

MINUTES OF MEETING  
CAPITAL REGION COMMUNITY DEVELOPMENT DISTRICT

The regular meeting of the Board of Supervisors of the Capital Region Community Development District was held Thursday, March 22, 2018 at 6:30 p.m. at the Southwood Community Center, 4675 Grove Park Drive, Tallahassee, Florida.

Present and constituting a quorum were:

Brian Kelley	Chairman
Eli Nortelus	Vice Chairman
David Ramba	Supervisor
Glenda Herrera-Gray	Supervisor (by telephone)
John Ray	Supervisor

Also present were:

James Oliver	District Manager
Joe Brown	District Counsel
Sarah Sandy	Hopping Green & Sams
Robert Berlin	Operations Manager - GMS
Keith Dantin	Engineering Consultant
Alex Buss	Communications Consultant
Rhonda Mossing	MBS Capital Markets (by telephone)
Robin Barber	All Pro Landcare Maintenance
Alison Tant	Independence Landing
Barry Richard	Independence Landing

The following is a summary of the actions taken at the March 22, 2018 meeting. A copy of the proceedings can be obtained by contacting the District Manager.

**FIRST ORDER OF BUSINESS**

**Roll Call**

Mr. Kelley called the meeting to order at 6:30 p.m. and called the roll.

**SECOND ORDER OF BUSINESS**

**The Pledge of Allegiance**

Mr. Ray led the Pledge of Allegiance

**THIRD ORDER OF BUSINESS**

**Audience Comments**

There being none, the next item followed.

**FOURTH ORDER OF BUSINESS                      Approval of Consent Agenda**

- A. Approval of the Minutes of the February 8, 2018 Meeting**
- B. Balance Sheet as of January 31, 2018 and Statement of Revenues & Expenditures for the Period Ending January 31, 2018**
- C. Treasury Report – January 31, 2018**
- D. Allocation of Assessments**
- E. Check Register**

Ms. Herrera-Gray joined the meeting by telephone at this time.

On MOTION by Mr. Ramba seconded by Mr. Ray with all in favor the consent agenda items were approved.

Mr. Kelley stated we have two plaques of appreciation, one for Supervisor Ramba for his activity as chairman of the board and his other activities and assistance to the CDD and we have one for Glenda and we will give that to her in person at the next meeting. It is for Glenda for her participation as vice chairman of the board of supervisors in 2017.

**FIFTH ORDER OF BUSINESS                      Update on Independence Landing**

Ms. Tant updated the board on the progress of the planning stages for Independence Landing and Mr. Richard gave a slideshow presentation on existing facilities similar to the proposed project.

**SIXTH ORDER OF BUSINESS                      Series 2008 & 2011 Bond Refunding Actions**

Ms. Sandy stated at the last meeting the board adopted Resolution 2018-02 that delegated authority to MBS to market the new bonds to refund old bonds at lower interest rates, which they did. The board set certain parameters and certain savings that they had to meet in order to sell those bonds, which they were able to meet therefore, the district entered into a bond purchase agreement with the underwriter and sold the bonds. We pre-closed the bonds prior to the meeting, which means we signed all the documents needed in order to close and issue the bonds. Those documents are being held in escrow until the board considers and adopts the resolutions

that are in your agenda package in order to resize the assessments that will be pledged in support of these bonds at the new interest rates and at the new cost savings.

The special assessment methodology report for the Series 2018A-1 Bonds and the 2018A-2 bonds speak to the terms of the bonds and the resizing of the assessments and what those final assessments will be and it shows the cost savings as well. There are two things you have to have under Florida Statutes in order to levy an assessment, you have to have a special benefit to the land and the assessments have to be reasonably apportioned. We previously levied a master assessment therefore, we don't have to go back through an assessment hearing, however, in order to put a few items on the record to show that we are complying with all the provisions under the Florida Statutes with these assessments I'm going to go through a few questions with Jim Oliver of GMS who prepared the report.

Mr. Oliver stated you have both the reports in front of you and these are the reports that Jim Perry presented at the last meeting, with the preliminary numbers and once we get final prices we have to add those.

Mr. Oliver reviewed the executive summary and tables in the special assessment methodology report for both series of bonds that showed the savings in the annual assessments.

Ms. Sandy asked Mr. Oliver to answer the following questions in his professional opinion. Ms. Sandy asked do the lands subject to the respective assessments receive special benefits from the 2001 and 2008A project, respectively?

Mr. Oliver responded yes.

Ms. Sandy asked are the special assessments reasonably apportioned among those lands subject to the respective assessments?

Mr. Oliver stated yes.

Ms. Sandy asked is it reasonable, proper and just to assess the costs of the 2001 and 2008A project respectively to the lands in the district in accordance to the methodology?

Mr. Oliver stated yes.

Ms. Sandy asked will the special benefit the lands receive be equal to or in excess of the Series 2018 assessments on those lands?

Mr. Oliver responded yes.

Ms. Sandy asked is it in the best interests of the district for the Series 2018 assessments to be paid and collected in accordance with the methodology and assessment rolls adopted by the District?

Mr. Oliver stated yes.

- A. Presentation of the Special Assessment Methodology Report for the Series 2018A-1 Bonds**
  
- B. Presentation of the Special Assessment Methodology Report for the Series 2018A-2 Bonds**
  
- C. Consideration of Resolution 2018-03 Approving the Special Assessment Methodology Report for the Series 2018-A-1 Bonds; Setting Forth the Terms of the Series 2018A-1 Bonds, Confirming the Maximum Assessment Lien Securing the Series 2018A-1 Bonds, Levying and Allocating Assessments Securing the Series 2018A-1 Bonds**

Ms. Sandy stated this is the resolution that addresses the Series 2018A-1 Bonds and resizes the assessments according to the new terms of the bonds. I will walk through quickly various sections of that resolution. It makes certain findings regarding the previously adopted assessment resolution I referenced before that you adopted and that levied a master assessment. It also adopts the special assessment methodology report that Jim just reviewed. It confirms the lien of the 2018A-1 Bonds based on this new bond term, the \$16,935,000 bond issue. It also confirms the final terms of the bonds. It allocates the special assessments in accordance with those bond terms. It certifies the 2018A-1 assessments for collection. It provides for the calculation and collection of a true-up payment, in accordance with the prior master assessment resolution, as updated by the supplemental methodology report. It also directs the secretary to record an 2018A-1 notice of assessment as well as the actual assessments in the district's Improvement Lien Book.

On MOTION by Mr. Ramba seconded by Mr. Nortelus with all in favor Resolution 2018-03 was approved.

- D. Consideration of Resolution 2018-04 Approving the Special Assessment Methodology Report for the Series 2018-A-2 Bonds; Setting Forth the Terms of the Series 2018A-2 Bonds, Confirming the Maximum Assessment Lien**

**Securing the Series 2018A-2 Bonds, Levying and Allocating Assessments  
Securing the Series 2018A-1 Bond**

Ms. Sandy stated this is a very similar resolution it addresses the 2018A-2 Bonds so it is very much the same but based on the A-2 terms. It makes certain findings that are in the previously adopted assessment resolution. It adopts the methodology report for the 2018A-2 Bonds, it confirms the lien of the A-2 Bonds based on the \$2,675,000 principal issue amount, it confirms the final terms of the bonds, it allocates the special assessments and certifies them for collection. It does not provide for a true-up calculation as there is not a true-up provision or agreement that is in conjunction with the series bonds because it is fully platted. It also directs the secretary to record the assessments in the district's Improvement Lien Book and notice of assessment in the public records.

On MOTION by Mr. Ramba seconded by Mr. Ray with all in favor Resolution 2018-04 was approved.
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**E. Consideration of Agreement Between the District and The St. Joe Company  
Regarding the True-Up and Payment of Series 2018A-1 Assessments**

Ms. Sandy stated the true-up agreement is specific to the 2018A-1 Bonds, as St. Joe still owns a lot of the unplatted and undeveloped land subject to the 2018A-1 assessments. The purpose of the true-up obligation is to obligate St. Joe to make a true-up payment in the event they end up developing fewer units than currently anticipated. The true-up payment would be equal to the amount of assessments that would have been allocated to those non-developed units. This true-up agreement effectively steps into the place of the previous true-up agreement for the 2008A Bonds, so it still considers the entire developable acreage in that assessment area. We are still on the same track in terms of true-up trigger points where we are considering true-up calculations and we are close to the first one but we have not hit it yet. We will look at those true-up calculation trigger points at 25%, 50%, 75%, 100% of either developable acreage or developable units. Specific to this agreement is the assignment provision – eventually St. Joe intends to convey the land to a wholly owned subsidiary and they asked us to have in the agreement certain assignment language that will allow them to assign the agreement to that subsidiary. The subsidiary would have to assume all of the land that St. Joe owns in the assessment area at that time.

On MOTION by Mr. Ramba seconded by Mr. Ray with all in favor the agreement with The St. Joe Company regarding the true-up payment of the Series 2018A-1 assessments was approved.

**F. Presentation of Notice of Series 2018A-1 Assessments and Notice of Series 2018A-2 Assessments**

Ms. Sandy stated these notices were previously discussed with the resolutions and will be recorded in the public record so that the lands within each of those assessment areas will show up when title work is done.

There is one additional item that was not included on the agenda that I would like to ask the board to consider. Earlier a document you received was a tax-exempt bond rate policies and procedures. They are policies to ensure that the district remains in compliance with tax regulations to ensure the bonds remain tax-exempt. They are standard things that the district is already doing, they are required to be adopted.

On MOTION by Mr. Ramba seconded by Mr. Nortelus with all in favor the tax-exempt bond written policies and procedures were adopted.

Ms. Mossing left the conference call at this time.

**SEVENTH ORDER OF BUSINESS                      Update on Park and Recreational Facilities**

Mr. Kelley stated the city is going through their budget and planning period for the next fiscal year. The approach we discussed with them is they would put in their budget money that would be used for development of a park for the next fiscal year. The city’s budget process is to be monitored as an indicator of their intent to follow through.

**EIGHTH ORDER OF BUSINESS                      Discussion of LDR-5 Plat**

Mr. Kelley reported that St. Joe and Premier decided to work directly with the city and HOA and no longer include the CDD in the discussions. The green space will be moved from St. Joe to the HOA instead of the CDD and we no longer have a seat at the table with St. Joe and Premier in discussion of LDR-5 or future development sections.

Mr. Ramba was authorized to reach out to Premier Homes to consider input from the CDD on future units especially as it relates to common areas to be conveyed to the HOA or CDD for maintenance and for Robert to have the ability to have discussions with them going forward and Mr. Dantin volunteered to also provide help in this matter.

**NINTH ORDER OF BUSINESS**

**Unit 17 On-Street Parking Project**

Mr. Ray distributed a proposal for a study regarding on-street parking in Unit 17 that will be considered at a future meeting prior to FY19 budget process. Mr. Ray will bring estimated construction costs to the next meeting.

**TENTH ORDER OF BUSINESS**

**Consideration of Proposals for Capital Reserve Study**

On MOTION by Mr. Ramba seconded by Mr. Ray with all in favor the proposal from Reserve Advisors to conduct a capital reserve study in an amount not to exceed \$4,000 was approved.

**ELEVENTH ORDER OF BUSINESS**

**Staff Reports**

**A. Attorney**

There being none, the next item followed.

**B. Engineer – Public Facilities Report**

Mr. Brown stated Florida Statutes requires us to have a public facilities report. In the past we have relied on engineering reports that have been provided as a function of financings and construction of assets of the district. It would be good housekeeping for us to have this updated. It will identify the facilities you operate and maintain and anything you are planning on constructing in the next seven years. This fits in, in a broader sense with the local general purpose governments and their planning.

On MOTION by Mr. Ramba seconded by Mr. Ray with all in favor the public facilities report was approved in substantial form and district counsel was authorized to make technical revisions.

**C. Dantin Consulting**

Mr. Dantin stated I talked with the city last year about what they were going to do as it relates to imposing the DRI and PUD and Heritage Trail, which was to be completed as of 2017 that St. Joe was supposed to build it. I don't think they requested any further exemptions, but they were taking a proactive approach as to telling them they need to get it built or start denying future permits because it is not built. Since then they have had a lot of turnover at the city and I wanted to bring that up as an item, don't forget they were supposed to build the Heritage Trail and its completion by 2017. I didn't know if you wanted me to reach back out to the city on that.

Mr. Kelley stated yes and let me know who you are communicating with.

Mr. Dantin stated I'm on the planning and zoning commission in Tallahassee and a lot of people come and speak on non-agenda items and you could get some feedback and some really good comments and get the attention of the board because they are caught off guard. It might not be a bad idea for someone who represents the interests of the CDD to speak on the combination potential of the infrastructure as it relates to the city park and the Independence Landing development as a non-agenda item at the next commission meeting. There is an opportunity for a win/win for everybody if it is done together.

**D. Communications Consulting**

There being none, the next item followed.

**E. Property Management Report**

**1. All Pro Reports**

A copy of the All Pro reports was included in the agenda package.

**2. Operations Memorandum**

A copy of the operations memorandum was included in the agenda package.

**3. Variance Report**

A copy of the variance report was included in the agenda package.

**F. Manager**

There being none, the next item followed.

**TWELFTH ORDER OF BUSINESS                      Supervisor's Requests**

There being none, the next item followed.

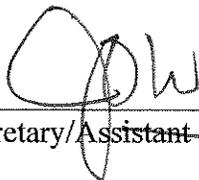
**THIRTEENTH ORDER OF BUSINESS              Audience Comments**

There being none, the next item followed.

**FOURTEENTH ORDER OF BUSINESS            Next Scheduled Meeting – April 12, 2018 at  
6:30 p.m. at the Southwood Community  
Center**

Mr. Kelley stated the next meeting is Thursday, April 12, 2018 at 6:30 in the same location.

The meeting adjourned at 9:00 p.m.



Secretary/Assistant Secretary



Chairman/Vice-Chairman