, Central Florida, and
22 provide a vital service. So thank you for -- and
23 your eyes and ears to inform folks in their
24 obtaining of housing, which is really a fundamental
25 piece of living.

1 So I personally and professionally appreciate
2 what you do, and I appreciate your comments here.
3 And I just -- you have my personal reassurance,
4 this -- the crisis of affordable housing is
5 something that we -- I personally take very
6 seriously. I know everyone else on this Board
7 does, and there -- there is only so much that this
8 Board can do, but there is something that this
9 Board can do, and I think it's something that has
10 not been paid enough attention to historically by
11 our predecessors, but it's certainly top of mind
12 going forward. I think you'll hear more about that
13 as we get into it. So we thank you for those
14 comments.

15 CHAIR GARCIA: Thank you very much for those
16 comments.

17 And then, next, Debie McDonald. Welcome back,
18 Debie. The floor is yours, ma'am.

19 MS. MCDONALD: Thank you. Good morning, my
20 name is Debie McDonald, and I'd like to wish the
21 original employees of Reedy Creek, including the
22 over 50 who have left, a very Merry Christmas.

23 To the Board, and especially to Mrs. Ziegler,
24 who is not present today, I hope 2024 will be a
25 much better year for you.

1 Free speech is important. Congress will make
2 no law respecting an establishment of religion or
3 prohibiting the free exercise thereof or bridging
4 the freedom of speech or the press or the right of
5 the people peacefully to assemble and to petition
6 the government for a -- address of grievances.

7 The thing about free speech is we don't get to
8 choose what we want to accept or what we want to
9 hear. If we chip away at it, it starts to erode
10 and our democracy is at risk. There's many things
11 that we don't want to hear, but it's important, and
12 we need to respect that we live in a country where
13 we have the right for those things to be said.

14 Today a member of our Board, who is attending
15 virtually, perhaps, is a great example of free
16 speech. It is not my place to judge her behavior
17 or that of her husband. They deserve their day in
18 court. The governor has called on her husband,
19 Christian Ziegler, to resign his position with the
20 Florida GOP in the wake of serious criminal
21 allegations. Bridget should follow. The governor
22 has good reason. No matter what, the details
23 surrounding this family's legal trouble, it is a
24 distraction. In her case, it is a distraction from
25 the governance of this Board.

1 Mrs. Ziegler has not made Florida a better
2 place. She is the face of the Don't Say Gay
3 revolution, which brought this Board to where it is
4 to this place today, and has caused untold harm in
5 our classrooms and in our communities. Many
6 families have left my community of Celebration in
7 fear because they believe that the State -- that
8 the State is persecuting them and their children.

9 Teachers have lost their jobs over these
10 policies. Her roles in demonizing members of the
11 LGBTQ community is hurting the state, while she has
12 apparently been a part of the letter B in that
13 group. This hypocrisy -- this is hypocrisy at its
14 finest.

15 Bridget, you need to do what is best for the
16 greater good. We live in a free Florida, not a
17 autocratic pseudo-Christian dictatorship. What
18 Mrs. Ziegler does privately with other consenting
19 adults is no more our business than it is the
20 behavior of the other consenting adults she
21 pretends to find abhorrent. It is the rank -- it
22 is rank hypocrisy of attacking others for what she
23 personally practices that should disqualify her for
24 a position of public trust. Thank you.

25 CHAIR GARCIA: Yeah. Debie, thank you very

1 much for your comments, particularly, with respect
2 to free speech. As you know this Board has
3 implemented several new policies, and one of the
4 new policies is we now have a public comment
5 section as part of our agenda for the meetings,
6 which is new. And so we are big proponents of free
7 speech, which has given you an opportunity to speak
8 at almost every one of our meetings.

9 MS. MCDONALD: And I'm glad to hear also for
10 the housing. I met with Glenn twice about that
11 issue. In October, he said we would have a
12 follow-up for our community and our County of
13 Osceola County with Mary Downing. That was in
14 October, but when you get a chance, we're looking
15 forward to following up on that. Thank you.

16 CHAIR GARCIA: Thank you for those comments,
17 too.

18 Next, Chris Wills. And, Mr. Wills, if you're
19 here in a representative capacity, please tell us,
20 sir, who you represent.

21 MR. WILLS: Good morning, Mr. Chairman. I
22 want to thank you for giving me deference. I know
23 I was a little bit late past the beginning of the
24 meeting, but thank you for giving me the
25 opportunity to speak.

1 Last meeting I provided you-all with a few
2 documents. I have just one to provide you-all
3 today. I don't know if you-all want to pass that
4 out or give it to them at some point later. So my
5 name is Chris Wills, and, again, I'm here on behalf
6 of Disney Defenders. We are a political action
7 committee that is working to amend Florida's
8 constitution, to restore Reedy Creek, and to
9 prohibit political retaliation in our state.

10 At last meeting, we provided you-all pink
11 slips, and the purpose of that was to put you-all
12 on notice that once we collect the signatures
13 needed, and this passes on the ballot, your
14 services will no longer be needed. The purpose I'm
15 here today is to provide employment applications.
16 Last meeting was pink slips, today we're providing
17 employment applications. They're not for you,
18 though.

19 As Board members, I would imagine you-all are
20 as concerned as all of us are, as some of the
21 others that have made public comments have already
22 spoken about, about those who have served this
23 district loyally, have been public servants to make
24 sure that everybody who visits this area have the
25 best possible experience, and many of them have had

1 to flee their jobs or have been fired. And not
2 being employed over the holidays is particularly
3 difficult, so this employment application is for
4 those former Reedy Creek employees.

5 Disney Defenders is working with community
6 partners to help hire those who have had to flee
7 because of the chaos and corruption that have been
8 brought to this district. So we encourage you, if
9 you are, in fact, concerned about the welfare of
10 these folks who have been good public servants, to
11 help us get those employment applications to those
12 folks, and anybody who is a former Reedy Creek
13 employee can email us at the
14 disneydefenders@gmail.com, if they want to send us
15 their resume. And we encourage everybody that is
16 watching, and everybody who is concerned, about the
17 dangers that are being posed to the American dream
18 and make Disney's dream possible to join us in this
19 effort, to sign our petitions at
20 disneydefenders.com. And, again, Mr. Chairman, I
21 really appreciate the opportunity to address
22 you-all again today.

23 CHAIR GARCIA: So, Mr. Wills --

24 MR. WILLIS: Yes.

25 CHAIR GARCIA: -- I wanted to let you know

1 that we've got a rule here that if you're going to
2 make public comments that you need to sign your
3 public comment card before the meeting. And I
4 think you know that this card -- your card was just
5 delivered to me. You know, you just got here ten
6 minutes ago. So it was, you know, 40 minutes late,
7 but I recognized you because at the last meeting
8 you made it very clear that you're promoting pink
9 slips to remove this Board. But I want everybody
10 to know that everybody is welcome to speak here.
11 Okay.

12 MR. WILLIS: I appreciate it.

13 CHAIR GARCIA: And I knew you were here on
14 behalf of an organization related to Disney. And I
15 knew that your comments would not be favorable to
16 this Board, and I want you and everybody to
17 recognize that I moved you to the top of the list
18 so you could speak immediately when you got here.

19 MR. WILLIS: I truly appreciate that. And,
20 again, just to be clear, I did look over the rules,
21 and there's nothing that stipulates that you have
22 to sign up before the meeting begins, but we
23 appreciate the opportunity to speak. And we want
24 to make sure that the public is aware that we
25 should not just sit back and allow authoritarianism

1 to take root in our state, and that's why we're
2 working together to undo the damage that's been
3 done.

4 CHAIR GARCIA: Okay. And thank you for your
5 comments and for your civility, sir.

6 MR. WILLS: Thank you very much. We
7 appreciate it.

8 MR. LANGLEY: Mr. Chair, I just wanted to
9 confirm that you're correct, we do have a rule that
10 says exactly what you said. Rule 4.3.2, it says,
11 "Prior to the start of the public comments segment
12 of a meeting, anyone wishing to address the Board
13 shall submit a request for public input to the
14 Clerk of the Board identifying several items of
15 information," so, anyway, just wanted to correct
16 the record, that you're correct on that.

17 CHAIR GARCIA: The only thing I would ask,
18 Mr. Wills, is next time just try to be on time
19 because if you get here late, and we're already out
20 of the public comments section --

21 MR. WILLS: That I understand. That is in the
22 rules.

23 CHAIR GARCIA: -- then, at that point, I don't
24 think we'd let you speak, but so, you know, make --
25 we're always -- you're always welcome and you're

1 always welcome to speak your peace.

2 MR. WILLIS: I do appreciate that. Thank you
3 very much.

4 CHAIR GARCIA: Thank you. Next, Mina
5 Robinson. And state your name for the record,
6 ma'am, and if you're here in a representative
7 capacity, please tell us who you represent.

8 MS. ROBINSON: Good morning, everyone. I
9 won't take up too much of your time. My name is
10 Mina Robinson. I'm the president of Small Business
11 Advocates of Central Florida. What we do as an
12 organization is advocate for small businesses to
13 have an opportunity to participate in contracting
14 opportunities in the private and public sector;
15 more so in the private sector because we don't see
16 a large array of advocacy for our small businesses
17 in that area.

18 What you-all are discussing in regards to the
19 policy to allow veteran-owned and small businesses
20 to contract with Disney would be crucial for our
21 small businesses in this area. This will give them
22 hope of the possibility of having an opportunity to
23 do business with Disney, along with out-of-state
24 big corporations and large companies that are
25 currently doing all of the work.

1 Thank you, board members, and especially
2 Mr. Gilzean, for considering such a tremendously
3 valued opportunity to our veteran-owned and small
4 business community. Thank you.

5 CHAIR GARCIA: Ms. Robinson, thank you for
6 your comments. And we're going to address this
7 later in the meeting, but I thought it would be
8 appropriate. Mr. Gilzean, could you just mention
9 because of your new policy, procurement policy, the
10 amount of new awards that have gone to small
11 businesses and veteran-owned businesses that never
12 had an opportunity before to bid and get work from
13 the district.

14 MR. GILZEAN: Absolutely. As of
15 November 30th, we had over \$51 million worth of
16 contracts that were deployed. Fifteen million of
17 that went to brand new vendors, 9 million went to
18 our Buy Local efforts, where these are companies
19 that were headquartered in Orange, Osceola, Lake,
20 Polk, and Seminole Counties. And we're excited
21 that -- to say that we just got started. In less
22 than three months, we've achieved that type of
23 goal. So as we get ready -- I don't want to jump
24 ahead against my report, but we have some good
25 stuff as we forecast going forward.

1 So before you leave here today, let's make
2 sure I get your contact information, not only for
3 yourself, but for your membership, and I will ask
4 you that if it's okay for me to come and speak to
5 your membership, so that way we can continue to get
6 them engaged with our work that we're doing.

7 MS. ROBINSON: Yes, that would be perfect.
8 Thank you so much.

9 CHAIR GARCIA: And, Ms. Robinson, please tell
10 your constituents that, thanks to Mr. Gilzean, the
11 district is open for the small businesses that you
12 represent.

13 MS. ROBINSON: That's wonderful. Thank you,
14 Mr. Gilzean.

15 CHAIR GARCIA: Next, Lorena Torres. Please
16 state your name for the record, and if you're here
17 in a representative capacity, please tell us who
18 you represent, ma'am.

19 MS. TORRES: Good morning. Thank you for
20 having me here. My name is Lorena Torres. I'm
21 with Communicate 360. Communicate 360 is a
22 marketing service. We put -- we make your brand
23 look great but also representing small businesses.
24 We came from Colombia in 2001, and since then we
25 acquire a business, and we're growing it. We're

1 certified minorities. We're women-owned --
2 certified women-owned business, and the importance
3 to support a small business is huge.

4 So I guess the small business, we are
5 passionate about what we do. We want to offer a
6 great service and more personalized. So we have
7 worked with all kind of business, but in terms
8 of -- we've worked with sheriff departments and
9 with cities and different entities. And just
10 having consideration that when you are supporting
11 small business, the community is growing. We give
12 back a lot to the community in different ways. Not
13 necessarily monetary, but we, as small business, we
14 give a lot back to the community because we
15 believe -- we work with our heart. So I think the
16 opportunity that you are giving to small business
17 is going to make grow not only Central Florida,
18 whoever support small business is making a better
19 community. Thank you.

20 CHAIR GARCIA: Thanks, Ms. Torres. And as you
21 know, there's a direct relationship between first
22 immigrants and the origination of small businesses,
23 and so thank you for coming to this country. And
24 if Mr. Gilzean doesn't have your card, make sure he
25 has your card, too, because we're now open to those

1 small businesses you represent. Thank you.

2 MS. TORRES: Thank you very much.

3 CHAIR GARCIA: Kevin Fernandez. Sir, please
4 state your full name for the record and tell us if
5 you represent somebody.

6 MR. FERNANDEZ: How are you guys doing? Good
7 morning. Kevin Fernandez. Thank you guys for
8 having me today. I'm here representing Premium
9 Construction on behalf of you guys putting out the
10 new order for you guys to do work with small
11 contractors like us with Disney. And, you know,
12 speaking in terms of our experience, we've worked
13 with AdventHealth since 2011, and we've worked, you
14 know, in high traffic volume areas. We've dealt
15 with containment, 24/7 calls, emergency calls, and
16 working with a company like Disney would benefit us
17 a lot because we have the guys who have the
18 experience to work in those type of places, but
19 also to contribute into an area where kids love to
20 experience and kids have a great time. It's
21 something that our guys would love to do. So the
22 opportunity for us would be -- would be essential,
23 and, again, thank you for pushing for something
24 like this. Thank you.

25 CHAIR GARCIA: Thank you, Mr. Fernandez. So

1 we can't help you in terms of any work with Disney.
2 But, as you know, Mr. Gilzean has opened the door
3 for work with the district, and so that door is
4 open, and if Mr. Gilzean doesn't have your card,
5 make sure he gets it, and thank you for your
6 comments.

7 MR. FERNANDEZ: Thank you.

8 CHAIR GARCIA: Next, Javier Adames. Did I
9 pronounce that right, sir?

10 MR. ADAMES: Yes.

11 CHAIR GARCIA: And with a name like Garcia, I
12 should pronounce that right. So please state your
13 name for the record and if you represent anyone.

14 MR. ADAMES: Hi, good morning, my name is
15 Javier Adames, and I'm president of JCQ Services.
16 We are a general contractor, certified minority,
17 based in Orlando. Our company has remarkable
18 history of being willing, able, and ready, and we
19 have complete set of projects within the district.

20 One crucial aspect that we wish to highlight
21 today is the importance of local businesses like us
22 having the opportunity to contract with the
23 district. When small businesses like us secure
24 contracts, it's not just about our growth, it's
25 about the strengthening the fabric of our

1 community. These contracts allow us to invest in
2 local talent, create job opportunities for our
3 fellow residents, and boost the local economy.

4 Moreover, small businesses are known for their
5 commitment to the community. We take great pride
6 in giving back to the community. We actively
7 participate in local initiatives, to sponsor
8 community events, and support local charities
9 through our graduate fund. When small businesses
10 thrive, the community flourish, as well. We invite
11 to support small and veteran-owned businesses in
12 the district by making it a requirement rather than
13 a goal, our participation as a prime contract or
14 suppliers.

15 Let's work together to foster a thriving
16 interconnected and prosperous community. Thank you
17 for your time and attention. We look forward for
18 the discussions that will follow, and just
19 remember, JCQ is always able, willing to do
20 business in the district.

21 CHAIR GARCIA: Thank you very much for your
22 comments. And it's really awesome to see so many
23 small businesses know that the door is open and
24 attend these meetings. You're welcome at any of
25 these meetings, and thank you for speaking, sir.

1 Jon Shirey. Jon, we know who you are.
2 Welcome back. Just for those who may not know who
3 you are, tell them who you are.

4 MR. SHIREY: Good morning, everybody. My name
5 is Jon Shirey. I'm the president for the Reedy
6 Creek Professional Firefighters. And, yes, I have
7 been here many times, so it's a pleasure, and thank
8 you for having me back and allowing me a few
9 minutes to speak.

10 I've had the pleasure of working with
11 Mr. Gilzean over the past year, and we've been able
12 to collaboratively work through so many issues
13 that, you know, happens whenever there's leadership
14 change. And, honestly, I think we've worked
15 through them, you know, in a very positive manner.
16 And in a manner that has been beneficial to the
17 employees as a whole.

18 One of the things I've come to find about
19 Glenn is that when he makes a commitment to do
20 something, you can guarantee that it actually gets
21 done. That's something I'm not used to from
22 previous leadership, so, certainly, I want to give
23 credit to you for that.

24 And with that in mind, there have been a
25 couple of announcements that have been made, you

1 know, by Glenn that I assume would be on the
2 Board's behalf about additional holidays and bonus
3 things for all the district employees. And so I
4 just wanted to kind of highlight that achievement.
5 I mean, that's something that -- you're giving your
6 employees more time to spend with their families
7 over the holidays and to really take that time to
8 focus on what matters at home so that they can come
9 back, you know, January 1, ready to go and take on
10 all the challenges of the district.

11 I know you've got big plans, so you need that
12 out of your employees. And so, you know, on
13 November 3rd, there was an announcement you guys
14 were extending Veterans Day to all district
15 employees. On November 14th, you announced that
16 you were adding the day before Thanksgiving for all
17 district employees, and then on the 29th you
18 announce four more holidays, as well as a \$5,000
19 bonus for all of your employees. And it couldn't
20 come at a better time for most people.

21 Obviously, the holidays, they're spending
22 money on their families and friends, loved ones.
23 So on behalf of all the employees, we just
24 appreciate you guys doing that for them. It wasn't
25 something that you had to do, but I think you did

1 out of recognition of the service that all of the
2 employees of the district have made to keep this
3 thing running despite all of the changes, so
4 definitely wanted to say thank you for that.

5 With that in mind, Glenn, I have an
6 opportunity. I would appreciate it if you would be
7 my guest at the IAFF, which is the International
8 Association of Firefighters. We have our affiliate
9 leadership training summit that will be in January
10 from the 25th to the 28th. There will be leaders
11 of organizations like myself from all over the U.S.
12 and Canada. On average, we see in attendance
13 between 2,500 to 3,000 leaders, and very often --
14 you know, we've hosted the last three times in a
15 row. I'm given an opportunity to speak and also to
16 invite a guest to speak, and if you would consider
17 that, I'd like for you to be our guest speaker for
18 this event. So appreciate that.

19 And then if you'll bear with me for just one
20 last second. I have some recognition for
21 Ms. Paula. In all of my dealings -- I know she's
22 your right-hand woman, and she does a fantastic
23 job. She has been nothing but the utmost
24 professional. Like Glenn, when she says something
25 is going to get done, it gets done, and, honestly,

1 with an efficiency that I've probably never seen
2 out of a workplace ever. So definitely appreciate
3 that.

4 And then to Acting Chief Ferrari. This man
5 has taken the reins of a department that was kind
6 of left adrift by a previous fire chief and has
7 really taking it and run with it as if he is the
8 fire chief. And I think when you look at who you
9 want as a leader, I mean, somebody that's willing
10 to step up and take on the challenges without the
11 official title or pay or anything else that goes
12 with it, I think you've got a real leader there.
13 So thank you guys. Have a Merry Christmas.

14 CHAIR GARCIA: Thank you, Jon, and Merry
15 Christmas to you, and thank you for your comments
16 about recognition of the new leadership and what
17 it's bringing to the district.

18 Next, Jackie Espinosa. Please state your full
19 name, and if you're here in a representative
20 capacity, please tell us who you represent, ma'am.

21 MS. ESPINOSA: My name is Jackie Espinosa, and
22 today I represent Empresas Espinosa, which is a
23 business we established 32 years ago when we moved
24 to Central Florida. We own several businesses in
25 the historic district of downtown Kissimmee, mostly

1 now in the restaurant industry, hospitality. So we
2 own Matador, Kissimmee Diner, and by virtue of
3 understanding how to obtain procurement, we were
4 able to get the Kissimmee Marina, Big Toho -- Big
5 Lake Toho Marina.

6 So we understand the importance of procurement
7 for small businesses. It's helped us over the hump
8 after COVID, specifically, which, of course,
9 everyone knows how COVID went through the
10 restaurant industry.

11 Additionally, I represent the Latin American
12 Chamber of Commerce as their vice chair. And with
13 that I say that I understand the importance for
14 small businesses to thrive, and that will happen
15 with what you've put in place with the procurement
16 opportunities for small businesses. And I'm here
17 today just to thank you for that because if you
18 keep that money local, we, as small businesses,
19 based on the SBA statistics, support two-thirds of
20 employment within our country. And I am honored to
21 be a part of, not just that chamber but of that
22 small part of downtown Kissimmee that helps and
23 guides other businesses, minority businesses,
24 additionally, woman-owned and veteran-owned, to
25 obtain the correct tools to be able to obtain these

1 procurement opportunities.

2 So thank you for opening up the door for us.
3 Regardless of the amount of years we've been in
4 business, the nature of all these businesses is
5 sometimes at risk with the current economy. So
6 thank you, all. I just want to commend everyone
7 for the opportunity to speak today.

8 CHAIR GARCIA: Well, you're welcome, and you
9 can thank Mr. Gilzean for that. And it's wonderful
10 to see a Latina entrepreneur. That's awesome. So
11 thank you for your comments, ma'am.

12 MS. ESPINOSA: Thank you, sir.

13 MR. BARAKAT: Yeah, Mr. Chair, I just have to
14 add. I know we tend not to comment on the public
15 comment, but I'm just overwhelmed, frankly, by the
16 turnout from the small business community. I mean,
17 I'm fortunate to be the son of an immigrant small
18 business owner, the husband of an immigrant small
19 business owner. Small businesses are the -- truly
20 the backbone of the economy. This district for a
21 long time was managed for the benefit of one very
22 large corporation, and with the help of other large
23 corporations. And I think the page that we've
24 turned on that front, thanks to Mr. Gilzean's
25 leadership, is truly making -- not just in terms of

1 our transparency and accountability, but truly
2 moving the needle in the -- in Central Florida's
3 economy. It's one of the things I'm most proudest
4 of, of what we've done, and I'm really looking
5 forward to the impact it's going have going
6 forward. And this feedback is profoundly
7 meaningful, and I would just say, particularly, to
8 the members of the Latin community (Speaking
9 Spanish).

10 So thank you, all, and that goes for all the
11 other immigrant communities, as well. We're really
12 looking forward to working with you and other small
13 businesses.

14 CHAIR GARCIA: Thank you for those comments.
15 Okay. Last but not last, Mr. Love. He needs no
16 introduction, but for the record, just tell us your
17 full name, and if you're here in a representative
18 capacity, sir.

19 MR. LOVE: Good morning, good morning. My
20 name is Rod Love. I'm the president of the Florida
21 Economic Consortium. Man, I tell you, I'm
22 overwhelmed by what I've heard today. I want to
23 start out by saying to the Board, leadership is not
24 easy, and I'm sitting in this room and I'm
25 listening to what's taking place. I'm listening to

1 the exchange. And, boy, I tell you, the leadership
2 that you're exemplifying is the type of leadership
3 that more people need to know about.

4 Mr. Gilzean and Ms. Hoisington, Jon mentioned
5 something earlier, and I've never met Jon before,
6 and I want say to Jon, man, I love your spirit of
7 cooperation. I hate speaking after pastors, and
8 there was a pastor that spoke earlier, and I said,
9 man, he's taking all of my talking points here.

10 But then I listened to other speakers, and
11 what I hear is I hear the spirit of cooperation.
12 What I hear is I hear that we want to get things
13 done, that we're tired of listening to people talk
14 the talk, we're ready to walk the walk. I hear
15 about affordable housing. I'm listening about
16 services to youth, and I'm excited about what we're
17 talking about here today, but I want to tie it in
18 to some of the other things that are in existence.

19 When we talk about the Live Local Act and how
20 it ties into privatization, how it ties into
21 contracting, how it builds upon communities.
22 Bishop Cobaris spoke about children services, and
23 that's what I was going to speak about. Everything
24 that he's talking about, I'm sitting back saying,
25 come on, man, cut that, that's my part.

1 But when we talk about engaging in
2 communities, we're talking about not leading by
3 popularity, we're talking about making the hard,
4 tough decisions. And I'm listening to
5 veteran-owned businesses stand up here and make a
6 plea to this Board that they want to be engaged.
7 They want to be involved, but there's a rippling
8 effect to it. There's a rippling effect that
9 impacts communities. There's a rippling effect
10 that impacts economies, sustainable work forces.
11 And so when we have these conversations -- and I
12 was going to talk about dedicated funding sources.

13 I was the deputy secretary of the State
14 Department of Juvenile Justice, \$740 million budget
15 operation. I was the former Orange County
16 commissioner. We had to make decisions about a
17 \$7 billion budget. We had to make hard, tough
18 decisions, and I see that's no different than what
19 you guys are sitting up here doing today.

20 I just want to say to everybody sitting here,
21 and also just address it to the Board, and your
22 leadership. I'm excited. I'm a Florida native.
23 Thirty-three years living in Central Florida, and
24 I've sat in board rooms such as this over my
25 career. I sit on boards. I'm sitting here taking

1 notes, and I've never been more excited than I am
2 today because I see new opportunity. I see the
3 ability for everybody to come to the table. And
4 when I say everybody, I mean everybody. I just
5 want to say to this Board, thank you for your
6 leadership, leading is not easy, and it doesn't
7 appear that you're leading by popularity, you're
8 making the tough decisions. Thank you.

9 CHAIR GARCIA: Mr. Love, let me just ask you a
10 question. Did you play baseball?

11 MR. LOVE: I played football.

12 CHAIR GARCIA: Okay. Well, from listening to
13 your presentation, if you played baseball, you
14 would have been a great clean-up batter, sir.

15 MR. LOVE: Thank you. Appreciate it, thank
16 you.

17 CHAIR GARCIA: Next, that does it for the
18 public comments. And now the consent agenda. The
19 only thing on the consent agenda is our minutes
20 from the last meeting. Is there a motion?

21 MR. AUNGST: Move approval.

22 CHAIR GARCIA: Is there a second?

23 MR. BARAKAT: Second.

24 CHAIR GARCIA: Any discussion?

25 All in favor, please indicate by saying aye.

1 THE BOARD: Aye.

2 CHAIR GARCIA: Okay. Let the record reflect
3 that the motion passes unanimously.

4 Next, Mr. Gilzean, management report.

5 MR. GILZEAN: All right. You know, our
6 awesome union president stole some of my thunder,
7 and then the Chair stole some of my thunder, so
8 this is going to be a relativity quick report.

9 All right. So our district has several
10 positive developments that I'm proud to report.
11 First, I have a status update on the operations of
12 the fire department's impressive staffing numbers.
13 I will also provide a brief fiscal overview report
14 to the Board regarding the district's significant
15 cost-saving program.

16 We have positive developments as we work
17 towards a resolution regarding our tax liability
18 for our employees and retirees. And, lastly, I
19 have some personnel consideration for the Board,
20 including our supplemental performance award policy
21 for staff members.

22 I would like to begin with the fire
23 department. Our acting chief, Eric Ferrari, has
24 been completely dedicated to the mission. His
25 determination to fully staff our fire department

1 with the very best has led to safety and well-being
2 for all who work and play within the district.
3 Earlier this year the district include -- increased
4 the starting pay of firefighters/paramedics by
5 \$10,000 to the current salary of \$65,000. This
6 places our fire department as one of the region's
7 top five paid fire departments.

8 In less than a week our fire department will
9 be fully staffed. Let me say that again. In less
10 than a week we will be fully staffed. It is
11 estimated that the district will be one of only a
12 few regional departments to achieve this status.
13 There are several factors that contributes to this
14 operation excellence. To name a couple, the
15 district will prioritize compensating our
16 firefighters fairly, but it also has a reputation,
17 as you heard earlier, that this is the greatest
18 place to work.

19 Additionally, our district is unique about --
20 regarding the number of tourists who visit
21 throughout the world, and their safety is our top
22 priority. I would like to take a few seconds to
23 bring up my good acting fire chief, Eric Ferrari,
24 to say a couple words.

25 MR. FERRARI: Thank you, Mr. Gilzean. Good

1 morning, Chairman Garcia, and members of the Board.
2 I'm Eric Ferrari. I'm the acting fire chief of the
3 Reedy Creek Fire Department. Thank you for those
4 comments. Just a little more detail about that.

5 So it was just over three months ago I was
6 appointed to the position of acting chief, and, as
7 such, I immediately created a list of priorities
8 for the department knowing exactly where our needs
9 were. You can only have one absolute priority in
10 order to have a priority list, and I made that
11 priority staffing. This department, for pushing
12 almost ten years, has not been fully staffed with
13 all frontline positions.

14 So I met with my leadership team and set the
15 direction, set the goals. A tough accomplishment
16 because I set the benchmark that I wanted it done
17 by the end of the year. An incredible number of
18 resources, hours, time spent in multiple
19 interviews, physical assessments, practical
20 assessments, multiple levels of leadership team,
21 several hundred applicants across every position in
22 the department. A grueling, grueling task.

23 Some of the staff even came back and asked
24 could we push the deadline out to January or
25 February. We stayed the course. I told them we'll

1 reap the reward in the end. And on December 11th,
2 with the onboarding of the 20-plus new hires in the
3 fire department, including 911 dispatch, paramedic,
4 and firefighter/paramedic, we will be completely
5 and fully staffed across all positions. And we
6 will experience the change to our staffing in about
7 six weeks when some of those people will be
8 released from their orientation.

9 We have a plan to orient them through the
10 holidays. Even that took some creativity on behalf
11 of the leadership team. I must take a moment to
12 commend them and all of the rank and file that
13 contributed to the assessment process because it
14 was a lengthy five-to-six-week process where they
15 were in interview rooms and out on training grounds
16 assessing dozens and dozens and dozens of
17 candidates.

18 And, ultimately, this will impact our work
19 force because we are experiencing a high volume of
20 forced overtime. People that are expecting to go
21 home at 8:00 in the morning, and then get called
22 and say you can't go home, you have to stay,
23 because we do continue to deliver great service to
24 our community. That was never affected. This
25 ultimately will bring some relief to our workforce,

1 much needed workforce.

2 As their fire chief, I heard them. I knew
3 exactly what they wanted and what we wanted as a
4 department to continue to deliver great service,
5 and, most of all, take care of the great people,
6 the men and women, that make up our fire
7 department. Thank you.

8 CHAIR GARCIA: Thank you.

9 MR. AUNGST: Mr. Chair. Chief Ferrari, thank
10 you for your leadership and your service. And,
11 Mr. Gilzean, thank you for your leadership. And
12 Mr. Shirey, thank you for your collaborative
13 leadership. When I first got involved about, I
14 guess, ten months ago now, one of the biggest
15 concerns I had in speaking to our men and women in
16 our fire department was that the staffing level had
17 not been increased since the 1980s, which, along
18 with a lot of frontline vehicles that were over 15
19 years old, really had me concerned. And in a very
20 short period of time, with your leadership and
21 Glenn's leadership and Jon's leadership, we've been
22 able to really accelerate bringing this department
23 where it needs to be as the best department in the
24 State of Florida. So I want to thank you-all, all
25 three of you, and I want to let the men and women

1 of the fire department and all of our team members
2 know how much we appreciate you. And we're not
3 going to stop until this is the absolute best place
4 to work. So I appreciate it. Thank you.

5 MR. FERRARI: Thank you very much.

6 CHAIR GARCIA: Thank you for your comments,
7 Supervisor Aungst, and thank you, Chief, for your
8 comments.

9 MR. FERRARI: Thank you.

10 MR. GILZEAN: All right. Next item, so one of
11 our other top priorities of the district has been
12 promoting good financial stewardship of taxpayer
13 dollars. To that end, we restructured our
14 purchasing process. The Board adopted a new
15 procurement policy. We opened every contract up
16 for bidding while prioritizing local and
17 veteran-owned business.

18 Contained within the economic impact report,
19 as of November 30th, three months in, we have saved
20 all taxpayers \$4.2 million. Let me say that again,
21 \$4.2 million. And I couldn't have done this
22 without the help of Tiffany Kimball and her
23 procurement team because they worked diligently to
24 ensure that taxpayer dollars are being spent in the
25 most efficient, and ensuring that also we have the

1 highest quality of service, as well.

2 So in addition to that, as you heard from some
3 of the public speakers, we have over \$15 million
4 worth of new vendors to the district. We know that
5 when you bring competition in, prices go down. And
6 of that 15 million, 9 million went to companies
7 that were headquartered right here in our backyard.

8 I'm proud to say, we're just getting started.
9 And to that end, I'm going to put us some breaking
10 news, breaking news. I have a goal that I'm going
11 to go on the record and say that we're going to
12 save this district, we're going to save all
13 taxpayers, roughly \$8 million, just through our
14 procurement policy. Take that to the bank. I want
15 you to hold me accountable to make sure that we
16 achieve that before the end of this fiscal year.

17 So in addition to fairly bidding these
18 contracts, with the help of our procurement team,
19 we've launched a new bidding website in partnership
20 of PlanetBids. This website -- and also our
21 awesome IT team, who has gone up and beyond to make
22 this happen prior to the deadline, so kudos to
23 Yenni and her amazing team.

24 This website includes a cutting edge
25 transparency that, that way, anyone from the public

1 may access all bidding documents, all contracts
2 that the bid -- the district solicits. If that's
3 not transparency, I don't know what it is. With
4 this platform, our Buy Local now, veteran-owned,
5 opportunity vendors can also be shared with other
6 local governments to strengthen our ties within the
7 community. So kudos to everyone involved with
8 that. For the record, you have -- oh, there it is,
9 \$4.2 million saved. Voila.

10 All right. Moving on. The next item I'd like
11 to discuss, our proposed resolution to
12 outstanding -- outstanding tax liabilities. And
13 through the review of our previous operations at
14 the district, it was discovered that the previous
15 leadership decided not to collect the legally taxes
16 obligated from employees for receiving the seasonal
17 pass benefits. Even though this is owned by
18 employees, it didn't seem fair that our great
19 employees should be hit with several thousand
20 dollars due to poor decisions by the previous
21 leadership.

22 Since discovering the issues, we've worked
23 with our legal counsel, our financial team, and a
24 tax expert to find a resolution that didn't punish
25 our employees and retirees. I would like to thank

1 Susan and our finance department. I am pleased to
2 present to the Board that we found a resolution to
3 this matter that will take care of this issue. We
4 have submitted a proposal -- proposed resolution to
5 the IRS and awaiting their response. As soon as we
6 have word from the IRS, we will alert our employees
7 and retirees that this matter is fully resolved.

8 I want to be clear when I say this. The
9 concerns about the prior Board and district
10 administration is not a representative view of my
11 view of all of CFTOD employees. I deeply
12 appreciate the hard work and dedication of almost
13 all 400 of our employees who have -- who are here
14 and who are showing up each and every day and
15 dedicated to the work and the mission, and I -- to
16 that, I thank you.

17 The next order of business to talk about is
18 the end-of-year holidays off. Our good friend, Jon
19 Shirey, has already beat me to the punch. So thank
20 you, sir. But the district administration -- I
21 want to thank also Governor Ron DeSantis for
22 prioritizing the well-being of State employees. In
23 line with the Governor's granted -- in line with
24 what the Governor granted to State employees, CFTOD
25 staff will be granted the same holidays, as well.

1 These days are off in addition to the regular
2 office closures at the end-of-the-year break. I
3 also want to thank the Board and district
4 administration team for assuring the safety,
5 wellbeing and work-life balance for all employees
6 and keeping that as top of mind as we transition to
7 an independent government.

8 This brings me to our new supplemental policy
9 for your review, members of the board. Over the
10 past several months, staff has risen to the
11 occasion ensuring that the transition of this new
12 leadership is seamless, despite what the media
13 tries to sensationalize, and our operations are
14 stronger than ever. And that is because the -- our
15 most valuable resource are staff. Every employee
16 in the district shows up to work, putting all into
17 making sure that this government functions
18 efficiently, precisely, and excellently, in the
19 interest of our taxpayers and the millions of
20 visitors.

21 I want to leave you with this, Mr. Chairman,
22 and members of the board: We have the brightest,
23 the most talented people in the world coming
24 together to form what is going to be -- I will
25 argue and say now -- the best government in Florida

1 here at CFTOD. I am proud of our employees and
2 everything that they've accomplished through their
3 collective and individual service.

4 Those who want a copy of the items presented
5 today, they may retrieve them on
6 oversightdistrict-newsroom after 2:00 p.m. today.

7 Now I want to formally deliver you the
8 supplemental performance award policy to the Board,
9 and I ask that you vote in favor of this award.
10 The floor is yours, Mr. Chairman.

11 CHAIR GARCIA: I see that Supervisor Aungst
12 has something to say. The floor is yours.

13 MR. AUNGST: Mr. Chair, as usual. I'll try
14 and keep it concise, but, again, Mr. Gilzean, the
15 product of your leadership is evident, and that is
16 that we are creating, in my view, the example for
17 local involvement in the State of Florida, and
18 that's our goal, and we're getting there. We're
19 getting there a lot quicker than a lot of people
20 think we are or from what you read.

21 The best example -- one of the best examples
22 is the website. That procurement website is fully
23 transparent. When I first walked in this room, one
24 of the things I asked the old leadership was why
25 isn't anything on the website, why can't I find the

1 documents, why can't I find the Board packet, why
2 can't I find the minutes? And the answer was,
3 Well, we get a lot of public records requests, and
4 we don't really want people to know what Disney is
5 doing.

6 And so I think when you see the accessibility
7 of this Board, the accessibility of Mr. Gilzean,
8 the fact that we're building relationships, not
9 just with our employees, not just with our
10 taxpayers, but also with the community and the
11 communities that surround us, getting involved with
12 chambers of commerce, engaging business leaders,
13 engaging people, that can help us take this
14 district to the next level.

15 All that brings me to say, I have the
16 privilege of dealing with local government
17 employees throughout the state every day in what I
18 do for work, and I can tell you that we have the
19 best employees in the state. And this supplemental
20 performance award that Mr. Gilzean has come up
21 with, this is his idea, is something that is well
22 deserved and is earned. You-all are valued, and
23 that you-all have a significant impact on the
24 quality of this very, very special place. And we
25 appreciate each and every one of you, and I am very

1 excited to be able to provide this to you-all, and
2 I appreciate Mr. Gilzean bringing it to us for a
3 vote.

4 CHAIR GARCIA: Well, does that conclude your
5 management report?

6 MR. GILZEAN: Yes, sir.

7 CHAIR GARCIA: Well, thank you for the report,
8 and, more importantly, thank you for your
9 leadership, sir.

10 That takes us to new business. First item is
11 8.1, which is the supplemental performance award
12 policy that Supervisor Aungst and Mr. Gilzean just
13 spoke to. So let me just comment briefly on this.

14 Mr. Gilzean has asked the Board to approve a
15 one-time supplemental performance award for the
16 staff. I'm in favor of it. Let me explain why.
17 When the Board was appointed ten months ago, no one
18 could have predicted that we would inherit a public
19 policy mess, let alone a colossal one. We quickly
20 discovered that the district had conflicting
21 general counsel, no Board policies, and even lacked
22 a chief financial officer. Straight away we went
23 to work to right the ship.

24 First, we hired a leading law firm that
25 specializes in representing municipalities to serve

1 as our general counsel. Next, we hired a
2 registered financial and municipal advisor that
3 specializes in representing state and local
4 governments. After additional discoveries
5 involving the deficiencies in internal operations,
6 we hired a new district administrator, Mr. Gilzean.

7 He, together with our general counsel, helped
8 us design and implement an array of policies that
9 will finally, after 55 years, promote the public
10 good by governing the district as an independent
11 government agency. These policies immediately
12 succeeded producing greater transparency over
13 district operations, a system for more accurate and
14 honest financial reporting, and a channel for
15 employees to report any grievances.

16 They also established this procurement process
17 that we're so proud of, and you just heard the
18 numbers, \$4.2 million in savings. Over \$15 million
19 for new contracts to people that never had an
20 opportunity to bid on district work and are now
21 receiving it. You've seen the small businesses
22 that have come out to express their gratitude, and
23 all that is due to Mr. Gilzean's leadership and of
24 the work of our staff here at the district. He
25 didn't do it by himself. And it's his idea, this

1 performance award is Mr. Gilzean's idea.

2 So to despite -- despite efforts, both within
3 and outside of the district to undermine some of
4 this essential progress, many -- many members of
5 our staff proudly and eagerly welcomed these
6 changes. To recognize their efforts during this
7 initial period of significant change, the Board is
8 going to consider Mr. Gilzean's proposal for a
9 one-time supplemental performance award. Do you
10 have anything further to say other than what you've
11 already said in your management report?

12 MR. GILZEAN: No, sir.

13 CHAIR GARCIA: Are there any other comments
14 before I ask for a motion on the performance award?

15 Hearing none, is there a motion that we
16 approve it?

17 MR. PERI: So moved.

18 MR. BARAKAT: I'll second.

19 CHAIR GARCIA: Any further discussion?

20 Hearing none, all in favor, indicate by saying aye.

21 THE BOARD: Aye.

22 CHAIR GARCIA: Let the record reflect that the
23 motion passes unanimously. Thank you again,
24 Mr. Gilzean.

25 MR. GILZEAN: Thank you.

1 CHAIR GARCIA: Okay. Now we turn to Item 8.2,
2 and this relates to the audit report that was
3 posted on our website Monday night. So let me give
4 you just a little bit of perspective about this
5 independent audit report. Legislation passed
6 earlier this year obligating to the board of
7 supervisors to submit to the Governor and Florida
8 legislature an audit report by February 24th that,
9 "A report that includes a review of all remaining
10 powers and authorities," vested in the district.

11 The board prepared to comply with this
12 statutory obligation. First, we sought the advice
13 of our general counsel. He outlined the substance
14 and form of the appropriate independent audit to be
15 submitted to the elected officials in Tallahassee.

16 Next, we worked with the district's legal team
17 to conduct a nationwide search to evaluate,
18 interview, and ultimately select leading experts in
19 pertinent fields to contribute to the audit. Those
20 experts included the following: one, a renowned
21 legal scholar with expertise in property law,
22 land-use planning, and economics.

23 Two, a national land-use firm with extensive
24 planning experience here in Central Florida.

25 Three, a forensic accountant with prolific

1 experience conducting investigations for the U.S.
2 Securities and Exchange Commission, the U.S.
3 Department of Justice, and the U.S. Marshal
4 Service.

5 Four, a prominent municipal adviser to both
6 the municipal securities, rule-making board, and
7 the U.S. Securities and Exchange Commission.

8 And then, finally, several imminent law firms
9 with collective experience in investigations,
10 Florida general law, municipal law, governance,
11 conflicts of interest, and civil and criminal
12 malfeasance.

13 The Board successfully met its obligations.
14 These experts prepared an independent audit, which
15 was posted on our website Monday evening, and will
16 be delivered to the appropriate Florida elected
17 officials this week if the Board approves it today.

18 This audit, this independent audit, is 80
19 pages containing history, forensic results,
20 analysis, policy recommendations, several
21 independent expert reports, as well as 77 exhibits.
22 So this comprehensive report, here it is
23 (indicating). It's posted on the website, and
24 you're -- you're welcome to visit it.

25 In addition to our general counsel, I've asked

1 three of the experts who contributed to the audit
2 to make recommendation at our meeting today. And I
3 will now turn it over to our general counsel, who
4 spearheaded this effort to generate this
5 independent audit for the district. Mr. Ardaman.

6 MR. ARDAMAN: Thank you, Mr. Chairman, board
7 members. I've been asked to identify the
8 qualifications of the experts. I'd like to kick
9 that off -- the way I'm going to do it with your
10 permission is to talk about the qualifications of
11 the three experts in the order that they will
12 appear before you.

13 The experts and the attorneys and the legal
14 scholars that researched and investigated and
15 prepared their reports. Their insights and their
16 assistance in compiling this report or audit are
17 some of the most highly qualified and renowned
18 individuals and firms in the country, as alluded to
19 by our chairman.

20 The first expert that you will hear from this
21 morning is William Jennings. The district hired
22 William Jennings, senior director at Delta
23 Consulting Group, to review accounting information
24 and related financial policies and practices, and
25 to conduct an independent review and forensic

1 accounting investigation of the district's past and
2 present financial and related matters.

3 Mr. Jennings has more than 40 years of
4 in-depth experience in forensic accounting, fraud
5 investigation, and asset recovery services. He has
6 provided expert testimony in numerous domestic and
7 international courts. Bill has conducted
8 investigations for the United States Securities and
9 Exchange Commission, the SEC. He's done the same
10 for the United States Department of Justice and the
11 United States Marshals Service.

12 Excuse me. Mr. Jennings has a bachelor of
13 science in accounting, and he has an MBA. He is a
14 certified public accountant, accredited in business
15 valuation, ABV. He's certified in financial
16 forensics as a CFF. All designations issued by the
17 American Institute of Certified Public Accountants.
18 The CFF credential signifies the existence of
19 specialized forensic accounting skills and
20 experience that include forensic accounting
21 investigation.

22 He is a certified fraud examiner, CFE, through
23 the Association of Certified Fraud Examiners, which
24 signifies a requisite expertise in the prevention
25 and detection of fraud. Also, he is a private

1 detective licensed in the State of Illinois.

2 Mr. Jennings has provided expert testimony before
3 federal courts throughout the country: The U.S.
4 Bankruptcy Courts and Securities and Exchange
5 Commission, and multiple other regulatory agencies.
6 Bill Jennings has written the textbook, Fraud
7 Investigation and Forensic Accounting in the Real
8 World, for the largest textbook publishing house in
9 the United Kingdom. That's the first one you'll
10 hear from.

11 The second one is Professor Donald J. Kochan,
12 K-O-C-H-A-N. Sounds like ocean, when I first met
13 Professor Kochan. The district hired Donald J.
14 Kochan, a professor of law, and executive director
15 of the law and economics center at George Mason
16 University Antonin Scalia Law School to produce a
17 report to identify whether there were any
18 constitutional and structural strengths or
19 infirmities existed in the former RCID.

20 Professor Kochan previously was the associate
21 dean for research and faculty development and the
22 Parker S. Kennedy professor in law at Chapman
23 University's Dale E. Fowler School of Law. And an
24 Olin, O-L-I-N, fellow at the universal --
25 University of Virginia School of Law, and visiting

1 assistant professor of law at George Mason's Scalia
2 Law School.

3 Professor Kochan is an elected member of the
4 highly selective American Law Institute, ALI, and
5 serves as an adviser to ALI's Restatement of the
6 Law Fourth Property project, by appointment by the
7 executive director of the ALI. He is also an
8 elected life fellow of the American Bar Foundation.
9 Professor Kochan has an extensive set of
10 presidential appointments to leadership positions
11 and committees and councils at the American Bar
12 Association.

13 Professor Kochan's scholarship focuses on
14 areas of property law, constitutional law,
15 administrative law, local government law, natural
16 resources and environmental law, and law in
17 economics. He has published several books,
18 including the treatise on property and law use
19 titled, The Law of Neighbors, and more than 50
20 scholarly articles and essays. Professor Kochan's
21 work has been cited and/or quoted in more than 800
22 scholarly articles written by his academic peers.
23 Professor Kochan has been cited and quoted
24 favorably in dozens of books, including in leading
25 textbooks and treatises on land use law, local

1 government law, property law, administrative law,
2 constitutional law, law in economics, agency law,
3 business associations, civil procedure, and
4 environmental and natural resources law.

5 Professor Kochan's scholarship and research
6 has been cited and/or quoted in more than a dozen
7 state and federal court opinions, and in more than
8 75 briefs filed in state and federal courts,
9 including more than 25 filed in the United States
10 Supreme Court.

11 I have to make this one last point, it's
12 pretty impressive, of recognition of Professor
13 Kochan. In an amicus brief from Dr. James
14 Buchanan -- he was the economist who won the Nobel
15 Prize for economic studies for his development of
16 public choice theory, otherwise known as the
17 interest group theory of governance -- points
18 critical to the analysis in Professor Kochan's
19 report presented here today. In Dr. Buchanan's own
20 brief to the United States Supreme Court in the
21 famous Kelo versus City of New London case, many of
22 you here, even if you're not lawyers, know about
23 this case. It's been covered by the media for
24 years. Dr. Buchanan endorsed, quoted, and cited
25 Professor Kochan's expertise and innovative work in

1 this field of law and economics. Dr. Buchanan
2 relied upon Professor Kochan's work in that brief
3 because Professor Kochan was the first scholar to
4 apply public choice theory, the theory Dr. Buchanan
5 fathered and for which he won the Nobel Prize, to
6 reveal the real world dynamics behind private
7 interest capture of eminent domain power.

8 The third individual expert you'll hear today
9 is an attorney, but not just any attorney. His
10 name is David H. Thompson. He is the managing
11 partner of Cooper and Kirk. Mr. Thompson joined
12 that firm as its founding -- at its founding.
13 Mr. Thompson has extensive trial and appellate
14 experience in a wide range of matters, has secured
15 victories worth billions of dollars. He has
16 litigated cases in over 30 Federal District Courts,
17 argued in each of the 13 Federal Circuit Courts of
18 Appeal in the country, and argued before the United
19 States Supreme Court, as well as many state courts.

20 Mr. Thompson was awarded an A.B. degree, magna
21 cum laude, from Harvard University in 1991 where he
22 was elected to Phi Beta Kappa. In 1994,
23 Mr. Thompson received a J.D. degree, cum laude,
24 from Harvard Law School.

25 Those are the three that you'll hear from

1 today, Mr. Chairman, vice chairman, and board
2 members, and members of the public and team, but I
3 would like to touch on three other experts briefly
4 that were integral in to this report and the
5 district's work.

6 The district hired Kimley-Horn to develop an
7 urban planning report on the RCID in cities of Bay
8 Lake and Lake Buena Vista to prepare the
9 Kimley-Horn report for this overall report.
10 Kimley-Horn is one of the premiere planning,
11 engineering and design consulting firms in the
12 United States with over 7,000 employees. In 2022,
13 the firm ranked number one among building, design,
14 and construction's top 80 engineering firms in
15 their 2022 Giant's 400 report. Every year since
16 2008, Kimley-Horn has been recognized by
17 Engineering News Record as one of the nation's top
18 green design firms with more than 100 of the firm's
19 professionals earning LEED, L-E-E-D, all caps,
20 accreditations.

21 Kimley-Horn assembled a team of experts,
22 including urban planners, civil and environmental
23 engineers, and transportation planners to
24 contribute to their report. Kimley-Horn also has
25 worked with Professor Kochan on providing Professor

1 Kochan with information for Professor Kochan's
2 report.

3 The district also hired Public Resources
4 Advisory Group, PRAG, P-R-A-G, to serve as an
5 independent financial adviser to the district.
6 PRAG is a nationally recognized independent
7 financial adviser that serves state and local
8 governments. It is registered as a municipal
9 adviser with the securities rule-making board and
10 with the U.S. Securities and Exchange Commission as
11 a registered investment adviser. Memoranda
12 relating to their work are contained in the report.

13 The district also hired Raftelis to serve as a
14 utility rate setting expert in relation to the
15 district's labor services agreement with Reedy
16 Creek Energy Services, RCES, a wholly owned
17 subsidiary of the Walt Disney Company. Raftelis
18 provides management consulting expertise to local
19 governments and utilities, including in the areas
20 of finance assessment, technology, and strategic
21 planning.

22 These are the principals, Mr. Chairman, vice
23 chairman, and board members, but there were others.
24 These are the ones I wanted you to hear about, and
25 the public to hear about, as well.

1 CHAIR GARCIA: And, Mr. Ardaman, from your
2 comments, I understand Mr. Jennings will present
3 first.

4 MR. ARDAMAN: Yes, Mr. Chairman. The thought
5 is Bill Jennings will present to the Board first,
6 then Professor Donald J. Kochan, and then Attorney
7 David Thompson from the Cooper Kirk firm.

8 CHAIR GARCIA: Okay. Mr. Jennings.

9 MR. JENNINGS: Good morning. Good morning,
10 Mr. Chairman, and thank you, Mr. Ardaman, for your
11 kind remarks. My name is Bill Jennings. I am, as
12 Mr. Artaman said, a senior director at Delta
13 Consulting Group. I do have more than 40 years'
14 experience in conducting forensic accounting
15 investigations, and was contacted by attorneys
16 representing the Board to conduct a forensic
17 accounting investigation of the district.

18 The only instructions I was given were that I
19 was not to speak to the other experts who had been
20 retained by the Board, and that I was to conduct my
21 investigation in a complete and independent manner
22 without any interference from the attorneys or
23 others, and so I was given pretty wide reign.

24 I originally came out in August of this year
25 and met with Mr. Gilzean and other employees of the

1 district, and the primary purpose of that first
2 encounter was to identify issues that myself and my
3 team would then investigate.

4 We sat down with a number of the employees of
5 the district in that initial meeting. We gathered
6 documents. We did a lot of independent research
7 and then developed a plan. We identified certain
8 issues that we thought required further
9 investigation, and we developed procedures to
10 investigate those issues. Those procedures
11 included a massive collection of both hard copy and
12 electronic data and evidence.

13 Also, we did a lot of independent research
14 consulting not only publicly available information
15 but other public records that were also accessed or
16 available to us. We had -- we also then --
17 following those steps, we interviewed many
18 employees of the district, and we worked on that
19 second phase from September through the end of
20 November, and spent a fair amount of time here at
21 the district office, and also touring the entirety
22 of the district to actually make physical
23 observations and photograph the various
24 manifestations of the district's responsibilities,
25 including roads, water-controlled projects,

1 utilities, and the like.

2 We have a number of findings. They're
3 included in a written report that we submitted to
4 the attorneys on November 24th. It's quite
5 extensive. It runs well past 80 pages in terms of
6 its narrative, and then, of course, there are
7 numerous attached exhibits. So I'm not going to be
8 able to go page-by-page, but I did want to
9 highlight some of the more significant findings.

10 One of the things we looked at were the use of
11 American Express cards, district American Express
12 cards, by district employees. We selected
13 Mr. Classe and several other employees and got the
14 records related to their American Express
15 expenditures going back to 2021. We didn't find
16 very much except with respect to expenditures by
17 Mr. Classe.

18 During the period from 2021 through 2023,
19 Mr. Classe spent approximately a hundred thousand
20 dollars on what were described as public
21 relations -- or, sorry, not public relations,
22 personnel relations activities. These would be a
23 variety of parties in remembrance of staff that
24 were past staff, current staff, members who are
25 being recognized for a variety of reasons. And

1 then also in a separate category, spent about
2 \$80,000 on events. These included town hall
3 meetings, parties for residents of the cities of
4 Bay Lake and Lake Buena Vista and other related
5 events. And then approximately 20 -- I'm sorry,
6 \$27,000 on entertainment. This included various
7 golfing activities, as well as local sporting
8 events.

9 We noted that the existing written policies
10 and procedures related to American Express,
11 district American Express expenditures, were
12 followed except in one instance, but that,
13 essentially, Mr. Classe had the ability to override
14 any of the procedures.

15 We then identified another, more significant
16 matter, which was this thing that Mr. Gilzean
17 talked about related to Disney park passes and
18 discounts at Disney venues given to district
19 employees. I think it's important to understand,
20 and we didn't realize this at the beginning of our
21 work, but, actually, originally, all the district
22 employees were Disney employees. There wasn't a
23 separate district payroll until 1998, and so these
24 employees had received, as Disney employees, just
25 as other Disney employees all received, park passes

1 and discounts at Disney venues. When the separate
2 payroll was created, a process was initiated, and
3 we were unable to find an agreement that required
4 this or supported this practice, but what Disney
5 would do is it would calculate all of the amounts
6 that were given to district employees in park
7 passes and discounts and then bill those back to
8 the district, several million dollars a year.

9 This is very important, and, you know, again,
10 all -- we have no opinions about things. Our --
11 our job was simply to report the facts. But the
12 fact is that in many of the situations that I've
13 investigated, you know, people tend to function in
14 terms of their own best interest. And so one of
15 the problems that we noted with the park passes and
16 the discounts was that that would give the district
17 employees a sense of being beholden to Disney,
18 you know, that they were receiving these things
19 from Disney and would, therefore, owe some loyalty
20 to Disney.

21 The other problem, though, was a more
22 immediate problem, and I raised it to Mr. Gilzean's
23 attention when I first discovered it, and that is
24 this notion that these benefits actually
25 represented taxable income for the employees which

1 was not reported to the IRS. Now, this wouldn't
2 have been so bad except there were two district
3 employees, the former CFO and the former human
4 resources manager, who raised this issue back in
5 2018 with Mr. Classe and were told that they should
6 put aside their concerns and not raise the issue
7 again because the passes and the discounts were
8 given to -- as a training device for district
9 employees. Of course, that leaves out the fact
10 that they also included other household members.
11 And we did raise this issue, and Mr. Gilzean dealt
12 with it very promptly in his own way.

13 Another thing that we found related to the way
14 that the district procured products and services,
15 so this is the procurement process Mr. Gilzean
16 referred to earlier. What we found was that there
17 were very few written policies around procurement,
18 and the ones that we discovered had some odd
19 elements to them. For instance, with respect to
20 items that would be, in total, less than \$200,000,
21 the departments, essentially, could make their
22 procurement decisions. They did not have to follow
23 any process that included the district's
24 procurement department.

25 The other thing was that certain types of

1 products and services, and, of course, this was
2 really at the discretion of the departments, could
3 be classified as a type-A contract. And, in that
4 situation, the contract could be given to anyone
5 that, among other things, the district -- or the
6 department leader or department members felt good
7 about. That's a very strange concept in
8 procurement. And the problem with that type of
9 process is that it -- you know, and, again, my
10 other work over the past 40 years, creates the
11 opportunity for corruption. So, in other words,
12 this creates an opportunity for people to receive
13 gifts from vendors in exchange for their agreement
14 to feel good about them.

15 But there's a bigger problem here, and one of
16 the things we also found was that even in the cases
17 where the contract amounts exceeded \$200,000, when
18 they were put out to bid, they were put out to bid
19 to a closed vendor list that had not been expanded
20 in many, many years. And so it was essentially a
21 closed loop. This creates that same problem. In
22 other words, if you want to stay in the closed
23 loop, you do what's necessary to make sure the
24 department heads and the other department employees
25 feel good. And that, again, raises the -- the

1 opportunity for corruption, bribery, that sort of
2 thing, but also it creates a bigger problem, which
3 is, it suppresses competition.

4 And that has two effects. One is from the
5 district standpoint, as the victim of this, the
6 products and services that you're receiving from
7 this closed loop of vendors may not be the highest
8 quality products and services that you could
9 obtain. The other problem is that you may not be
10 obtaining them at the best price, that you're
11 paying a price that's higher than you would pay if
12 you were able to obtain these things in an arm's
13 length fashion.

14 Further, a closed loop like that, especially
15 in a large, geographic area, suppresses
16 competition. So you have no ability for other
17 businesses to be able to participate in that -- in
18 that economic opportunity. And so they don't --
19 they simply don't come to the district because
20 they're not welcome. They're not in the closed
21 loop, and so by definition they're out. They're
22 outside looking in, and so we -- we thought that
23 was a pretty significant problem.

24 Another thing that we identified related to
25 the -- there's a project that's called the World

1 Drive North Extension project, and the World Drive
2 North Extension project, essentially, is designed
3 to address some of these traffic problems that
4 you're talking about, but part of it -- part of
5 this -- the third phase of it, in any case,
6 requires there to be a -- a crossing of three holes
7 on a Disney-owned golf course. And so in a
8 situation like that, you know, there are two ways
9 that you can go. You can either negotiate with the
10 land owner to obtain the right to, you know, use
11 that land for the roadway, or you can go through
12 what I would think of as a condemnation proceeding.
13 In other words, for a governmental -- sovereign
14 governmental unit goes to court, basically, to be
15 able to -- to be able to access land that is owned
16 by a private citizen.

17 We talked to a number of employees, and we
18 looked at all the records that were available. As
19 it turns out, this was a negotiated agreement
20 between RCID and Disney in which RCID agreed to pay
21 \$7.7 million for the cost of moving those three
22 holes on the golf course. And, in fairness, we
23 were told by the employees that this was a great
24 economic deal, but the one thing we didn't find
25 anywhere was any sort of independent economic

1 evaluation that had been performed by anyone to
2 determine whether the 7.7 million would be the best
3 way to proceed, or if it would have been better to
4 go through a condemnation proceeding.

5 In that regard, another thing that we found
6 associated with roadways is that there were over
7 \$21 million of budgeted road improvements that were
8 never made between 2020, I believe, and 2023. And
9 we asked about that, and we were told that there
10 were environmental conditions and
11 over-aggressiveness by the head of the department
12 that would have been responsible for making the
13 improvements. But what we ultimately discovered is
14 that money actually became an \$18 million surplus
15 for the general fund, which is obviously a more
16 easily accessed fund for other purposes that might
17 be carried out under the auspices of the Board, the
18 RCID Board.

19 The other thing we found out, and this was
20 also by direct observation, was that of the money
21 spent, the money that was spent for road
22 improvements was spent to improve roads that would
23 be used by Disney customers. The roads that were
24 not the roads that would be used by Disney
25 customers were left unattended. And, in fact,

1 independent evaluations of their -- their current
2 condition revealed a decline in performance -- or a
3 decline in condition, rather, following in 2017.

4 Now, there's a further problem with this
5 because the district adopted an accounting
6 methodology that essentially, without boring you
7 with the details, requires that if you adopt this
8 methodology, you are agreeing to maintain the
9 assets that you are accounting for in this way in
10 their best condition. And so if you fail to do
11 that, you would likely be required to change the
12 accounting method. And if that happened, that
13 would have an impact on -- potentially,
14 potentially, on bond ratings and interest rates
15 paid by the district. And so we thought that was a
16 fairly significant thing.

17 The other thing that we identified was that
18 there was -- so this is a little bit of a nerdy
19 accounting thing, but the way things work in
20 accounting, is when you're constructing an asset --
21 in other words, before it's completed -- you
22 account for it as something called construction in
23 progress, meaning that you don't depreciate it.
24 And it's not viewed as an asset that is expected to
25 produce anything until you complete it.

1 We found a number of assets -- so this would
2 have been something -- tens of millions of dollars
3 in construction in progress that had not moved out
4 of construction in process (sic) since 2021. A lot
5 of the records we were given were 2021 forward.
6 Among these things was a very expensive, a
7 multi-million dollar piece of equipment that was
8 purchased for something called a typhoon
9 substation, but the building that it was supposed
10 to be housed in, in which it was supposed to be
11 function, had never been built, and so the
12 equipment is sitting in a warehouse.

13 We weren't -- a lot of the other equipment
14 related to utilities, and I'll explain why in a
15 minute that we weren't able to do much with that,
16 but a lot of the utility equipment also is in
17 construction process -- or progress and has not
18 moved to completed status.

19 The problem with that -- and, of course, I've
20 done a lot of work all over the world, especially
21 with utilities, electric utilities, is -- there's a
22 huge, incidentally, a nuclear power plant on the
23 island of Taiwan that has an enormous amount of
24 equipment, you know, billions of dollars of
25 equipment, that is sitting there becoming obsolete

1 and rusting. Water is pumped through it, but it
2 hasn't generated one bolt of electricity. And so
3 that's the problem is that it's not like this
4 equipment is, you know, permanent, that it can
5 always be placed into service, and so that's a
6 concern with that, as well.

7 One of the things that we were asked about
8 that produced an interesting answer, but was not a
9 problem for the district, related to who was paying
10 for policing in the district. And as it turns out
11 that when we first identified this issue in August,
12 we thought the district was paying for the
13 policing. Of course, that would be forbidden by
14 the district, the RCID's charter. And we did learn
15 that, in fact, that charter had not been violated;
16 that the policing was being paid for by Bay Lake
17 and Lake Buena Vista.

18 The problem is, is that the reason we thought
19 it was a problem to begin with is all of that
20 information, all of that accounting information,
21 for the cities and for the district, is actually in
22 the same general ledger, so the same accounting
23 records at the district. So the district does all
24 the accounting for the cities. Now, for the
25 policing payments, those were all made from bank

1 accounts that were owned by Bay Lake and Lake Buena
2 Vista, and so everything was fine from the, "Who
3 paid for the policing part."

4 But what we then discovered was that actually
5 the district provides all of the services for the
6 cities, for Bay Lake and Lake Buena Vista, under an
7 interlocal agreement that was entered into in 2022,
8 it's a 40-year agreement, and literally pays for
9 everything that the cities require in terms of
10 services except policing by the district. Now, the
11 problem with that is not everybody in the district
12 lives in Bay Lake or Lake Buena Vista. In fact,
13 the people live in Bay Lake -- residents of Bay
14 Lake and Lake Buena Vista are either current or
15 former Disney employees who were employed by Disney
16 for more than ten years and their family members.
17 And so the people who aren't those people are
18 paying taxes but not receiving the benefits because
19 those are actually going to the residents of the
20 cities.

21 The other thing that we discovered was that
22 the district actually has eight utilities that, to
23 a greater or lesser extent, provide critical
24 services to the district. So, naturally, we wanted
25 to investigate the utilities to see, you know, how

1 they were set up, how they were operating, and
2 perform the same sorts of procedures that we did
3 with the other manifestations of the district.

4 Unfortunately, I created quite the firestorm
5 when I asked the human resources manager to set up
6 an interview with the first utility employee. As
7 it turns out, the utility employees are all
8 employees of Disney. They are not district
9 employees. And I discovered that actually there's
10 not an easy way for Mr. Gilzean or other employees
11 of the district to interact with the employees of
12 the utilities. And we, in fact, were not permitted
13 to speak to any of them, nor were we permitted to
14 enter any of the physical manifestations of the
15 utilities.

16 One of the things I wanted to look at was the
17 electric generation plant. The thing that I did
18 discover indirectly was that actually the district
19 generates no electricity from that plant. It's a
20 co-generation plant. The district generates no
21 electricity from it. All the electricity in the
22 district is purchased from third parties and
23 delivered to the grid. And I was asking, well, why
24 are they maintaining this plant? And I was told by
25 one of the district employees that the reason for

1 the plant was that it would be there in case of
2 emergency.

3 Well, again, I didn't get to speak to anybody.
4 I certainly did not -- was not allowed to enter the
5 plant, but one thing I can tell you is unless it's
6 generating electricity using gas turbines, the time
7 to bring online any steam-generated electric plant
8 is -- is significant. And so the extent to which
9 it would be available in an emergency, in my
10 opinion, is highly questionable.

11 The one thing I will say, though, is that all
12 of the district employees were highly cooperative
13 with us and took great pains to get us the
14 information that we were requesting as part of our
15 investigation. And, you know, I found it to be an
16 entirely -- an entirely cooperative and
17 effective -- effective environment to work in.
18 Thank you very much, Mr. Chairman.

19 CHAIR GARCIA: Mr. Jennings, thank you for
20 your comments. And I think what makes the most
21 sense is let's hear from our other two experts, and
22 then we'll ask questions at the end. The only
23 thing I want to make clear, Mr. Jennings, is that
24 the utilities that you refer to are owned by the
25 district, correct?

1 MR. JENNINGS: That's correct. The assets,
2 the assets. The power plant I talked about and the
3 other assets that are the utility assets are
4 actually owned by the district. It's only the
5 employees that are Disney employees.

6 CHAIR GARCIA: Yes. And despite the fact that
7 the district owns those assets, Disney did not give
8 you access to them; is that correct?

9 MR. JENNINGS: That is correct.

10 CHAIR GARCIA: Okay. Thank you.

11 Professor Kochan, you're up next.

12 PROFESSOR KOCHAN: Thank you. I want to just
13 confirm everyone can hear me.

14 CHAIR GARCIA: We can.

15 PROFESSOR KOCHAN: Great. Thank you,
16 Mr. Ardaman. Thank you, Mr. Chairman,
17 Mr. Administrator, and Board members for the
18 opportunity to complete this important study and
19 for the chance to present to you today my summary
20 if its key findings.

21 I regret that I could not travel to be with
22 all of you today in person due to health issues,
23 but I'm glad for this virtual alternative and look
24 forward to seeing you-all in person soon.

25 I'd also like to thank Bill Jennings for the

1 summary of his report. As Mr. Jennings mentioned,
2 our investigations proceeded independently, yet,
3 what I think you'll see by the conclusion of my
4 remarks and by reading my reports, is that they are
5 highly complementary.

6 Indeed, to a scholar like myself, the detailed
7 investigative work that Mr. Jennings did provided
8 supporting facts for what are my theoretical
9 predictions and then what are the theoretical
10 predictions that the fields of my research would
11 provide is extremely useful. It also helped prove
12 the validity of the theories in a way that add
13 significant power to this report.

14 So I feel that the factual findings I was able
15 to develop, as well as the theoretical backdrop,
16 combined with Mr. Jennings' own findings as well,
17 as well as those by the other experts in the
18 district itself, are quite enlightening.

19 As noted, I am Donald Kochan, and I'm a
20 professor of law at George Mason University's
21 Antonin Scalia Law School. I've been a professor
22 there for more than 21 years -- I've been a law
23 professor, excuse me, for more than 21 years, and
24 I've been professionally studying the issues of
25 land use, state and local government, and property

1 and governance issues for nearly 30 years.

2 I also serve at Scalia Law School as the
3 executive director of the law and economics center.
4 It is in -- you know, at the law and economic
5 center is about to celebrate its 50th anniversary.
6 In our flagship judicial education program, the LEC
7 is the nation's preeminent provider of high quality
8 balanced judicial education institutes and seminars
9 that focus on economics, finance, accounting,
10 statistics, and the scientific method. And we've
11 been training federal and state judges, as I
12 mentioned, as well as state attorneys, general law
13 professors, economics professors, and a variety of
14 other policymakers on these subjects for nearly 50
15 years.

16 All of this, the role that I have in the law
17 and economics center is, in part, to -- furthered
18 by the research that I do in law and economics,
19 which would be a big part of the discussion that I
20 present to you today.

21 The goal of my 59-page study, for which I will
22 provide highlights today, is a study titled, "A
23 Legal and Instructional Analysis of the Legitimacy
24 and Consequences of the Governance Regimes
25 Established by the State of Florida's 1967 Reedy

1 Creek Improvement Act and Associated Laws." The
2 goal of this study was to evaluate the Reedy Creek
3 Improvement Act of 1967, and the governance systems
4 that are put in place by it, as well as to use my
5 expertise in evaluating institutions and the means
6 of influencing them to conduct independent research
7 to compare the level of influence of private
8 interests in the establishment of governance of the
9 Reedy Creek Improvement District, and to determine
10 whether there are notable deviations from the norm
11 of good governance.

12 From the very start of Disney's relationship
13 with Florida including by drafting the language the
14 legislature would enact in the Reedy Creek
15 Improvement Act of 1967, Disney is engaged in a
16 well orchestrated and sophisticated lobbying effort
17 to secure what, in effect, is its own private
18 governance regime insulated from the traditional
19 elements of democratic accountability, good
20 governance, and the rule of law that operate
21 everywhere else in the state of Florida, as well as
22 throughout the country.

23 The 1967 Act is extraordinary. It deviates
24 from good governance norms and creates a path for
25 capture and control by private interest groups that

1 threatens the public interest. Ordinary
2 institutional design and limits, democratic
3 accountability mechanisms, and constitutionally
4 grounded processes of good governance serve
5 important purposes. They exist to ensure that
6 government powers remain limited, democratic
7 principles remain protected, citizens remain
8 empowered, and powerful interest groups like Disney
9 are thwarted from capturing the strong arm of the
10 state to advance their private purposes. It is
11 about grounding public purposes in public
12 institutions that are controlled by the public.

13 Indeed, the preservation of these principles
14 of limited governance and the rule of law requires
15 erecting and respecting hurdles to government
16 intervention to, one, ensure that government
17 interference in private affairs is limited to
18 serving the public interest and to those actions
19 truly necessary and requiring such public
20 intervention.

21 And, two, to maximize the space for private
22 ordering and market competition free of special
23 privileges so that economic freedom, competition,
24 innovation, and growth may flourish. That means
25 that governance is intentionally difficult and

1 time-consuming with the opportunity for the kind of
2 broad public participation and scrutiny that leads
3 to optimal decision-making, including balance and
4 competing interests, and recognizing that the
5 neutrality principle grounding good governance
6 prohibits picking favorites.

7 This idea that governance is meant to be hard
8 will be discussed in my presentation, and it is
9 discussed in my report, as a contrast to the claim
10 that there was a need for flexibility and easy
11 governance by Disney in getting the special
12 privileges it received in the Reedy Creek
13 Improvement Act of 1967.

14 Legislation that sets the framework risking
15 the relaxation of the norms that I have discussed
16 should be re-evaluated. The report provided to you
17 concludes that the 1967 Act, the political
18 environment surrounding its creation, and the
19 maintenance of authorities under the Act, and
20 governance pursuant to the Act, have all surely
21 accomplished a dangerous relaxation of normal
22 limits on governmental power and the structures of
23 democratic accountability.

24 To reach these conclusions, this report brings
25 expertise and scholarly insights to bear upon the

1 inquiry from constitutional law, statutory
2 interpretation, democratic governance, and
3 institution analysis from law and political
4 science, land use planning, local government law,
5 urban planning, administrative law and regulatory
6 policy, and the interdisciplinary work animating
7 positive political theory explaining how politics
8 actually works rather than the idealistic ways we
9 wished it worked, including some key insights from
10 the public choice theory at the intersection of law
11 and economics, which I've already mentioned and
12 will detail in just a bit a little more.

13 When Disney scoped out Central Florida as a
14 potential site for Walt Disney World, the evidence
15 reveals that it was unwilling to locate there
16 unless it could fundamentally alter the legal
17 regime within which it would operate -- be required
18 to operate. Disney wanted a governance structure
19 overseeing its operations with broad jurisdiction,
20 discretion, and flexibility to approve projects.
21 And it wanted a governing authority that was
22 sufficiently in line with Disney's interest, so as
23 to effectively give Disney control. This is what
24 it was seeking when it drafted the 1967 Act and
25 what it achieved by getting the legislation it

1 requested.

2 Somewhat, paradoxically, this meant creating
3 jurisdiction with wider authority independence, yet
4 less power over its principal developer on the part
5 of the actual governing authority. Notably,
6 statements from Disney's consultants working for
7 the development of the RCID describe the motivation
8 for seeking more authority as including to overcome
9 what they described as a, "governance problem."

10 The answer from Disney's consultants included
11 limiting the scope of democracy. Based -- in one
12 statement, they said, "New community developers
13 should be exempted from processing their plans and
14 development across through local governing bodies."

15 It was all a part of this concept that they
16 were selling in getting the Reedy Creek Improvement
17 Act in which they claimed to be authorities that
18 were -- from which they were seeking the Act that
19 they needed to constantly be in, "a state of
20 becoming," and that the only way you could
21 constantly be in this evolutionary state of
22 becoming would be, "To be freed from the
23 impediments to change." And these -- this is
24 Disney's actual language.

25 They considered impediments to change to

1 include things that were "rigid building codes,
2 traditional property rights, and elected political
3 officials." So, again, they were seeking to be
4 unconstrained, and this was the goal from the
5 outset in the 1960s. The ask, therefore, was for
6 the near absence of anticipated traditional
7 government control by creating a government
8 district that Disney effectively controlled.

9 Before proceeding to discuss developments in
10 the legislation, I do want to point out that the
11 RCID, despite using the word "district," and
12 despite the Act using the word "district," the RCID
13 is sui generis, i.e., it does not fit the mold of
14 special districts and should not be compared to
15 most other special districts so classified under
16 Florida or other state laws.

17 Normally, when we use the term, "special
18 district," we're referring to a single and specific
19 purpose, or, in some cases, multi but still limited
20 purpose jurisdiction, such as for fire protection,
21 water supply, drainage, soil and water
22 conservation, sewage, or housing and community
23 development. This special district would then have
24 authority limited to what was necessary to serve
25 the limited purposes, including sometimes the

1 ability to raise revenue for a specific purpose and
2 not generalized jurisdiction, generalized planning,
3 or generalized lawmaking powers.

4 Almost all special districts are defined by
5 the purpose which is determined by the type of
6 service or public need that is being fulfilled by
7 its creation. Entirely atypical is to create a
8 special district motivated to create a mostly
9 general purpose governance structure to carve out a
10 jurisdiction that will serve the needs of a
11 particular constituent or designed to advance a
12 particular industry or particular private purpose.

13 Yet, arguably, this atypical design for a
14 special district was what Disney drafted and
15 proposed to the legislature leading to the 1967
16 Act. And getting its own private jurisdiction was,
17 indeed, the driving force behind Disney's lobbying
18 efforts leading to the 1967 Act. Again, in part,
19 because being a true special district, as a limited
20 purpose special district for drainage, for example,
21 which they started as, was not enough.

22 Special districts are supposed to be created
23 for special limited public purposes. They are not
24 created to serve the needs of a private interest
25 who needs -- claims the need for its own system of

1 governance. Nonetheless, the 1967 Act, in it, the
2 RCID was given extraordinary powers not shared with
3 other special districts in Florida.

4 It created a jurisdiction that unlike
5 municipalities and counties in Florida, it does not
6 have the kind of diverse citizenry and voting
7 public that generates a check on governmental
8 abuse, largesse, or favoritism. The RCID has no
9 residential or voting basis to any significance
10 given the population consisted less than a hundred
11 residents district-wide, almost all of whom are
12 picked by or arguably beholden to or indebted to
13 Disney in some of the ways that Mr. Jennings
14 already identified.

15 And aside from the low numbers, these
16 residents may vote for municipal officials, but the
17 municipalities inside the RCID have few powers to
18 the point they are often called paper cities.
19 There's more detail on that also in the Kimley-Horn
20 reports.

21 And the residents generally are not land
22 owners capable of voting for the RCID board. All
23 this means is that even the residents in the RCID
24 cannot act as an active force to check abuses of
25 power or transgression of prudence. And despite

1 promises to populate the RCID and give residents a
2 futuristic environment in which to live, Disney has
3 regularly and repeatedly found ways to avoid new
4 residents or landowners from counting within the
5 RCID, often just carving out through de-annexation
6 to ensure they could not become effective checks on
7 Disney's capture of RCID power.

8 The 1967 Act rather shockingly exempts the
9 RCID from application of later-passed land use
10 regulations, zoning, or building codes, insulating
11 it from control of general changes in these areas
12 from the state and its authorities unless a law
13 expressly removes the exemption.

14 It's hard for the state to exercise continuing
15 control over the RCID once a path-dependent
16 presumption of independence is set. Disney was
17 available to convince the RCID -- excuse me,
18 convince the Florida legislature in 1967 to give
19 the RCID these extraordinary powers with little
20 attention to preserving facets of democratic
21 accountability and structural limitations. Without
22 any binding obligations to compensate for the
23 negative externalities imposed on the region,
24 including externalities through pressure on roads
25 and transportation, affordable housing, schools,

1 law enforcement and other social services.

2 A brief note on what I mean by externalities
3 is useful here. The idea in the economics
4 literature is that normally individuals are
5 required to internalize the cost of their action,
6 be responsible for the cost of their action, if
7 they impose harm through their actions, if their
8 actions cause harms of others, they are usually
9 responsible for paying for those harms. Those
10 negative externalities are things that would
11 typically require some kind of impact fee or
12 compensation for.

13 But the ideal for any one of us is to be able
14 to internalize all the benefits for actions that
15 externalize all the costs. And what has really
16 been developed through this legislation is a way in
17 which, indeed, Disney is able to internalize all
18 the profits and benefits of its actions while not
19 internalizing all of the costs, and, therefore,
20 causing these kinds of negative externalities.

21 In later -- in addition, we -- the one thing
22 to recognize in terms of the extraordinariness of
23 the legislature is that there is a perpetuity
24 clause in Section 23(1) of the 1967 Act that allows
25 for this failure to apply future land use laws to

1 the RCID.

2 In later years, Disney would seek an advisory
3 ruling from the Florida Attorney General on whether
4 certain laws passed after 1967 applied to the Epcot
5 expansion, for example. The question was whether
6 or not Disney should have an account -- have to
7 account for the regional impact expansion cost like
8 other developers in other counties who are being
9 required to do under new statewide laws.

10 Disney succeeded, however, in getting an
11 attorney general opinion that ruled in their favor
12 finding nothing objectionable about the perpetuity
13 clause in the 1967 Act and explaining that it
14 should be enforceable on its plain terms.

15 This provision exempting the RCID from changes
16 in law is particularly troublesome because it
17 lacks -- or locks in place the status quo rather
18 than encouraging political adaptability to changed
19 conditions as would be expected from most
20 regulatory regimes. It also means that the 1967
21 Act gave Disney near perpetual protection from
22 future intrusions upon the RCID's independence and
23 insulation from traditional accountability measures
24 in these enumerated areas of authority.

25 Beyond the generally troubling nature that

1 Disney was able to embed in the 1967 Act a near
2 perpetual exemption from the application of certain
3 categories of future laws unless the legislature
4 expressly applies them to the RCID.

5 This attorney general ruling has had severe
6 consequences for the communities surrounding the
7 RCID because it means that Disney could expand
8 without paying for all those negative externalities
9 it imposed upon the region.

10 The decision to exempt Disney from typical
11 regional impact obligations also meant that Disney
12 had successfully lobbied for a substantial cost
13 advantage over competitors who would need to comply
14 with new statutes, including mitigation obligations
15 to offset regional impacts while Disney would not.
16 And this is precisely what interest group theory
17 would predict would happen.

18 Both the Florida legislature creating the
19 powers in the 1967 Act, and the Supreme Court of
20 Florida, finding them constitutional based on their
21 decisions on reliance on the belief that the RCID
22 would eventually have inhabitants that would make
23 this authority subject to the powerful checks
24 provided by democratic accountability all
25 contributed to this.

1 The Preamble to the 1967 Act specifically --
2 it expected a different regime -- a different
3 environment to emerge. It specifically noted that
4 the broad powers that were being conferred in the
5 RCID were "necessary for the convenience of the
6 district and all its inhabitants and landowners,"
7 again, anticipating the existence of future
8 inhabitants.

9 The Supreme Court of Florida has over time
10 blessed the Reedy Creek Improvement Act, but
11 they've done so, including in the State versus
12 Reedy Creek Improvement District decision in 1967
13 Act -- in 1967, on the expectation that the
14 contemplated benefits the district will inure to
15 the numerous inhabitants. And this is the quote
16 from them, "the contemplated benefits by the
17 district will inure to numerous inhabitants of the
18 district, in addition to the persons in the Disney
19 complex."

20 Nonetheless, what we've seen is that in --
21 without those inhabitants, the result is that it is
22 largely served almost exclusively for private
23 purpose and private interest of a private
24 corporation. Disney, in the 1967 Act, was seeking
25 out these special advantages but needed to sell the

1 story that there would be inhabitants. Because
2 only a popularly elected government could regulate
3 land use and building, they consistently promised
4 in the days leading up to the passage of the 1967
5 Act that it would create a model city, "functioning
6 community where 20,000 people would live and work
7 and play."

8 The record reveals that Disney never intended;
9 however, to follow through on this promise because
10 it indeed had a disdain for voters. From the
11 earliest days of strategic planning for Disney
12 World, Walt Disney on several occasions in several
13 points of documented evidence sought to avoid being
14 controlled by voters. To get the 1967 Act passed;
15 however, they needed to say they would create a
16 normal city, but once the 1967 Act was passed,
17 pretense slowly disappeared.

18 Please note I do not conclude that the RCID
19 would be normal and consistent with good governance
20 if Disney prompts -- if the Disney promises had
21 been fulfilled. It would not. The 1967 Act is
22 fundamentally flawed from a good governance
23 standpoint either way. But the fact that the
24 promises were a ruse makes the situation all the
25 more concerning from a political economy

1 standpoint, i.e., the study of the consequences of
2 severe interest group influence in governance
3 regimes.

4 Today the facts are clear that the social
5 contract Disney entered into in the 1967 Act has
6 been broken. And one question for future
7 legislature is what should be done for the
8 continuation of the authority as granted in 1967.
9 The 1967 Act created an unenforceable legislative
10 bargain. However, despite the promises made by
11 Disney to create housing and to populate the RCID
12 with citizens and voters, promises made to induce
13 the legislature to grant Disney special privileges
14 that Disney claimed were necessary to effectively
15 accomplish their grand plan including housing.

16 There are no built-in ways to hold Disney
17 accountable for the failure to fulfill their
18 promise. In other words, if legislative action was
19 induced by Disney's promises in the legislature
20 before, but has not been able to get the full
21 benefit of the bargain.

22 In fact, Disney appears to regularly find ways
23 to have a continued absence of voters,
24 de-annexation efforts including what we saw with
25 Celebration are all good illustrations. The

1 insulation then of the RCID and a lack of
2 obligation to offset regional impacts is meant that
3 Disney is not required to internalize the negative
4 effects its operation has, yet able to internalize
5 its profit. That is meant -- that is what is meant
6 by uncompensated externalities that harmed
7 individuals and must bear the cost actions of
8 another who was not responsible for payment and
9 complete cost of the harms they impose.

10 As the report that has been submitted to you
11 details, much of the rationale driving the 1967
12 Act, from the lobbyist advocating for it and from
13 the legislature supporting the new paradigm, was
14 based on the sales pitch that told about the escape
15 to a magic world where barriers of action normally
16 imposed by democratic governance would disappear to
17 better pave the way to a shiny new prospect for
18 regional prosperity.

19 This bright, alluring new object of innovative
20 governance was masked as necessary and appropriate
21 to the desired ends. That distractive nature --
22 narrative -- that distractive narrative, furthered
23 by what were later revealed as false promises of
24 consideration from Disney allowed for the capture
25 of governmental power by a private entity and the

1 abandonment of key principles of good governance
2 and democratic accountability. A robust
3 appreciation for the valuable role these principles
4 play to create purposeful barriers to governmental
5 action was missing.

6 This is entirely predictable from an analysis
7 of afield in the discipline of law and economics
8 known as public choice or interest group theory,
9 which Mr. Ardaman already explained to you came
10 from Nobel Prize winning economist, James Buchanan.
11 He was known for categorizing public choice as,
12 "Politics without romance." Indeed, it is
13 precisely for this groundbreaking work in this
14 analysis of interest group influence that he won
15 the Nobel Prize in economic studies in 1986.

16 These insights, as applied to the 1967 Act,
17 the RCID and Disney, for the first time in any
18 substantial way, as a matter of academic analysis
19 of these entities and structures form the heart of
20 the final sections of the report that's been
21 submitted to you. Public choice reveals that we
22 cannot necessarily count on political
23 decision-makers to act in the public interest if
24 they become co-opted or deceived by interest
25 groups. And we should expect that private interest

1 groups will expand substantial -- expend
2 substantial resources to influence politics so that
3 they can gain special interest deals and savings
4 from what they would need to spend to get similar
5 benefits in the open market, if they could get a
6 substitute through the market at all.

7 Interest groups have strong incentives to
8 co-opt the course of power of the state and even
9 persuade public actors that they are doing public
10 good despite reality, doing the private bidding of
11 a private entity such as that of Disney. The
12 positive political theories that seek to explain
13 and demonstrate why institutions operate, including
14 public choice and other aspects of law and
15 economics discipline, operate from the perspective
16 of analyzing limited-purpose governmental entities,
17 limited constituency public entities, the impact of
18 repeat player phenomenon, and the conditions that
19 make public entities susceptible to capture by
20 private interest.

21 Disney had an interest in creating the type of
22 special district over which it would increasingly
23 exert control. Again, the law and economics
24 literature predicts that regulatory entities with
25 highly narrow and limited constituencies can be

1 easily captured. They can easily be captured by
2 those constituencies, those limited constituencies,
3 such that the entity starts to serve the interest
4 of the regulated rather than the public interest or
5 rather than its statutory mandate.

6 The RCID from the start, with its structure
7 set up in the 1967 Act, had a design flaw.
8 Captured from the outset by the dominating interest
9 group that lobbied it -- and lobbied to create it,
10 Disney. That design flaw allows Disney to act in
11 the interest group's private -- as the interest
12 group's private government.

13 Capture dynamics, this field of law and
14 economics studies, predict that the RCID is
15 unlikely to be independent and will be incapable of
16 adequately considering policy choices that are
17 against Disney's interest, as Disney is a dominant
18 constituency, repeat player, that absent adequate
19 safeguards built into the system or injected back
20 into the system, will always have built-in
21 disproportionate influence and the capacity to
22 capture the RCID/CFTOD's powers for private gain.
23 Only by injecting more process and diversifying the
24 constituent base in the CFTOD can this kind of
25 capture be guarded against. Any considered reforms

1 should take these and other insights from positive
2 political theory into account.

3 Applying these insights, we can see the
4 creation of single-interest districts, especially,
5 when the legislation creating them is drafted and
6 lobbied for by a private interest, such as Disney
7 did here, predictably lead to a governing entity
8 driven to serve the private concerns of private
9 government -- private companies it regulates.

10 In fact, in several empirical studies that
11 have looked at very narrow purpose regulatory
12 entities show that those entities become easily
13 captured when they have a narrow group of
14 constituencies. Because Disney can use the
15 leverage of government to get the resources other
16 private entities would need to pay for, it obtains
17 an artificial competitive advantage and insulates
18 itself from paying the kinds of taxes on property,
19 for example, that would normally apply to privately
20 owned properties.

21 Consider, for example, the parking garages in
22 Disney Springs, which were provided by the district
23 but serve entirely the profit-making enterprise of
24 Disney rather than a public purpose. Not only did
25 Disney get the cost savings of not having to pay

1 for those garages itself, the fact that they were
2 owned by the government means the parking garages
3 do not generate tax revenues. Billions of dollars
4 of assets kick off no public community benefits
5 when structured this way. That would not be the
6 norm absent such kind -- this kind of unique and
7 extraordinary arrangement.

8 As a consequence of the RCID's insulation from
9 regular governance practices elsewhere in Florida,
10 Disney has been able to gain a significant
11 artificially manufactured competitive advantage as
12 created by the RCID privilege granting legislation,
13 and being able to impose externalities upon
14 surrounding communities without legal consequences.

15 The pressure that Disney's growth has placed
16 on the transportation system, affordable housing,
17 and social services in Orange County and Osceola
18 County, in particular, have been borne by those
19 counties with only partial contribution for those
20 affects from Disney's tax obligations.

21 It has negatively affected the quality of life
22 for Disney employees, and yet Disney has not had
23 full responsibility for those effects. These
24 findings in my report are also supported by the
25 expert reports submitted by the Kimley-Horn firm

1 and attached to the overall under consideration
2 today.

3 The Kimley-Horn report concludes, for example,
4 "The RCID, with all the powers granted of the 1967
5 Act, function entirely to support Disney's resort
6 operations and is not accountable to surrounding
7 counties or to the general public in the district.
8 This structure seems to primarily self -- seems to
9 be primarily self-serving and was one of the
10 reasons the plan was not -- has not permitted
11 residents to live in the district and have an
12 active role in the governance role in the
13 district."

14 Furthermore, the Kimley-Horn report concludes,
15 "The two cities in the RCID are essentially paper
16 cities. They do not have individual comprehensive
17 plans or elected representatives supported by a
18 resident population. There's no provision for
19 employee housing in either of these cities, nor is
20 there any provision for other residents who are not
21 employees but support or are part of the activities
22 and businesses in the district. The district
23 itself did not function as a typical Florida
24 governmental body."

25 Kimley-Horn also states, "Given the

1 substantial level of Walt Disney World's impact on
2 the regional transportation system, it is
3 surprising the company has not taken more of a
4 leadership role in or responsibility for or
5 addressing regional traffic and other
6 transportation problems."

7 And, finally, Kimley-Horn concludes,
8 "Normally, planning within Florida, including the
9 development of comprehensive plans, land use --
10 land development regulations, and actions related
11 to particular development proposals requiring
12 official action is mediated by a public
13 accountability system consisting of elected
14 officials and legally required public involvement.
15 The unusual make up of the district's governing
16 body complicates the efficacy of any public
17 participation process. Because the district does
18 not hold elections by residents, any planning
19 performed by the district is devoid of the normal
20 mechanism of accountability that would underpin
21 public participation efforts."

22 "Historically, RCID has de-annexed any
23 residential development within its historic
24 borders. Even if the district held public meetings
25 on long term or current planning issues, the

1 process lacks the typical feedback mechanism of a
2 regular, local elections cycle."

3 And I did say finally, but I have one last
4 quote from Kimley-Horn's report, which is
5 consistent with my findings. That says, "The
6 breadth of authority and unity of ownership result
7 in a situation where planning decisions are
8 accountable primarily to a single private business
9 interest and not accountable to the typical range
10 of community stakeholders. Furthermore, this
11 preferential situation is not similarly afforded to
12 other businesses in the same industry.
13 Essentially, the largest and primary business
14 interest in the district has been in control of its
15 own approving body as it relates to land
16 development without meaningful accountability to
17 other stakeholders or a clear incentive to serve
18 the public interest. This could be considered a
19 major plan infirmity."

20 A democracy deficit exists whenever a powerful
21 special interest drafts the legislation that
22 ultimately defines how that private entity will be
23 regulated, as Disney did with the 1967 Act, with
24 little to no resistance in getting their preferred
25 package passed by the legislature. While Disney

1 accepted certain limits on its authority, and after
2 some objections from Orange County, there were
3 otherwise few changes from what Disney proposed and
4 what the Florida legislature swiftly passed.

5 Indeed, despite the dramatic power shift at
6 issue in the legislation, it was swept up in
7 popular appeal. The consequences of a successful
8 lobbying campaign. There are a variety of other
9 reasons why Disney was able to accomplish this that
10 are described in the report, and how Disney was
11 able to sustain its level of power and influence
12 over time is also in that report. The other thing
13 that is described there is the importance of the
14 ways in which process-driven protections for good
15 governance all serve important purposes.

16 Finally, it's important to point out this idea
17 of masking, which is another way in which this kind
18 of lobbying becomes very successful. Part of the
19 reason why Disney's influence has been sustained,
20 why the belief that Disney is vital to the
21 community has become so embedded, and why the use
22 of the governmental resources to benefit Disney has
23 been so deeply accepted as legitimate stems from
24 its highly successful masking that has covered the
25 blemishes in the 1967 Act, and hidden the

1 wealth-transferring nature of Disney's influence.

2 Disney clearly deployed several masks in its
3 public relation campaign posturing the 1967 Act,
4 RCID powers, and Disney privileges as in the public
5 interest. Many of these masks hid the private
6 benefits it receives from the public entities over
7 which it exerts substantial influence and control.
8 Those masks are all detailed in the report, and I'd
9 be happy to answer questions about them.

10 In addition to the masking, there are other
11 ways -- means of coloring the perspectives of
12 potential critics decreasing the likelihood that
13 they might vocalize an opposition, and there are
14 other tactics from motivating others to become
15 allies.

16 Some mechanisms have been deployed by Disney
17 to make it harder for the members of the RCID and
18 the community to appreciate the dangers of Disney's
19 vast influence over irregular governing processes
20 or to generate biases in Disney's favor. Disney
21 has a constant incentive to manufacture alignment
22 of interest between it and the political
23 decision-makers in and around the RCID in Florida
24 generally. That's what we would expect from an
25 interest group, and that's what we see in the facts

1 demonstrating as evidence of the theory.

2 And Disney has a constant incentive to
3 influence the public narrative in its favor.
4 Disney has planned the demographics and conditions
5 of residency to make the existing "voters" in the
6 RCID, and the employees of the RCID purposely align
7 with Disney rather than truly independent voters.
8 These and other measures create a natural
9 constituency for Disney. They make individuals
10 feel indebted to Disney, and Disney officials make
11 conscious efforts to make people, including RCID,
12 employees feel proud to feel like they are public
13 service responsibilities are aligned with acting as
14 agents of Disney.

15 Each of those consequences of Disney's
16 influence efforts are threats to independent
17 decision-making grounded in the public interest.
18 There's a concerning level of influence and control
19 in the structure and culture of governance, making
20 the circumstances worthy of scrutiny and reform by
21 the CFTOD Board or the Florida legislature.

22 This report also adds insight on the idea
23 of -- from the law and economics literature on
24 single-interest entities. But I'll conclude by
25 pointing out that in light of the insights of this

1 report, combined with that provided by other parts
2 of this overall -- overall audit, government actors
3 should recognize that they have an obligation to
4 correct flaws in governance regimes.

5 Here, the governance problems and the inherent
6 flaws creating high susceptibility to interest
7 group influence in the 1967 Act, and the RCID
8 structure, demand legislative attention. The one
9 thing we realized in studying these facts is that
10 there's no real way to prevent this kind of
11 interest group influence but for actions to be
12 taken in the governing authorities to create
13 barriers to that kind of influence.

14 In a system of constitutional government,
15 legislative actors therefore have a duty to take
16 corrective action when they become aware of the
17 public interest that's been sold out to a private
18 interest, especially, when the system itself, as
19 here, is set up to ensure that the normal
20 accountability mechanisms are missing, such as in
21 the 1967 Act doing that, and there are no
22 self-correcting checks or mechanisms that will be
23 capable of doing so.

24 Research reveals that institutional safeguards
25 raise the cost of decision-making in a purposeful

1 and useful manner. They are most effective at
2 curbing the use and guarding against infiltration
3 of a public system by a private interest.

4 In direct contrast, the 1967 Act attempts to,
5 instead, smooth the way for interest group
6 influence by making decision-making easier for the
7 RCID by dismantling process checks, regular systems
8 and democratic accountability by reducing limits on
9 power and by eliminating space for other
10 countervailing auxiliary measures to operate that
11 might otherwise act as institutional or systematic
12 checks.

13 Thus, the legislature and the CFTOD Board are
14 in a position to evaluate how to restore and create
15 the kinds of checks that ensure better and more
16 accountable governance and to make it more
17 difficult for private interest groups like Disney
18 to capture public power.

19 While this report has already identified
20 substantial infirmities and factual support to test
21 the predictions that the academic literature
22 supports, a continuation of this valued process
23 should be a major focus of future investigative
24 efforts to develop an even more complete record
25 regarding RCID and Disney operations on the ground

1 across the past 50-plus years.

2 The standards of good governance and
3 democratic accountability can be restored in this
4 area, but doing so will require an analysis of the
5 infirmities in the system across those metrics, and
6 would require an acknowledgement of the duty to
7 take corrective actions to infuse the system with
8 these features and to excise from the system the
9 undo private influence that is propped up the 1967
10 Act, by the RCID structure set forth in that act,
11 and by the failure to expose and publically
12 acknowledge the infirmities brought by private
13 interest dominance that has occurred for too many
14 years.

15 With that, I commend to you the complete
16 report, and I look forward to answering any
17 questions you might have. Thank you for the time.

18 CHAIR GARCIA: Thank you very much for that
19 comprehensive presentation, Professor Kochan.

20 And now we'll ask Mr. Thompson to address the
21 group.

22 MR. THOMPSON: Yes. Good afternoon,
23 Mr. Chairman. It is a pleasure to be with you.
24 Thank you for the opportunity to address the Board
25 today. I'd like to highlight a few of the most

1 troubling findings of the audit, and I'd like to
2 start by addressing the consistent pattern of the
3 prior board of approving actions that only
4 benefited Disney. And there are many examples in
5 the audit, but I'll touch on just a few.

6 One of them relates to the Disney Spring
7 garages. These are three garages that are
8 constructed by Disney Springs, and they cost
9 hundreds of millions of dollars to build. In fact,
10 it was \$700 million to build the three garages, and
11 Disney is the only one benefiting from these
12 garages. There's no other taxpayer in the district
13 that's benefiting. Now, Disney may say, well,
14 we're the biggest taxpayer, so what's the big deal?

15 Well, the reality is, as the audit shows,
16 there are 57 other taxpayers in the district, and
17 they pay at least 13 percent of the district's
18 taxes, so 13 percent of \$700 million, that's
19 \$91 million of obligations and liabilities that
20 were hoisted upon the other taxpayers in this
21 district for something that did not benefit them.

22 And the story is actually even worse than that
23 because Disney in many of its leases, also passes
24 through these tax obligations to the district to
25 many of their tenants. They do so with provisions

1 that are called, "Central area maintenance
2 payments," so-called CAM provisions that are built
3 into commercial leases and require the tenants to
4 pay the property taxes associated with that
5 property.

6 Disney has stonewalled us. We have tried to
7 figure out the extent to which they are passing on
8 their tax obligations to their tenants, and they
9 have refused to provide us with that information.
10 But the bottom line is whether it's 91 million or,
11 you know, well over a hundred million dollars of
12 value that was siphoned off by Disney with the will
13 and cooperation of prior boards in the district.

14 That's not only the benefit that accrued
15 solely to Disney's advantage. As has been
16 mentioned before, Disney was also paying on an
17 annual basis millions of dollars to Disney for
18 tickets and merchandise and subsidizing cruises
19 that employees took. And Disney was the only
20 taxpayer in the district to receive these benefits.
21 Benefits that over time amounted to tens of
22 millions of dollars. And here again the other
23 taxpayers in the district were being forced to pay
24 for this perk.

25 It was also pernicious, those passes, because

1 they created a so-called discount, the illusion
2 that Disney was doing something to benefit the
3 employees. But the passes were paid for, not by
4 Disney, but by the taxpayers of the district, and
5 the quote-unquote discounts that employees receive;
6 40 percent on cruises, large discount on
7 merchandise and food from Disney stores, those
8 were -- they amounted to a significant amount of
9 money, and they were paid for -- they weren't a
10 true discount, they were paid for by the district
11 back to Disney.

12 And Disney benefited from this arrangement in
13 a myriad of ways, but one of the ways was that its
14 views on contested questions within the district
15 would prevail. One example I would give you is the
16 Shades of Green resort. This is a resort that is
17 operated for the benefit of U.S. service members
18 and their families, those who are currently serving
19 and veterans. And many of the veteran service
20 members who stayed there wanted to get access to
21 the Magic Kingdom by crossing a street and going
22 through the Polynesian Village to a ferry.

23 And, in fact, Disney did not want the guests
24 at the Shades of Green to have a pedestrian
25 crossing with a signal. They did not want --

1 Disney certainly did not want a bridge, a
2 pedestrian bridge, to be built to facilitate access
3 to the Polynesian Village and the ferry boat, and
4 Disney's views have prevailed. They prevailed
5 under the prior management and the prior board.
6 When Disney said jump, the prior board often said,
7 How high.

8 Another troubling aspect of the audit that
9 we've heard a little bit about is the vendor
10 preferences, and the fact that it was a walled
11 garden, and that it was a short list of authorized
12 contractors. There was not a formal binding
13 bidding process. There was a complete lack of
14 transparency, and we've heard today that under the
15 current Board now there is transparency, and the
16 contracts that are being bid out are open for the
17 public to see, but that certainly was not the case
18 under the prior regime.

19 Another aspect of the audit that I'd like to
20 touch upon relates to the utility facilities.
21 Under the old act, the district was able to own its
22 own utility, and, in fact, could even build a
23 nuclear power plant if it wanted to. And up until
24 2003 Disney owned the utilities, the utility
25 facilities. But, in 2003, the decision was made

1 for Disney to offload those assets on to the
2 district, and the purchase price was significant.
3 It was \$70 million that the district paid to Disney
4 in 2003 financed by bonds.

5 And as far as we could tell, based on the
6 investigation that was taken in connection with the
7 audit, there was no evidence of any formal
8 evaluation process. Obviously, in a transaction
9 worth \$70 million, would one expect to see due
10 diligence, to see a formal evaluation process, and
11 there was none of that that we've been able to find
12 any evidence of, and it would be highly irregular
13 for a transaction of this magnitude to proceed
14 without any of those safeguards.

15 Disney also was able to engage in an
16 extraordinary degree of regulatory capture over the
17 prior board. As you may know, to be a Board member
18 under the prior regime, the Board members had to
19 own land. Well, Disney would give them the land
20 that would permit them to serve and fulfill that
21 requirement. And Disney would give it to them for
22 the period of time while they were board members,
23 and then Disney went so far for many of the board
24 members to actually pay their property taxes.
25 These are personal obligations of the prior board

1 members and yet for many of them, Disney went so
2 far as to cut the checks on Disney bank accounts to
3 pay these taxes.

4 One can't imagine really in any other part of
5 the country a private, regulated entity paying the
6 personal taxes of a city mayor, a council member.
7 It's just extraordinary, and that's what happened
8 in the prior regime.

9 Disney, in light of what we've been hearing
10 about from Mr. Jennings and Professor Kochan, and
11 the items I've highlighted, it's hardly surprising
12 that in a governmental system where they could
13 avoid hundreds of millions of dollars of impact
14 fees as they went on a building spree, that Disney
15 wanted to try to preserve that type of sweetheart
16 arrangement, and they did so by entering into a
17 series of 11th hour deals to try to extend the
18 status quo. They entered into a development
19 agreement which purported to confer on Disney the
20 ability to decide what was going to be built in the
21 district. They entered into a restrictive covenant
22 agreement which purported to restrict the
23 district's ability to use its own property as it
24 saw fit. And it all did so in a way that certainly
25 was not an arm's lengths transaction.

1 As we previously detailed, these agreements
2 were dead on arrival. They were riddled with
3 procedural and substantive irregularities.
4 Irregularities that rendered them null and void
5 from the beginning, including the fact that they
6 lacked proper notice, that the district had not
7 followed the steps necessary to adopt. These
8 development agreements, that they were so one-sided
9 that they lacked any consideration for the
10 district, which is a requirement of any contract,
11 and that they constituted improper delegation of
12 government power to Disney, among other
13 shortcomings and flaws.

14 And rather than simply accepting that, Disney
15 went out and launched a campaign of litigation.
16 They went to federal court, and they had a myriad
17 of different claims. And now all of those claims
18 have been dismissed with one exception, and that
19 one remaining count is foreclosed by binding
20 circuit precedent. And now there's litigation in
21 the state court that the district commenced in
22 response to Disney's improperly going to federal
23 court with many of the issues. And this is a
24 dispute where there are many dispositive legal
25 issues, and instead of allowing the court to simply

1 assess those dispositive legal questions based on
2 the briefing, Disney launched a round of invasive
3 discovery, which is expensive and wasteful, and is
4 a further example of Disney driving up the cost for
5 the other taxpayers in the district.

6 Disney has said that, "We are extremely proud
7 of our impact on the Central Florida economy over
8 the past century," but one wonders what they are
9 proud of. Are they proud of a hundred thousand
10 workers who have to sit in traffic and commute
11 every day because there's little or no workforce
12 housing? Are they proud of a district in which
13 there's not a single school, in which there's not a
14 single public library, in which there's not a
15 single hospital? Are they proud of evading
16 hundreds of millions of dollars of impact fees that
17 could have ameliorated the transportation
18 situation.

19 The bottom line is Disney has put forth a
20 fairytale in which the prior governance structure
21 was a model of good governance, but the audit shows
22 that the exact opposite is true. And we know that
23 the audit's conclusion is correct. How do we know
24 that? Because throughout the United States,
25 throughout the last 55 years, there is not one

1 single jurisdiction that has decided to emulate and
2 replicate this system of governance. And that is
3 proof positive that the prior model was indeed a
4 failure. Thank you, Mr. Chairman.

5 CHAIR GARCIA: Thank you, Mr. Thompson. Do my
6 fellow Board members have any questions or
7 comments?

8 MR. BARAKAT: Mr. Chairman, would this be
9 appropriate for, I guess, questions to all the
10 presentations?

11 CHAIR GARCIA: Yes, sir.

12 MR. BARAKAT: Okay. I've got a few. I don't
13 know, maybe we should hop around, but I guess I'll
14 just start with Mr. Jennings. So, first of all,
15 thank you-all for the presentations and the
16 thoroughness which you engaged in your task of
17 working along side you-all is really -- I mean,
18 your reputations all preceded you, but I'm
19 certainly thankful and not surprised, and even my
20 high expectations were exceeded in the process.

21 So Mr. Jennings, a couple questions. You
22 mentioned that prior to 1978 all of the employees
23 of the district were Disney employees. What -- so
24 by my math that's the first 30 years of the
25 district all of its employees were on Disney books.

1 So what -- first of all, is that right, and what
2 changed -- can we tell what changed in -- I'm
3 sorry, it was 1998. What changed in 1998?

4 MR. JENNINGS: Unfortunately, I don't know.
5 It's lost a little bit in the sands of time, but my
6 understanding was that Disney made the decision to
7 have a separate payroll set up for the district in
8 '98, and so all of the people who were Disney
9 employees, who working for the district, were then
10 transferred to the separate district payroll, but I
11 don't know the reason for that.

12 MR. BARAKAT: Is it fair to say that's
13 somewhat uncommon in terms of -- in your
14 observations, have you observed that in other
15 special districts where there's that kind of
16 overlap?

17 MR. JENNINGS: I've never encountered anything
18 like it, actually.

19 MR. BARAKAT: Okay. You mentioned that there
20 was no independent evaluation for \$7.7 million
21 impact cost of the Disney-owned golf course. It
22 sounded like there was some editorial comments
23 made, "This is a great economic deal." I wonder
24 absent a economic -- independent economic
25 valuation, on what basis do we have for that

1 observation, or do we have any?

2 MR. JENNINGS: No basis that we could find.

3 MR. BARAKAT: Okay. 18 million in roadway
4 repairs reallocated to the general fund. And it
5 sounds like you said that the roads
6 predominantly -- the efforts were really, in terms
7 of road upkeep and repairs were emphasized on roads
8 used by visitors, by guests to the parks. That
9 suggests to me that maybe roadways used
10 predominantly by employees or by neighboring
11 residents were ignored in the process; is that
12 fair?

13 MR. JENNINGS: That's what we observed and
14 physically observed. Took some photographs that
15 are included in our report.

16 MR. BARAKAT: Those are my questions for you.
17 I'll let all the other folks go. I'll reserve some
18 time for questions for the other experts.

19 CHAIR GARCIA: Supervisor Aungst.

20 MR. AUNGST: Thank you, Mr. Chairman. And
21 kind of picking up where vice chair Barakat,
22 Mr. Jennings, first, I very much appreciate your
23 expertise and your report, and I very much
24 appreciate your just-the-facts approach to your
25 tasks. It was extremely helpful to me. I think it

1 was extremely objective and is certainly supported
2 by a significant amount of data that you have
3 included as exhibits in the report.

4 I wanted to pick up on the deferred
5 maintenance for the roads. That is a narrative
6 that we've heard, and so I want to dig into that a
7 little bit. Everyone, of course, is entitled to
8 their own opinions, but they're not entitled to
9 their own facts. And one of the things that people
10 are saying about this Board is that we have
11 deferred road maintenance out of some nefarious --
12 nefarious motivation to somehow hurt the district,
13 and nothing could be further from the truth. I can
14 tell you that this Board takes public safety
15 extremely seriously. It was one of the top, if not
16 the top, priority. You can see that through the
17 fire department staffing. You can see that through
18 the new vehicles. You can see that through the
19 FDOT, DOT, railway safeguards that we've installed
20 that were cut out of old budgets.

21 But I want to just dig into this because I was
22 shocked to find out that this deferred road
23 maintenance problem is something that we inherited
24 that was intentionally done by the prior Board. Is
25 that accurate?

1 MR. JENNINGS: That's what we found.

2 MR. AUNGST: Can you explain that just a
3 little bit more detail? So instead of us creating
4 a problem, we have inherited a problem that we are
5 now digging out of a hole, and the problem has been
6 compounded by the fact that you have supply chain
7 issues, and you have labor issues that make it more
8 difficult for us to now catch up on the road
9 maintenance. Is everything I said, do you agree
10 with that, and can you expound on that a little
11 bit?

12 MR. JENNINGS: Yeah, that's correct. The
13 problem actually dates to 2018. Unfortunately, I
14 don't know what precipitated the decision in 2018
15 to -- it appears to us to intentionally divert
16 money from road projects to the general fund to
17 create this sort of surplus in the general fund.
18 But that process started in 2018. And, in
19 fairness, we were told by employees a variety of
20 things. That there were, you know, weather issues.
21 The person who was the head of the department
22 responsible for the road maintenance was
23 over-aggressive in making budget requests, supply
24 chain issues, et cetera.

25 Once again, we saw no evidence of any of that.

1 And the fact of the matter is, when you say someone
2 is overly aggressive, you know, what I hear from my
3 many years of experience is that the road
4 maintenance requirements that were put forth as
5 part of the budget were necessary. If that's true,
6 the person who was responsible for executing those
7 budgets was simply unable to complete the work, but
8 that should have been defected in 2019 and
9 corrected then, and it was not. It was allowed to
10 persist, and you can see -- if you look in our
11 report, we actually have the empirical analyses of
12 the road conditions. And you'll notice that they
13 deteriorate after 2017, so starting into this 2018
14 period.

15 And remember the supply chain issues that
16 they're referring to have to do with the pandemic.
17 That was late 2019, early 2020 phenomenon. It
18 would not have affected 2018 or 2019. And so we
19 just simply didn't see any evidence of, you know, a
20 series of underlying natural causes for the
21 deficiencies in road maintenance. And, you know,
22 on the other hand, it does appear that there was an
23 intent to create this surplus in the general fund,
24 although we don't know the reason for that.

25 MR. AUNGST: I have one question that I want

1 to ask of all three of our experts, so I'll ask
2 Mr. Jennings first, then Professor Kochan and
3 Attorney Thompson can think about it when it's
4 their turn to answer questions.

5 I think that you used the word
6 anti-competitive when you discuss the procurement,
7 the closed loop that you discuss. And that to me
8 also means anti-innovation in terms of a
9 government, because this a government.

10 And so the government naturally innovates and
11 evolves as new best practices arise. For example,
12 affordable housing, public transportation. This
13 government didn't to that. The RCID didn't do that
14 because it wasn't incentivized to do that by people
15 at the top, of course, and the Board and, you know,
16 by the special purpose of serving only one
17 corporation's interest. So my question to you is:
18 This new act has been described by some as
19 anti-business, and I wanted to get your reaction to
20 someone claiming that the new structure is
21 anti-business and somehow the old structure was not
22 anti-business?

23 MR. JENNINGS: Well, I don't know what they
24 mean by anti-business. I would say that the
25 empirical evidence that we collected suggests that

1 the prior structure was certainly anti-competitive,
2 meaning, there were significant barriers to new
3 businesses being able to operate in the district.
4 What's changed about that, and, of course, we've
5 interviewed a number of employees who are directly
6 involved in this process, is a concerted effort to
7 increase the number of vendors who are able to bid
8 to provide products and services to the district.
9 My -- again, my own definition of business would be
10 that's pro-business when you're inviting new people
11 to participate in the economic opportunity in the
12 district.

13 MR. AUNGST: Thank you, sir. That's all I
14 have, Mr. Chair.

15 CHAIR GARCIA: Any other comments, questions
16 from my fellow Board members?

17 MR. PERI: Yes. Several of you -- I think
18 certainly Mr. Kochan and Mr. Thompson mentioned the
19 issue with regards to regional transportation and
20 the lack of contribution coming from Disney that
21 could have come had the structure of governance
22 been different. I'm wondering if you might be able
23 to elaborate on that a little bit because here in
24 the district, if you're in the district the roads
25 are typically fantastic, traffic is easy, it's

1 beautiful.

2 The moment you get off, you're on 192, or you
3 get on one of the surrounding roads, it might take
4 an hour and a half to go a mile and a half. And,
5 you know, it's an interesting thought -- more than
6 interesting, disappointing -- that, perhaps, far
7 more funds could have been invested and far more
8 thought could have been invested if the governance
9 had been different here.

10 MR. THOMPSON: Certainly, I think that's
11 right. If we look at those impact fees, I believe
12 there's something like 36,000 hotel rooms that
13 Disney has in the district. Those were located in
14 Orange County or Osceola County or pretty much
15 anywhere else, there's an acknowledgment that when
16 you build hotel rooms, then you create traffic.
17 And that has to be taken into account, and that's
18 what the impact fees are for. And Disney has been
19 able to weasel out of over 130 million of
20 transportation impact fees alone, and there are
21 other impact fees for the fire department, police,
22 et cetera.

23 So it's not just -- it's well more than
24 \$130 million. How were they able to get out of
25 that? Regulatory capture. I mention the fact that

1 Disney was paying the personal tax obligations of
2 many of the prior Board members and giving them
3 land, too, and showering them with perks, et
4 cetera, 40 percent discounts on Disney cruises and
5 the like. And so when you put that all together,
6 you've got a extreme example of regulatory capture,
7 and the result is terrible.

8 PROFESSOR KOCHAN: And I'll add that one of
9 the issues we have here is certainly financing, and
10 the failure to require the internalization of the
11 cost of the actions. Another is the governance
12 structure itself not requiring the level of
13 coordination that otherwise might occur if there
14 was no insulation of governing authority inside the
15 district for Disney.

16 The other problem is just a physical one, and
17 that is because the -- Disney has made sure that
18 the district never has any significant amount of
19 housing, certainly no significant affordable
20 housing for its employees, Disney has created a
21 physical reality outside of the district, which
22 includes a lot of stressors on those transportation
23 systems from the vast work force that is required
24 to live outside the district. And that, too, is a
25 direct result of Disney's level of power and

1 influence and continued insulation.

2 MR. PERI: Thank you.

3 CHAIR GARCIA: Any other --

4 MR. JENNINGS: That was not really a subject
5 in our investigation.

6 MR. AUNGST: I did have a couple for Professor
7 Kochan. I didn't know we were going to take them
8 one at a time. And, Vice Chair, I don't know if
9 you wanted to take the lead on that.

10 MR. BARAKAT: Actually, why don't you go
11 ahead. I have a few.

12 MR. AUNGST: Okay. Thank you, sir. Just
13 briefly, Professor Kochan, I believe in your report
14 you brought up the Shades of Green pedestrian
15 bridge example, and it's -- I think there's emails
16 that are included as exhibits in the report, which
17 were very interesting to me, because when we first
18 got on the Board, when I was first appointed, I
19 received several emails from veterans saying that
20 they stayed at Shades of Green. And one veteran,
21 who was a disabled veteran, that said that it was
22 extremely convenient for him to be able to get to
23 the monorail and the ferries across the walkway
24 that was being eliminated by whatever project was
25 going on, and that he wanted us to revisit that as

1 a Board and to correct that, and to provide some
2 type of pedestrian access for our veterans from
3 Shades of Green to the monorail and to the ferries.
4 It was essentially being removed, eliminated, taken
5 away of being impossible for them to get there by
6 those means.

7 And I asked the old leadership about that at
8 the time, and the answer I got was, Well, there's
9 nothing we can do. It's not within our
10 jurisdiction. It's between the federal government
11 and Disney. And, essentially, what they were
12 saying was that the federal government had the
13 lease for Shades of Green, and it was really
14 between the federal government and Disney.

15 What I've come to find out, based on your
16 report, that it actually was under our
17 jurisdiction, and it was something our planning
18 department had, essentially, advocated for the
19 pedestrian bridge, and they were eventually
20 overruled.

21 And so I take that as an opportunity. You
22 know, for me, this is much more about informing the
23 future and the future direction and opportunities
24 that this Board has and that this district has, so
25 I want to thank you for pointing that out. And I

1 know I've already talked to Mr. Gilzean about
2 putting that on our short-term list to evaluate the
3 district constructing a pedestrian bridge or
4 provide some type of way for those veterans to get
5 to the monorails and to the ferries in the manner
6 that they used to be able to do prior to that being
7 taken away.

8 So that's more of just a comment to you to
9 thank you for that. And then I did want to just
10 give you and Mr. Thompson an opportunity to answer
11 that question in terms of the anti-competitive
12 nature of the old Act, one of the things I think
13 that's brought up in Dr. Kochan's report --
14 Professor Kochan's report is the fact that a lot of
15 businesses popped up on 192 and I-4 in the 1970s
16 and 1980s on the promise of the investment of
17 Disney in this area. And then in the 1980s and
18 1990s and 2000s, Disney essentially was given carte
19 blanche to compete with those businesses within the
20 district with advantages that you-all outlined, not
21 having to pay impact fees.

22 You know, I have a client that wanted to
23 change 5,000 square foot retail store to a
24 cross-fit gym, and the City wanted to charge him
25 \$21,000 in transportation impact fees for that.

1 That is common. He had to hire a traffic engineer
2 to do a traffic study, and then we were only able
3 to knock it down to \$17,000. And that was just to
4 change to the use from a store to a cross-fit gym.
5 Every property owner, every developer in the state
6 of Florida has to pay impact fees.

7 Many jurisdictions have impact fees for parts
8 and recreation, for schools, for fire services. So
9 it's not just transportation, but the businesses on
10 192 and I-4, they had to pay all the application
11 fees. They had to go through a true development
12 review process so that whatever local jurisdiction
13 they had to go through, and yet, as we see in the
14 report, a lot of those businesses went out of
15 business as a result of the competition.

16 So from -- my question to Mr. Jennings was
17 more focused on the procurement side. I'd like to
18 ask you guys more focused on that element of the
19 nature of having a corporation, particularly, one
20 of the more powerful, successful corporations in
21 the world owning its own government and having the
22 ability to exercise governmental functionalities,
23 is that -- is the new act anti-business compared to
24 that set up, and let me know your thoughts on that?

25 PROFESSOR KOCHAN: Sure. I'll start, and you

1 are highlighting a lot of great points here.

2 One -- let me start with just a bit of an
3 explanation of why interest groups do what they do
4 and what the law and economics literature calls
5 rent-seeking behavior, is what we're seeing at play
6 here. It's when you're trying to seek some kind of
7 advantage from the channels of governmental power
8 that you could not otherwise get from the
9 marketplace.

10 In other words, you get some kind of
11 exemption, such as exemption from paying the fees
12 that your competitors do. That yields an advantage
13 because your costs are lowered; whereas, your
14 competitors don't have the same lowering of their
15 cost which means you have a now artificially
16 created advantage over your competitors. So this
17 rent-seeking is a way to normally just get some
18 kind of legislation that might be beneficial to
19 you, a subsidy or something else.

20 Here, they've got an entire governing
21 structure to serve your interest that do this,
22 coupled with exemptions and exceptions that give
23 you these competitive advantages. And what that
24 means is that you're able to operate at a lower
25 cost than your competitors, not because you

1 innovated, not because you realize cost savings,
2 not because you are somehow producing something
3 more efficiently, but simply because you've
4 received government favor. And that is why Disney
5 has been able to drive out other businesses and get
6 competitive edge of their own.

7 The second consequence of that, then, is that
8 it does drive out competition, and it, therefore,
9 means that you do not have the natural forces of
10 competition that make all of us better off,
11 including the citizens of Central Florida,
12 including the people who might be wanting to visit
13 Disney facilities. They are all worse off because
14 there are not these competitive pressures on Disney
15 to, in fact, improve, innovate, and otherwise
16 provide a better product.

17 So one of the things that we often describe
18 when we're teaching economics to policymakers, to
19 judges and other things is you need to take into
20 account all of the unintended consequences of your
21 actions. And when you give someone a competitive
22 advantage, artificially, you decrease the amount of
23 competitive pressures that normally lead to
24 innovation and improvement.

25 And so we should expect not only does that

1 mean that we don't know what kind of industry might
2 have come into the district or surrounding areas
3 but for this lack of competition -- this ability to
4 suppress competition that Disney has obtained by
5 gaining RCID favor, but we also need to understand
6 that we don't know how the products of the dominant
7 monopoly here could have been better if they were
8 subject to competitive forces.

9 So my point is we might have had people
10 competing with Disney on all kinds of levels: at
11 the hotel level, even at the amusement park level;
12 otherwise, that might have brought a better product
13 into the mix. But we also might just have a better
14 Disney as a result of them being forced to compete.
15 So we don't know. The consumers of Disney's
16 products don't know that they might not be --
17 actually a much better company if they were forced
18 to compete.

19 So that all leads to my final answer to
20 your -- to your major question, which is, was the
21 Reedy Creek Improvement Act of 1967 a pro-business
22 act. Absolutely not. Nothing that embeds a -- a
23 private entity with public authority like that is
24 pro-business. Simply because it gave a business an
25 advantage does not make it pro-business because it

1 is anti-competitive, because it is pro-capture,
2 because it is providing special privileges.
3 There's no right -- I've heard it described by some
4 in Disney as we are losing our rights to the
5 governance regime. There's no right to a
6 governance regime on the part of business.

7 And so a pro-business environment is one that
8 respects neutrality, respects governance,
9 principles which provide accountability, and keep
10 out the ability for any company to seek a
11 competitive advantage over another through the
12 auspices of government.

13 So really I see nothing that is pro-business
14 about how a system which simply gives an
15 entitlement to a particular business and everything
16 that's pro-business about a system that provides a
17 neutral and level playing field for all of business
18 to thrive.

19 MR. THOMPSON: And I agree with everything the
20 professor has just said. He said it far more
21 eloquently than I would, but I would add one thing,
22 which is, governments are not bound by the
23 anti-trust laws. They engage in anti-competitive
24 conduct. So it's particularly pernicious when you
25 have a corporation that totally captures the

1 government because they can then use those powers
2 free and clear of the anti-trust laws to, you know,
3 crush local competition, and that's exactly what
4 we're seeing here.

5 MR. JENNINGS: One real world example I'd like
6 to offer, because I was struck by Professor
7 Kochan's remarks, is many of you won't remember
8 this, but there was a time when the only company
9 that was allowed to provide telephone service in
10 the United States was AT&T, and I remember it well.
11 We had these big giant phones that were on the wall
12 with a coiled wire in a giant receiver, and that
13 was the only telephone service able in the United
14 States.

15 In fact, if you went back a little earlier,
16 because AT&T wasn't willing to invest in expanding
17 its infrastructure, a lot of those people that had
18 the phones on the walls also had what were called
19 party lines where they had to share their phone
20 service with unknown other customers of AT&T,
21 sometimes while engaged in a phone call.

22 And so the point of me saying that is to -- I
23 want to reinforce Professor Kochan's point, this
24 structure isn't really even good for Disney. You
25 know, the -- your question, Mr. Aungst, about

1 competition, competition is a good thing.
2 Competition brings better goods and services to all
3 of us at better prices.

4 CHAIR GARCIA: Thank you, sir.

5 MR. BARAKAT: All right. I'll take a -- I'll
6 jump back in, Mr. Chair. Just a couple questions
7 for Professor Kochan. Now, you use the phrased --
8 in describing this district, you used the phrase,
9 "sui generis"; is that right?

10 PROFESSOR KOCHAN: Correct, yes.

11 MR. BARAKAT: Now, I'm not a -- not a Latin
12 scholar. I don't have a Harvard degree. I only
13 have a University of Florida, but I think that
14 means, essentially, one of kind sprung forth from
15 no like example and maybe no future; is that right?

16 PROFESSOR KOCHAN: Excellent, yes.

17 MR. BARAKAT: Okay. My -- the one thing I do
18 know, I account for probably hundreds of community
19 development districts in the state of Florida in my
20 career, and I noticed that in sometimes examples
21 are given of pointing to other CD-type district,
22 maybe -- there's Universal or elsewhere where their
23 boards are solely controlled by -- or appointed by
24 the land owners, and some view that as though maybe
25 Disney is being treated unfairly.

1 Now, you talked about most districts, CDDs, in
2 particular, tend to be for a very narrow purpose, a
3 very narrow scope, specific purpose, specific
4 limits in time. This district, I think you
5 highlighted a -- uniquely generalized purpose and
6 powers, no limit in time, no voting power.

7 I just want to underline, is it fair to say
8 this is a uniquely powerful special district, not
9 just in the state of Florida, but in your
10 observation throughout the United States?

11 PROFESSOR KOCHAN: Yes, absolutely. It is
12 uniquely powerful. It is distinguished from the
13 CDDs in others despite the fact that land owners --
14 you know, the election process, it may be
15 different. And there may be similar limitations on
16 the elected -- election process in other districts,
17 but the level of authority and the diversity of
18 constituents are quite different in this.

19 And so it is not only unique in Florida, and I
20 think David Thompson pointed it, as well, it's
21 unique throughout the entire United States. No
22 one -- I think probably not just that no one has
23 adopted it because it doesn't seem like a good
24 level of governance, but it's extraordinary that
25 this was ever able to be accepted as a legitimate

1 form of governance in the first place. So highly
2 unique.

3 MR. BARAKAT: Probably not -- I mean, I know
4 that Disney and other large land owners subsequent
5 where Disney has attempted to sort of expand this
6 operations in other areas. Is it fair to say that
7 it's, at least, attempted to duplicate or maybe
8 haven't been successful?

9 PROFESSOR KOCHAN: I think -- I don't know the
10 full facts on Disney's operations elsewhere, but I
11 do know generally some of what you're describing,
12 and the attempts have been unsuccessful, I would
13 assume, because of the extraordinary ask that's
14 being made and the wisdom of those who've rejected
15 it.

16 MR. BARAKAT: And I guess last question, or
17 last piece for you, in terms of -- you talked a lot
18 about negative externalities. I think, you know,
19 another word for that is impact, right? We've had
20 a lot of discussion of impact fees. That's a
21 fairly quantifiable number. But I can't help but
22 wonder, do you think it goes -- when we take out
23 the number of impact fees that maybe had been left
24 unpaid, do you think that fully captures the
25 monetary impact of these negative externalities

1 impact when you take into account a hundred
2 thousand employees, and the true sort of negative
3 economic impact, is it really fully captured by
4 that impact fee figure, or is this a subject that
5 might need deserve some further inquiry to fully
6 determine the impact?

7 PROFESSOR KOCHAN: No, I think it's an
8 imperfect compensation for the overall impact
9 that's being made, especially the impact on the
10 community condition or the human condition of
11 people who are forced to live long distances from
12 their workplace simply because the work -- the
13 employer itself is prohibiting housing near the
14 location of the activity. There are other impacts
15 which just aren't calculating the impact fee that
16 are imposing negative harm and externalities on the
17 community that wouldn't be captured by the impact
18 fees. There's the impact on the absence of
19 competition that would provide better services
20 to -- and more opportunities throughout the region
21 if there were higher levels of competition.

22 So I think further study needs to be done into
23 the overall economic impact of the Disney operation
24 and its imposition of those negative externalities
25 beyond what would be compensated for by the impact

1 fees.

2 I'll ask if there are any follow-ups on that
3 question, but I do want to say one thing about your
4 prior question, as well, which I neglected to say.
5 And its -- you know, there's quite a bit of
6 evidence that Disney sought out the extraordinary
7 authority in Florida precisely because they were
8 frustrated by the inability to have that in
9 Disneyland. And the frustrations -- the costs that
10 were imposed upon them, the costs of complying with
11 government. And so Walt Disney had a real plan to
12 avoid all the things he wished he had done in
13 Disneyland and the surrounding communities by not
14 replicating the need to deal with the pesky systems
15 of governance that he had to deal with in
16 California when we came to Florida. And that's --
17 there's -- there are stories as to why other cities
18 were rejected precisely because they were unwilling
19 to provide Walt Disney with those kinds of special
20 privileges that ultimately Florida did provide.

21 MR. BARAKAT: Thank you. You know what? One
22 last thing. I'm sorry, Mr. Chair. I appreciate
23 the indulgence. Professor Kochan, I really just
24 wanted to thank you for your thorough, I'll say,
25 original analysis of this district theory. But I

1 wonder -- you know, you also in your report
2 acknowledged sort of a debt paid, prior academics
3 who have looked into this issue. I'm not sure if
4 he's still here, Professor Foglesong, and his book,
5 Married to the Mouse, 20 years ago. Is it fair to
6 say that you are not the first academic to identify
7 these flaws? My sense is that these are not new --
8 wholly new identifications. These have been flaws
9 that have been identified for some time, but maybe
10 you can expand on that.

11 PROFESSOR KOCHAN: Yes, that's absolutely
12 true. It is -- and Folgesong's work was extremely
13 useful in -- and thorough, and in his overall
14 methodology and study was extremely valuable to not
15 only my work but also to I think exposing many of
16 these problems. And there are other academics
17 cited in my scholarship. We've also identified
18 this over time. I would -- and I tried to collect
19 some of them together in their insights into the
20 study, and also then apply my own expertise in law
21 and economics to show why what they were explaining
22 fits this broader literature, as well.

23 MR. BARAKAT: And it sounds like what you're
24 saying is even though these flaws have been
25 publically identified, part of this sort of this

1 capture of the district is the economic benefit, is
2 it fair to say because it was so heavily
3 concentrated in one -- the benefit was so heavily
4 concentrated in one entity, but maybe negative
5 impacts were sort of more disparate, that's part of
6 the challenge that made the reform so difficult.

7 PROFESSOR KOCHAN: Yes. So when you have
8 concentrated benefits on one entity like Disney,
9 they have every -- they are willing to invest a lot
10 to secure and sustain their level of influence.
11 When you have dispersed cost, it's much harder for
12 anyone to come and challenge them. So I'll give
13 you an example.

14 If -- if Disney gets a hundred units of --
15 \$100, right, worth of benefit out of a particular
16 decision, they are able to spread that across, say,
17 a community which may not even have voting
18 authority or access to any levels of power
19 whatsoever. But putting that aside, they're able
20 to spread a 10 cent for this one thing. Obviously,
21 there are multiples of this that Disney is getting
22 in terms of perks, but they are able to spread that
23 across so everyone loses at 10 cents.

24 Well, the people who lose at 10 cents aren't
25 even going to spend up to 10 cents to save 10

1 cents. Disney is going to spend up to a hundred
2 dollars to get a hundred dollars. And so who's
3 going to win in that kind of situation? It's
4 always going to be the more powerful interest group
5 who has the concentrated benefit rather than those
6 who have the dispersed cost.

7 Now, on top of that there's an incentive on
8 the part of those who have this access to power to
9 get the concentrated benefits to also decrease the
10 level of information available to people to even
11 know that they're being harmed or how they're being
12 harmed. In other words, how they're being harmed,
13 that they're being harmed because Disney has
14 special advantages.

15 So they have an incentive to keep that
16 information or to prevent that information from
17 even flowing to the people who otherwise might
18 resist. And so there's going to be an investment
19 in control over information flows, as well as
20 public relations campaigns that convince everyone
21 that what's good for Disney is good for them, and
22 that's why we see such a sophisticated operation.

23 And this was -- you know, the level of
24 sophistication on the part of the Disney PR
25 department from the point of creating the district

1 in the first place and through legislation in 1967
2 all the way through today is extraordinary and has
3 been a major contributor to the success, as well as
4 this differential -- this dynamic of the
5 differential in benefits versus burdens.

6 MR. BARAKAT: Okay. Thank you.

7 CHAIR GARCIA: Any other questions or comments
8 from my fellow board members? I have some brief
9 closing comments before we vote, but I just want to
10 make two really basic observations. Disney
11 published a report about two weeks ago about all of
12 the revenues that are generated from their
13 businesses, and I want to make something very
14 clear. We're thankful for that. Okay. Bringing
15 in businesses that generate revenues is a wonderful
16 thing.

17 But as Charlie Munger, one of the wisest men
18 ever lived, Warren Buffet's right-hand man used to
19 always say is that revenues aren't free. You have
20 to spend to generate revenues. And the way
21 government deals with the revenues generated by big
22 businesses is that they charge them impacts fees,
23 and impact fees are then used for the public good
24 like schools, roads, affordable housing, all the
25 things that are problematic around the district.

1 And so we're grateful to Disney for their
2 revenues, but you understand that for 57 years, as
3 my fellow directors and these experts have pointed
4 out, surrounding businesses outside of the district
5 were paying impact fees. No impact fees were paid
6 within the district. Hundreds and hundreds of
7 millions of dollars.

8 And let me just share an anecdotal story. I
9 got a call after our audit was published yesterday
10 from a very successful investor, and he said, Hey,
11 Martin, I'm not surprised at all the problems from
12 the governance standpoints that I've seen in that
13 report from the old Reedy Creek board. And I said,
14 How do you know anything about the old Reedy Creek
15 board? And he said, Are you seeing what is
16 currently going on with respect to the Disney
17 board? Do you see the number of sophisticated
18 stockholders that are saying that there's a
19 leadership problem at Disney currently?

20 And so last night I just looked up and did a
21 little bit of research and found a letter from an
22 institutional investor, a substantial investor, in
23 Disney. It's an investor called Ancora,
24 A-N-C-O-R-A. And I quote from his letter to the
25 board of directors of Disney. He said, "A degree

1 of shareholder-driven change is certainly warranted
2 in Disney's board room following an extended period
3 of absent-minded governance."

4 That is the poor governance that we were
5 experiencing in this district. Disney controlled
6 the old Reedy Creek board, and so it's the
7 trickle-down effect. As shareholders of Disney
8 currently recognize, there's a leadership problem
9 there, that trickled down to the old board. And so
10 I have a few closing brief comments, and they are
11 responsive to the presentations of our experts
12 today, and they also relate to other things that
13 are in this audit.

14 So the audit is indeed comprehensive. It is
15 also illuminating and not infrequently shocking.
16 The audit features a litany of revelations about
17 the district and its observations. They will
18 astonish me but none of them should surprise
19 Disney. The audit indicates that Disney pulled a
20 bait-and-switch at the very outset. It sold the
21 Reedy Creek Act of Florida in the mid '60s as one
22 thing, but proceeded to do something almost
23 entirely different like Professor Kochan outlined.

24 Above all, the company failed or, perhaps,
25 rather neglected to fulfill critical promises it

1 made to Florida. For almost a half century, Disney
2 used its enormous influence to defend and fortify
3 the unprecedented government entitlements for which
4 it as a company exclusively benefited as our
5 experts have outlined today.

6 The audit documents the clever, creative, and
7 even inappropriate tactics that were used over
8 decades to, yes, outmaneuver and co-opted
9 politicians. At \$82 billion in revenue a year.
10 One of the world's biggest companies.

11 The company cleverly no -- clearly no longer
12 needed the entitlements to prosper a long time ago.
13 Did shareholders were the winners, and the losers
14 were, as you've heard here today, the district
15 itself, its employees, its taxpayers, local
16 vendors, who spoke here today, citizens of Central
17 Florida, and even the federal government.

18 The audit indicates that Disney never
19 delivered on its century-old promise to create
20 housing in the district. And this has caused
21 avoidable quality of life issues for district
22 employees. The failure to collect impact fees by
23 the district for so many years has exacerbated
24 traffic and environmental problems for Central
25 Florida according to the report.

1 The audit documents how obstructions were
2 created to favor Disney vendors over the other
3 vendors, some that spoke here today, that are now
4 available thanks Mr. Gilzean because of the new
5 policies, and they're now doing business with the
6 district. Disney sold its utility operation, as
7 Mr. Thompson noted, to the district for many, many
8 millions of dollars, and our experts have not been
9 able to validate that a fair price was paid to the
10 district.

11 Even tax income was hidden for years from the
12 federal government. From the \$700 million parking
13 garages that Mr. Thompson talked about to millions
14 of dollars in inappropriate government perks that
15 Mr. Jennings talked about, the audit shows how
16 Disney benefited to the exclusion of many other
17 taxpayers in the district. This district money
18 taxpayer money that were paid by other taxpayers,
19 non-Disney companies were used for the exclusive
20 benefit of Disney's properties.

21 The audit shows that Disney even paid for real
22 estate taxes for some of the government officials
23 who were charged with regulating its business
24 practices. I've got to repeat that. Where have
25 you seen that? The audit shows that Disney even

1 paid real estate taxes for some of the government
2 officials who were charged with regulating its
3 business practices.

4 Given the stunning facts in the audit, it is
5 especially shameful that Disney is still trying to
6 preserve its entitlements, let alone through
7 unlawful, 11th hour agreements. As is revealed
8 in those lawsuits against the district, Disney, to
9 this day, to this day, refuses to acknowledge any
10 infirmities, any. They're saying that 1967 Act
11 that they tried to stick us in the mud with is good
12 for day -- good today. What do you know -- have
13 any business for government that's functioning the
14 same today as they were in 1967? It just isn't the
15 case.

16 So they refuse to acknowledge any infirmities
17 with respect to those one-sided agreements that
18 they had years ago. The Reedy Creek Act was a
19 Pandora's Box. A curse disguised in the form of a
20 beautiful gift. Now that the truth is out, Florida
21 lawmakers and government officials should expel the
22 curse with more reforms to the district. There are
23 many referenced in the audit in terms of reforms
24 that should be welcomed on a bipartisan basis:
25 traffic solutions, schools, affordable housing.

1 Who argues against that? Disney.

2 So as the audit demonstrates, the district was
3 indeed in dire need of reform and thus legislature
4 was amply warranted in passing the new legislation
5 this year to begin reforming the district, to be
6 begin reforming the district. This has enabled our
7 Board to implement a myriad of reforms. We look
8 forward to working with other government officials
9 to continue reform the district to serve the public
10 good that Professor Kochan, Mr. Jennings, and
11 Mr. Thompson outlined and are which are more --
12 discussed in more detail in this 80-page report
13 that, with its supplements, is hundreds of pages.

14 So that's all I have to say. If my fellow
15 directors don't have anymore questions or comments,
16 or if our experts have nothing else to add, I would
17 like to ask if there is a motion to approve the
18 independent audit prepared by a number of very
19 qualified experts. Is there such a motion?

20 MR. BARAKAT: I will proudly so motion.

21 MR. AUNGST: Second.

22 CHAIR GARCIA: Any further discussion?

23 All in favor, indicate by saying aye.

24 THE BOARD: Aye.

25 CHAIR GARCIA: Any oppose? So let the record

1 that that motion passes unanimously.

2 We're now down to unfinished business or other
3 business, and I would ask my fellow directors and
4 general counsel and Mr. Gilzean, is there any
5 unfinished business or other business to be
6 discussed today?

7 MR. AUNGST: Mr. Chair, if I might, just
8 briefly. I know we've had a very long meeting, but
9 we're coming to the end of the year, and at the
10 beginning of this Board, we were kind of looking
11 for some structure before Mr. Gilzean, and we used
12 to talk about things at the end of the meeting
13 about things that we'd like to see coming up. And
14 with the eye towards the future and the new year, I
15 think that housing affordability is a huge issue
16 and so is public transaction.

17 In that -- in line with that, one of the
18 things the legislature required us to do, along
19 with the report that we just accepted, was to
20 develop a new comprehensive plan by 2026. And so I
21 believe that we need to start that process in
22 earnest. I think the report, the historical
23 context of the report gives us a good opportunity
24 to start that process. Obviously, the
25 comprehensive planning process takes awhile and is

1 inclusive and collaborative of all of our
2 taxpayers. That would be an outstanding
3 opportunity to start developing and adopting some
4 state-of-the-art policies and practices on
5 affordable housing and public transportation.

6 One thing that is extremely important to note
7 about the new Act is that it empowers the district
8 to invest in projects outside of the district, and
9 so it is entirely possible and entirely feasible
10 for the district to provide insensitive-s for
11 affordable housing developments and public
12 transportation that are even not within the
13 district. And so collaborating with our counsel,
14 our planning staff, and Mr. Gilzean, I'd like to
15 kind of launch that effort and do it
16 enthusiastically, and then look at this as a
17 springboard to the future on actually delivering on
18 those things and doing it over the next year, maybe
19 even sooner.

20 Another comment, I'm super excited about
21 swearing in our new firefighters. I think we have
22 21, 22?

23 MR. FERRARI: It is 23.

24 MR. AUNGST: Twenty-three new firefighters,
25 and I would highly encourage Mr. Gilzean public

1 swearing in ceremony, and let's really celebrate
2 that accomplishment for the fire department and for
3 the district.

4 And I think that -- the only other comment,
5 and, hopefully, Mr. Gilzean, please don't kill me,
6 but, again, looking forward to things, I know that
7 you're working on maternity/paternity leave policy.
8 My wife and I did not get maternity or paternity
9 leave for either of our children; our daughter and
10 our adopted son. So I know that you're also
11 looking at an adoption leave policy, and so that's
12 really important for me. So, our employees, I want
13 you to know, we're not stopping thinking about you.
14 We're always thinking about you, we're always
15 thinking about ways to make your experience here
16 the best possible experience, and that's something
17 I'm looking forward to in the coming months to talk
18 about this, this policy. Thank you, sir.

19 CHAIR GARCIA: Yeah, thank you for those
20 comments. Any further comments?

21 MR. BARAKAT: Mr. Chair, I'll have to just --
22 I appreciate Supervisor Aungst raising these
23 issues. I too am looking forward, we really truly
24 in terms of the opportunities to help foster, and I
25 appreciate the public comments earlier. And I

1 think from the public comments from the report, the
2 need for this district to address affordable
3 housing issues, transportation issues, our -- I
4 think it's been abundantly clear for a long time
5 that anybody has sat, whether you're an employ or a
6 visitor who's sat in traffic on I-4 trying to
7 access this district, you're sitting in a parking
8 lot that is I-4, I think it's obviously not --
9 there's room for improvement, particularly, as the
10 surrounding suburbs around this district have grown
11 significantly over the last 15 to 20 years.

12 There's an overwhelming need, and I think as going
13 forward basis, I think one is important looking --
14 one, trying to identify further use into the
15 negative externalities, true monetary cost of what
16 maybe failed as a district to address in the past.

17 And, two, maybe using that as an opportunity
18 to launch ourselves forward and develop a plan
19 moving forward. So I wanted to -- those comments,
20 and I'm looking forward to having to work with the
21 rest of this team along with Mr. Gilzean, of
22 course, to engage on those issues in the coming
23 year. And, also, Merry Christmas and Happy
24 Hanukkah and Happy New Year. Thank you.

25 CHAIR GARCIA: Anything further? If not,

1 thank you to everybody for your interest and for
2 joining us today. We now stand adjourned.

3 (Time ended 1:15 p.m.)
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C E R T I F I C A T E

STATE OF FLORIDA
COUNTY OF ORANGE

I, SANDRA D. BROWN, Florida Professional
Reporter, certify that I was authorized to and did
stenographically report the foregoing proceedings
and that the transcript is a true and complete
record of my stenographic notes.

Dated this 8th day of December, 2023.

Sandra D. Brown

SANDRA D. BROWN
FLORIDA PROFESSIONAL REPORTER

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