

**NEW JERSEY SCHOOLS DEVELOPMENT AUTHORITY
BOARD OF DIRECTORS MEETING
WEDNESDAY, MAY 1, 2019**

A meeting of the Board of Directors of the New Jersey Schools Development Authority (SDA or the Authority) was held on Wednesday, May 1, 2019 at 9:00 A.M. at the offices of the Authority at 32 East Front Street, Trenton, New Jersey.

Participating were:

Robert Nixon, Chairman
Michael Kanef (Treasury)
Bernard Piaia (DOE)
Donna Sullivan (EDA)
Kevin Luckie (DCA)
Kevin Egan
Richard Elbert
Loren Lemelle
Michael Maloney
Mario Vargas

being a quorum of the Board. Mr. Egan, Mr. Elbert, Mr. Kanef, Ms. Lemelle, Mr. Nixon, Mr. Piaia, and Mr. Vargas participated in the meeting by teleconference.

At the Chairman's request, Roy Garcia, chief of staff; Andrew Yosha, chief operating officer; Jane F. Kelly, vice president and assistant secretary; Donald Guarriello, vice president and chief financial officer; Manuel Da Silva, vice president; Thomas Schrum, vice president; Patricia Cabrera, deputy chief of staff; and Albert Barnes, chief counsel (by teleconference) of the SDA, participated in the meeting. Adam Sternbach of the Governor's Authorities Unit also participated in the meeting.

The meeting was called to order by Mr. Nixon, who requested that Ms. Kelly read the requisite notice of the meeting. Ms. Kelly announced that the meeting notice had been sent to the *Trenton Times* and *Star-Ledger* at least 48 hours prior to the meeting, and had been duly posted on the SDA website and the Secretary of State's bulletin board at 20 West State Street in Trenton, New Jersey. Ms. Kelly then conducted a roll call and indicated that a quorum of the Members was present.

Pledge of Allegiance

Led by the Chairman, the Members and all assembled stood and recited the Pledge of Allegiance.

Authority Matters

Appointment of Interim Chief Executive Officer (CEO); Appointment of Interim Records Custodian

Mr. Nixon provided the Members with the Chairman's Report. He advised the Board that, with the resignation of the Authority's Chief Executive Officer effective April 26, 2019, it is necessary for the Board to appoint an individual to serve as the Authority's Interim CEO. Referencing his memorandum that was provided to the Members in advance of the meeting, he said that before the Board is a recommendation to elect SDA's Vice President of Construction Operations Manuel Da Silva to serve as the Authority's Interim CEO. Mr. Nixon said that Mr. Da Silva is experienced with the SDA and with construction generally and is prepared to fill this position. He said that, first and foremost, Mr. Da Silva cares about the mission of the SDA.

In continuing, Mr. Nixon said that Mr. Da Silva, the Members and staff have a lot of work to do in the next couple of weeks to ensure that the SDA is focused on one thing and one thing only--and that is to build high quality 21st century schools for the children of New Jersey.

Mr. Nixon said that Mr. Da Silva's appointment today is a temporary beginning, not an ending. He explained that we will soon receive an update regarding the ongoing audit and investigations involving employee hirings and employment decisions that were made over the last several months. He said that the Authority must do what is expected of us and that is to learn, improve and look ahead to our mission of building schools. He said that Governor Phil Murphy is in agreement and shares the same pathway forward for the organization. Mr. Nixon said he would like to thank Governor Murphy for his recommendation of Mr. Da Silva and for his support as the Board takes steps to move the SDA forward in the right direction.

Following discussion, upon a motion by Mr. Vargas and seconded by Mr. Maloney, the Board approved the nomination of Manuel Da Silva to serve as the Authority's Interim Chief Executive Officer with the Members' unanimous vote in favor of ***Resolution 4a***.

Mr. Da Silva thanked Mr. Nixon and the Board for their confidence in his ability to run the organization. He said that his primary goal is to move forward with the SDA's mission of delivering 21st century schools. He added that he looks forward to getting the Authority back on track.

Next, referencing his memorandum that was provided to the Members in advance of the meeting, Mr. Nixon explained that the Authority's Records Custodian has retired effective April 30, 2019, necessitating formal election of a replacement. He said that before the Board is a recommendation to elect SDA Policy Director Kristen MacLean to serve as the Authority's Interim Records Custodian. Following discussion, upon a motion by Mr. Luckie and seconded by Mr. Elbert, the Board approved the nomination of Kristen MacLean to serve as the Authority's Interim Records Custodian with the Members' unanimous vote in favor of ***Resolution 4b***.

Public Comments

The Chairman then opened the Public Comments portion of the meeting. No member of the public came forward to address the Board.

Adjournment

There being no further business to come before the Board, upon motion by the Chairman and with unanimous consent, the meeting was adjourned.

Certification: The foregoing represents a true and complete summary of the actions taken by the Board of the New Jersey Schools Development Authority at its May 1, 2019 meeting.

/s/ Jane F. Kelly
Assistant Secretary