

**MINUTES OF MEETING
DP1
COMMUNITY DEVELOPMENT DISTRICT**

An Organizational Meeting of the Board of Supervisors of the DP1 Community Development District was held on Thursday, July 27, 2017 at 1:00 p.m., at the Ponte Vedra Library, 101 Library Boulevard, Ponte Vedra Beach, Florida 32082.

Present at the meeting were:

Bobby Bennett	Chair
Melissa Yuhas	Vice Chair
Lucas Hildebrand	Assistant Secretary
L. Kelly Webb	Assistant Secretary
Lou Paquet	Assistant Secretary

Also present were:

Craig Wrathell	District Manager
Cindy Cerbone	Wrathell, Hunt & Associates, LLC
Katie Buchanan	District Counsel
Camille Evans (<i>via telephone</i>)	Bond Counsel, Greenberg Traurig, P.A.
Brad Davis	District Engineer
Brett Sealy	MBS Capital Markets, LLC

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Wrathell called the meeting to order at 1:07 p.m. Five names people were named in the Petition to Establish DP1 CDD to serve as the initial Board Members but two declined, prior to this meeting. Management received an email from Ms. Kathy Brady declining appointment and District Counsel received an email from Ms. Julie Passalacqua declining appointment.

- **Administration of Oath of Office to Board of Supervisors (*the following to be provided in a separate package*)**

*****This item, previously the Third Order of Business, was presented out of order.*****

Mr. Wrathell, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Bobby Bennett, Mr. Lou Paquet and Ms. Melissa Yuhas. Mr. Wrathell provided and briefly explained the following items:

- A. **Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- B. **Membership, Obligations and Responsibilities**
- C. **Chapter 190, Florida Statutes**
- D. **Financial Disclosure Forms**
 - i. **Form 1: Statement of Financial Interests**
 - ii. **Form 1X: Amendment to Form 1, Statement of Financial Interests**
 - iii. **Form 1F: Final Statement of Financial Interests**
- E. **Form 8B: Memorandum of Voting Conflict**

Mr. Wrathell stated that the Form 1 must be mailed to the Supervisor of Elections' Office, in the Board Members' County of residence, no later than 30 days from today, to avoid a fine. Both Mr. Wrathell and Ms. Buchanan explained the Sunshine Law and stated that all District documents and communications would become public record. Outside communications between Board Members, pertaining to Board-related matters, must cease, as well as discussions of any other sensitive information concerning the District. Ms. Buchanan suggested that Board Members utilize a separate email account for Board-related matters; Management could set up the email accounts. Mr. Wrathell and Ms. Buchanan should be copied on all board-related communications, emails, etc. Management would always retain all communications, should Board-related emails and documents, be needed. The District must have its own website, pursuant to law. Board Members may be paid \$200. per meeting but no more than \$4,800 per annum.

SECOND ORDER OF BUSINESS

Public Comments

There being no public comments, the next item followed.

GENERAL DISTRICT ITEMS

THIRD ORDER OF BUSINESS

Administration of Oath of Office to Board of Supervisors (the following to be provided in a separate package)

This item was presented following the First Order of Business.

- **Declined Board Appointments: Kathy Brady and Julie Passalaqua**

*****This item was an addition to the agenda.*****

Mr. Wrathell reiterated that Ms. Brady and Ms. Passalacqua, declined appointment to the Board.

On MOTION by Mr. Bennett and seconded by Mr. Paquet, with all in favor, the notifications from Ms. Brady and Ms. Passalacqua, declining appointment to the Board, were accepted.

Mr. Wrathell stated, since Ms. Brady and Ms. Passalacqua declined acceptance of seats on the Board and the Oath of Office was not administered, they were not required to submit their resignations.

▪ **Appointments to Vacant Seats**

****This item was an addition to the agenda.****

Ms. Yuhas nominated Mr. Lucas Hildebrand to fill one of the vacant seats. No other nominations were made.

On MOTION by Ms. Yuhas and seconded by Mr. Bennett, with all in favor, the appointment of Mr. Lucas Hildebrand to fill one of the vacant seats, was approved.

Mr. Bennett nominated Kelly Webb to fill the other vacant seat. No other nominations were made.

On MOTION by Mr. Paquet and seconded by Mr. Bennett, with all in favor, the appointment of Ms. Kelly Webb to fill the other vacant seat, was approved.

Mr. Wrathell administered the Oath of Office to Ms. Webb and Mr. Hildebrand, reminded them to file the Form 1, within 30 days, and provided the documents previously discussed.

FOURTH ORDER OF BUSINESS

**Consideration of Resolution 2017-01,
Electing the Officers of the District**

Mr. Wrathell presented Resolution 2017-01. He explained each position and the duties that would be required by them. Mr. Wrathell nominated himself, as Secretary and Treasurer, and Mr. Jeff Pinder, as Assistant Treasurer. Mr. Bennett nominated himself, as Chair, and Ms. Yuhas, as Vice Chair. Ms. Yuhas nominated Mr. Hildebrand, as Assistant Secretary. Mr. Bennett nominated the balance of the Board, along with Ms. Cerbone and Mr. McGaffney, to serve as Assistant Secretaries. No other nominations were made. The slate of officers was as follows:

Bobby Bennett	Chair
Melissa Yuhas	Vice Chair
Craig Wrathell	Secretary
Craig Wrathell	Secretary
Lucas Hildebrand	Assistant Secretary
L. Kelly Webb	Assistant Secretary
Lou Pequot	Assistant Secretary
Cindy Cerbone	Assistant Secretary
Jeff Pinder	Assistant Secretary
Howard McGaffney	Assistant Secretary

On MOTION by Ms. Yuhas and seconded by Mr. Bennett, with all in favor, Resolution 2017-01, Electing the Officers of the District, as nominated, was adopted.

ORGANIZATIONAL MATTERS

FIFTH ORDER OF BUSINESS

**Consideration of the Following
Organizational Matters:**

- A. Resolution 2017-02, Appointing and Fixing the Compensation of the District Manager; Appointing Methodology Consultant: *Wrathell, Hunt and Associates, LLC***

Mr. Wrathell presented Resolution 2017-02. The proposed Agreement outlined the scope of services and associated fees.

On MOTION by Mr. Bennett and seconded by Mr. Hildebrand, with all in favor, Resolution 2017-02, Appointing and Fixing the Compensation of Wrathell, Hunt and Associates, LLC, as the District Manager; Appointing Methodology Consultant, was adopted.

B. Resolution 2017-03, Appointing District Counsel; Authorizing Its Compensation: *Hopping, Green & Sams, PA*

Mr. Wrathell presented Resolution 2017-03. The proposed Retainer Agreement was attached.

On MOTION by Mr. Bennett and seconded by Mr. Hildebrand, with all in favor, Resolution 2017-03, Appointing Hopping, Green & Sams, PA, as District Counsel, was adopted.

C. Resolution 2017-04, Appointing Interim District Engineer; Authorizing Compensation: *Prosser, Inc.*

Mr. Wrathell presented Resolution 2017-04. A Proposal from Prosser, Inc., (Prosser) to serve as District Engineer, was not received. The Board could authorize the Chair to review the proposed fee schedule and Agreement. If the District Engineer's expenses would exceed \$30,000 per year, the District must undertake the Request for Qualification (RFQ) process; therefore, Mr. Wrathell asked the Board to authorize advertisement of the RFQ. Prosser would be hired on an interim basis. Mr. Wrathell explained the RFQ process.

On MOTION by Mr. Bennett and seconded by Mr. Hildebrand, with all in favor, Resolution 2017-04, Appointing Prosser, Inc., as Interim District Engineer, Authorizing the Chair and Staff to negotiate the terms of the Agreement and for the Chair to execute the Agreement, was adopted.

D. Authorization of RFQ for District Engineering Services

Mr. Wrathell stated that the District must go through the RFQ process for District Engineering Services, as previously discussed.

On MOTION by Mr. Bennett and seconded by Mr. Hildebrand, with all in favor, authorization for Staff to advertise a Request for Qualifications for District Engineering Services, was approved.

E. Board Member Compensation: 190.006 (8), F.S.

Mr. Wrathell stated that the Board was eligible to receive compensation of \$200, per meeting, with a maximum of \$4,800, per year.

On MOTION by Mr. Bennett and seconded by Ms. Webb, with all in favor, Board Member compensation of \$200, per meeting, not to exceed \$4,800, per year, was approved.

F. Resolution 2017-05, Designating a Registered Agent and Registered Office of the District

Mr. Wrathell presented Resolution 2017-05.

On MOTION by Mr. Bennett and seconded by Ms. Yuhas, with all in favor, Resolution 2017-05, Designating Katie Buchanan as the Registered Agent and the Offices of Hopping Green & Sams, P.A., 1119 South Monroe Street, Suite 300, Tallahassee, Florida 32301, as the Office of Record, was adopted.

G. Resolution 2017-06, Designating the Location of the Local Records Office and Providing an Effective Date

This item was deferred until a local Records Office, within St. John's County, was determined.

H. Resolution 2017-07, Setting Forth the Policy of the District with Regard to the Support and Legal Defense of the Board of Supervisors, Officers and Staff; Providing for an Effective Date

Mr. Wrathell presented Resolution 2017-07. This Resolution sets forth the policy of the District with regard to the legal defense of the Board of Supervisors, Officers and Staff. If an individual Board Member was sued, while performing their duties, as related to the District, the person would be defended, under the District's policy, unless the person did something wrong.

On MOTION by Mr. Bennett and seconded by Ms. Yuhas, with all in favor, Resolution 2017-07, Setting Forth the Policy of the District with Regard to the Support and Legal Defense of the Board of Supervisors, Officers and Staff, was adopted.

I. Resolution 2017-08, Providing for the Public’s Opportunity to be Heard; Designating Public Comment Periods; Designating a Procedure to Identify Individuals Seeking to be Heard; Addressing Public Decorum; Addressing Exceptions; Providing for Conflicts, Providing for Severability and an Effective Date

Mr. Wrathell presented Resolution 2017-08. The Resolution provided for the opportunity for public comment and outlined the associated procedures. Ms. Buchanan stated that Section 1b was related to the first public comment period, which would be limited to agenda items. This would be the public’s opportunity to address items on the agenda. The second public comment section would be for comments of a general nature. Mr. Wrathell stated that the agendas would have two public comment sections; however, with a public comment section at the beginning of the meeting, the public probably would not stay for the second public comment item.

On MOTION by Mr. Bennett and seconded by Ms. Webb, with all in favor, Resolution 2017-08, Providing for the Public’s Opportunity to be Heard; Designating Public Comment Periods; Designating Procedure to Identity Individuals Seeking to be Heard; Addressing Public Decorum; Addressing Exceptions; Providing for Conflicts, Providing for Severability and an Effective Date, was adopted.

J. Resolution 2017-09, Approving the Filing of the Notice of Establishment

Mr. Wrathell presented Resolution 2017-09. Ms. Buchanan just received the certified Ordinance.

On MOTION by Mr. Bennett and seconded by Ms. Yuhas, with all in favor, Resolution 2017-09, Approving the Filing of the Notice of Establishment, was adopted.

K. Resolution 2017-10, Providing For the Appointment of a Records Management Liaison Officer; Providing the Duties of the Records Management Liaison Officer; Adopting a Records Retention Policy; and Providing for a Severability and Effective Date

Mr. Wrathell presented Resolution 2017-10. Management would serve as the Records Retention Liaison, with regard to public documents, and a member of Management’s staff would serve as the Records Management Liaison Officer.

On MOTION by Mr. Bennett and seconded by Ms. Yuhas, with all in favor, Resolution 2017-10, Providing For the Appointment of a Records Management Liaison Officer; Adopting a Records Retention Policy; and Providing for a Severability and Effective Date, was adopted.

L. Resolution 2017-11, Granting the Chair the Authority to Execute Real and Personal Property Conveyance and Dedication Documents, Plats and Other Documents Related to the Development of the District’s Improvements; Approving the Scope and Terms of Such Authorization; Providing a Severability Clause; and Providing an Effective Date

Mr. Wrathell presented Resolution 2017-11. This Resolution would grant authority to the Chair to work with the District Engineer, District Counsel and Staff and execute documents in between Board meetings. The Vice Chair would be added.

On MOTION by Mr. Bennett and seconded by Ms. Yuhas, with all in favor, Resolution 2017-11, Granting the Chair the Authority to Execute Real and Personal Property Conveyance and Dedication Documents, Plats and Other Documents Related to the Development of the District’s Improvements; Approving the Scope and Terms of Such Authorization, Providing a Severability Clause; and Providing an Effective Date, as amended to add the Vice Chair the same authority, was adopted.

M. Resolution 2017-12, Approving Florida Statewide Mutual Aid Agreement

This item was deferred.

N. Resolution 2017-13, Designating a Date, Time and Location for Landowners' Meeting

Mr. Wrathell presented Resolution 2017-13. Within 90 days of establishment, the District must hold a Landowners' Meeting. Mr. Wrathell assumed the current meeting location would be available but, if not, the location would be changed.

On MOTION by Mr. Bennett and seconded by Mr. Paquet, with all in favor, Resolution 2017-13, Designating a Date, Time and Location for Landowners' Meeting for Tuesday, September 5, 2017 at 11:00 a.m., at this location, and directing Staff to advertise, accordingly, was adopted.

O. Resolution 2017-14, Adopting the Annual Meeting Schedules for Fiscal Year 2017/2018

Adopting a meeting schedule was not recommended at this time. This item was deferred.

P. Resolution 2017-15, To Designate Date, Time and Place of Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Rules of Procedure and Rule Establishing Public Infrastructure Fee; and Providing an Effective Date

- i. Rules of Procedure**
- ii. Rule Establishing Public Infrastructure Fee**
- iii. Notices**
 - Notice of Rule Development**
 - Notice of Rulemaking**

Mr. Wrathell presented Resolution 2017-15. The Rules of Procedure set forth the general operating procedures of the District.

On MOTION by Mr. Bennett and seconded by Mr. Paquet, with all in favor, Resolution 2017-15, To Designate Date, Time and Place of the Public Hearing for Tuesday, September 5, 2017 at 11:00 a.m., at this location, and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting Rules of Procedure, was adopted.

BUDGETARY MATTERS**SIXTH ORDER OF BUSINESS****Consideration of the Following Budgetary Matters:****A. Resolution 2017-16, Approving Fiscal Year 2016/2017 Proposed Annual Budget and Setting a Public Hearing Date for Final Adoption**

Mr. Wrathell presented Resolution 2017-16. Since this was the initial Board Meeting of the District, the financial term started in July. July, August and September were the remaining months in Fiscal Year 2017. Fiscal Year 2018 would commence on October 1, 2017. An overview of the proposed budget was presented by Mr. Wrathell.

On MOTION by Mr. Bennett and seconded by Ms. Kelly, with all in favor, Resolution 2017-16, Approving Fiscal Year 2016/2017 Proposed Annual Budget and Setting a Public Hearing Date for Final Adoption for Thursday, October 5, 2017 at 11:00 a.m., at this location, was adopted.

B. Landowner's Funding Agreement for Fiscal Year 2016/2017

Mr. Wrathell presented the Fiscal Year 2016/2017 Funding Agreement. Mr. Wrathell stated that this agreement is in conjunction with the budget. Two developed entities were parties to this Agreement. The percentage breakdown, between the two parties, must be determined but it was not necessary to decide today. Mr. Wrathell recommended approving the Resolution in substantial form.

On MOTION by Mr. Bennett and seconded by Mr. Hildebrand, with all in favor, the Landowner's Funding Agreement for Fiscal Year 2016/2017, in substantial form, giving discretion to Staff, working with the Chair, to make adjustments, inclusive of the parties and percentage split, was approved.

C. Resolution 2017-17, Approving Fiscal Year 2017/2018 Proposed Annual Budget and Setting a Public Hearing Date for Final Adoption

Mr. Wrathell presented Resolution 2017-17. Mr. Wrathell gave an overview of the proposed Fiscal Year 2017/2018 budget.

On MOTION by Mr. Bennett and seconded by Mr. Hildebrand, with all in favor, Resolution 2017-17, Approving Fiscal Year 2017/2018 Proposed Annual Budget and Setting a Public Hearing Date for Final Adoption for Thursday, October 5, 2017 at 11:00 a.m., at this location, was adopted.

D. Landowner’s Funding Agreement for Fiscal Year 2017/2018

Mr. Wrathell presented Fiscal Year 2017/2018 Funding Agreement.

On MOTION by Mr. Bennett and seconded by Ms. Webb, with all in favor, the Landowner’s Funding Agreement for Fiscal Year 2017/2018, in substantial form, giving discretion to Staff, working with Chair, to make adjustments, inclusive of the parties and percentage split, for Fiscal Year 2017/2018, was approved.

E. Resolution 2017-18, Designating a Qualified Public Depository

Mr. Wrathell presented Resolution 2017-18.

On MOTION by Mr. Bennett and seconded by Mr. Paquet, with all in favor, Resolution 2017-18, Designating SunTrust Bank as the District’s Qualified Public Depository, was adopted.

F. Resolution 2017-19, Authorizing District Manager to Establish a Checking Account and to Designate Authorized Signatories for Operating Bank Account(s)

Mr. Wrathell presented Resolution 2017-19. Mr. Wrathell recommended amending this Resolution as follows:

Section 2: Change “Chair, Secretary and Treasurer” to “Chair, Treasurer and Vice Treasurer”

On MOTION by Mr. Bennett and seconded by Mr. Hildebrand, with all in favor, Resolution 2017-19, Authorizing District Manager to Establish a Checking Account and to Designate Authorized Signatories for Operating Bank Account(s), as amended, was adopted.

G. Resolution 2017-20, Adopting Alternative Investment Guidelines For Investing Public Funds in Excess of Amounts Needed to Meet Current Operating Expenses, in Accordance With Section 218.415(17), Florida Statutes

Mr. Wrathell presented Resolution 2017-20.

On MOTION by Mr. Bennett and seconded by Mr. Hildebrand, with all in favor, Resolution 2017-20, Adopting Alternative Investment Guidelines For Investing Public Funds in Excess of Amounts Needed to Meet Current Operating Expenses, in Accordance With Section 218.415(17), Florida Statutes, was adopted.

▪ **Engineer’s Report**

****This item, previously Item 7D, was presented out of order.****

Mr. Davis provided and presented a draft version of the Engineer’s Report, a portion of which was previously submitted to Staff and was part of the petition to establish the District. The Engineer’s Report contemplates infrastructure and items necessary and eligible for CDD funds. Mr. Davis noted changes needed in the “Ownership, Maintenance Responsibility” column of the “CDD Facilities” Chart. A revised copy would be provided.

Mr. Wrathell stated that certain items funded by the District would be maintained by the Developer. For the context of those being public assets, maintained by the Developer, an agreement should be prepared stating that the District owns the asset but the Developer would maintain it. Ms. Buchanan concurred.

On MOTION by Mr. Bennett and seconded by Ms. Yuhas, with all in favor, the Engineer’s Report, dated July 27, 2017, in substantial form, was approved.

▪ **Resolution 2017-24, Authorizing the Issuance of Bonds, Approving the Form of Indenture, and Authorizing Commencement of Validation Proceedings.**

****This item, previously Item 7E, was presented out of order.****

Mr. Wrathell presented Resolution 2014-24. Ms. Evans stated that this Resolution authorizes the District to issue the bonds and to approve the Master Trust Indenture, under which the District would name a Trustee. Ms. Evans asked for confirmation that \$35 million was the

correct “not to exceed amount” for the bonds. Also, the District’s appointed Trustee must be determined. Mr. Wrathell had not yet received the proposal from US Bank but recommended using US Bank, as the Trustee. The capital improvement plan (CIP) would be in the amount of \$24.7 million; however, Ms. Evans was seeking \$35 million because, for a standard bond issue, the \$24.7 million would be the construction account sizing which she could gross up.

On MOTION by Mr. Bennett and seconded by Mrs. Webb, with all in favor, Resolution 2014-24, Authorizing the Issuance of Bonds, Approving the Form of Indenture and Authorizing Commencement of Validation Proceedings, was adopted.

H. Authorization to Obtain General Liability and Public Officers’ Insurance

Mr. Wrathell recommended \$1 million in coverage.

On MOTION by Mr. Bennett and seconded by Mr. Hildebrand, with all in favor, Authorization to Obtain General Liability and Public Officers’ Insurance, in the amount of \$1 million, was approved.

I. Resolution 2017-21, Authorizing the Disbursement of Funds for Payment of Certain Continuing Expenses Without Prior Approval of the Board of Supervisors; Authorizing the Disbursement of Funds for Payment of Certain Non-Continuing Expenses Without Prior Approval of the Board of Supervisors; Providing for a Monetary Threshold; and Providing for an Effective Date

Mr. Wrathell presented Resolution 2017-21.

On MOTION by Mr. Bennett and seconded by Ms. Webb, with all in favor, Resolution 2017-21, Authorizing the Disbursement of Funds for Payment of Certain Continuing Expenses Without Prior Approval of the Board of Supervisors; Authorizing the Disbursement of Funds for Payment of Certain Non-Continuing Expenses Without Prior Approval of the Board of Supervisors; Providing for a Monetary Threshold; and Providing for an Effective Date, was adopted.

J. Resolution 2017-22, Adopting a Policy for Reimbursement of District Travel Expenses; and Providing for Severability and an Effective Date

Mr. Wrathell presented Resolution 2017-22.

On MOTION by Mr. Bennett and seconded by Mr. Paquet, with all in favor, Resolution 2017-22, Adopting a Policy for Reimbursement of District Travel Expenses; and Providing for Severability and an Effective Date, was adopted.

K. Resolution 2017-23, Adopting Prompt Payment Policies and Procedures Pursuant to Chapter 218, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date

Mr. Wrathell presented Resolution 2017-23. Mr. Wrathell stated that “prompt payment” would mean making payments within 30 days, provided funds were available.

On MOTION by Mr. Bennett and seconded by Ms. Yuhas, with all in favor, Resolution 2017-23, Adopting Prompt Payment Policies and Procedures Pursuant to Chapter 218, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date, was adopted.

L. Consideration of Establishment of Audit Committee

Mr. Wrathell recommended that the Board establish itself as the Audit Selection Committee and authorize Management to advertise a Request for Proposals (RFP) for audit services.

On MOTION by Mr. Bennett and seconded by Mr. Hildebrand, with all in favor, establishment of the Audit Selection Committee and authorizing Management to advertise a Request for Proposals for audit services, for an Independent Auditor, were adopted.

M. Consideration of Quotation # M17-1004 from Strange Zone, Inc., for Establishment of District Website

Mr. Wrathell presented the quotation for establishment of the District's website. Mr. Wrathell stated that posting on the website in a timely manner was essential.

On MOTION by Mr. Bennett and seconded by Mr. Hildebrand, with all in favor, Quotation # M17-1004 from Strange Zone, Inc., for establishment of a District website, was approved.

BOND FINANCE RELATED MATTERS

SEVENTH ORDER OF BUSINESS

Consideration of the Following Bond Financing Related Matters:

A. Engagement of Bond Financing Professional(s)

i. Underwriter: MBS Capital Markets, LLC (MBS)

Mr. Sealy presented an Agreement for Underwriting Services. His understanding of the initial structure for this District was that a long-term note would, ultimately, be issued, which would not be marketed as bonds, in the marketplace. From a structuring perspective, MBS provides guidance and ensures that the instrument has liquidity, so it could be sold in the marketplace. MBS would charge a flat fee and receive payment, as a traditional Underwriter, contingent on the success of the transaction. The 90-day "Termination" clause, in the Agreement was, "without cause". A Board Member thought the 90-day termination period was too long. Mr. Sealy stated that the termination clause was a standard provision but he would accommodate the Board with a shorter time period.

Mr. Wrathell suggested amending the Agreement to reflect a 60-day termination period, "without cause".

On MOTION by Mr. Bennett and seconded by Mr. Hildebrand, with all in favor, the MBS Capital Markets, LLC, Agreement for Underwriting Services, as revised to reflect a 60-day termination period, without cause, was approved.

ii. Bond Counsel: Greenburg Traurig, P.A.

Mr. Wrathell presented Greenburg, Traurig's Engagement Letter from Mr. Warren Bloom, as Bond Counsel.

Mr. Davis stated that a revised Engagement Letter for legal services, was necessary.

Mr. Wrathell stated that Bond Counsel's Agreement would be approved, pending the Chair's approval and execution.

On MOTION by Mr. Bennett and seconded by Mr. Paquet, with all in favor, the Bond Counsel Agreement from Greenburg Traurig, P.A., pending the Chair's review of Agreement and execution, was approved.

B. Consideration of Fee Schedule for Trustee, Paying Agent and Registrar Services

This item was deferred to the next meeting.

C. Engineer's Report

This item was presented following Item 6G.

D. Resolution 2017-24, Authorizing the Issuance of Bonds, Approving the Form of Indenture and Authorizing Commencement of Validation Proceedings

This item was presented following Item 6G.

▪ Financing Team Funding Agreement

This item, previously Item 7B, was presented out of order.

Ms. Buchanan presented the Financing Team Funding Agreement. She stated that this was an agreement with the landowners. A determination was needed regarding how the costs would be proportionally shared. If fees were incurred, in connection with the issuance of the Note but not paid, or the District decided not to issue bonds, the Agreement stated that the fees would be covered. Ms. Buchanan suggested approval of the Agreement, in substantial form, and finalizing it, based upon the determination of the landowners, regarding the shared costs.

On MOTION by Mr. Bennett and seconded by Mr. Hildebrand, with all in favor, the Financing Team Funding Agreement, in substantial form, was approved.

EIGHTH ORDER OF BUSINESS

Staff Reports

There being no Staff reports, the next item followed.

NINTH ORDER OF BUSINESS

Board Members' Comments/Requests

There being no Board Members' comments or requests, the next item followed.

TENTH ORDER OF BUSINESS

Public Comments

There being no public comments, the next item followed.

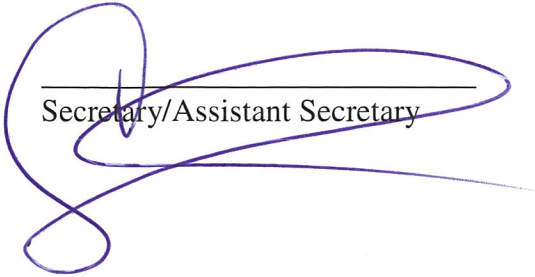
ELEVENTH ORDER OF BUSINESS

Adjournment

There being nothing further to discuss, the meeting adjourned.

**On MOTION by Mr. Bennett and seconded by Ms. Yuhas,
with all in favor, the meeting adjourned at 3:10 p.m.**

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]



Secretary/Assistant Secretary



Chair/Vice Chair