

MINUTES OF MEETING

***Babcock Ranch Community Independent Special District
Board of Supervisors Meeting
Thursday, June 23, 2016 at 1:00 p.m.
13500 SR 31, Punta Gorda FL, 33982***

Present and constituting a quorum:

Gary Nelson	Board Member
Mike Acosta	Board Member
Elizabeth Andres	Board Member
Bill Vander May	Board Member

Also present were:

John Broderick	Kitson & Partners	
Erica Woods	Kitson & Partners	
Matt Smith	Lee County Liaison	(via phone)
Jonathan Johnson	Hopping Green & Sams	
Jill Burns	Fishkind & Associates	
Jennifer Walden	Fishkind & Associates	(via phone)
Steve Morrison	Johnson Engineering, Inc.	(via phone)
John Wadas	Johnson Engineering, Inc.	(via phone)
Kathy Valentine	Kitson & Partners	

FIRST ORDER OF BUSINESS

Call to Order

The meeting was called to order at 1:00 p.m. and Ms. Burns proceeded with roll call. Board Members Gary Nelson, Mike Acosta, Elizabeth Andres, and Bill Vander May were present, constituting a quorum.

SECOND ORDER OF BUSINESS

Organizational Matters

Public Comment Period

There were no public comments at this time.

**Consideration of the Minutes of the
May 23, 2016 Board of
Supervisors' Meeting**

The Board reviewed the minutes of the May 23, 2016 Board of Supervisors' Meeting.

On MOTION by Mr. Acosta, seconded by Mr. Vander May, with all in favor, the Board approved the minutes of the May 23, 2016 Board of Supervisors' Meeting.

**Consideration of the Minutes of the
May 23, 2016 Landowners'
Meeting**

The Board reviewed the minutes of the May 23, 2016 Landowners' Meeting.

On MOTION by Ms. Andres, seconded by Mr. Vander May, with all in favor, the Board approved the minutes of the May 23, 2016 Landowners' Meeting.

THIRD ORDER OF BUSINESS

Business Matters

**Consideration of First Amendment
to Babcock Ranch School Site
Dedication Agreement**

Ms. Burns stated that in February of 2009, the District entered into the original agreement and due to location and timing of the development and other factors it was not financially feasible for the School Board to develop a school within the development until there are more residents. As a result, Babcock Property Holdings plans to propose a public charter school. This agreement amends that original agreement. Mr. Johnson added that on Page 2 of the agreement states the meat of the changes. He noted that this amendment has been approved by the School Board and by BPH. Mr. Johnson recommended approval by motion.

On MOTION by Mr. Vander May, seconded by Mr. Acosta, with all in favor, the Board approved the First Amendment to Babcock Ranch School Site Dedication Agreement.

**Consideration of Amended Notice
of Creation and Establishment-
Charlotte County & The
Consideration of Amended Notice
of Creating and Establishment –
Lee County**

Ms. Burns asked if it was ok to consider both items together. Mr. Johnson said that was fine because it is the next step now that the landowners' approved by referendum the expansion of the District into Lee County. The District will amend the Notice of Establishment for Charlotte County and file the document for Lee County. Mr. Johnson requested the Board's approval by motion of both items and authorizing District Counsel to execute those.

On MOTION by Mr. Acosta, seconded by Ms. Andres, with all in favor, the Board approved the Amended Notice of Creation and Establishment for Charlotte County and Lee County and authorized District Counsel to execute both documents.

**Ratification of Demand Note
Agreement**

Ms. Burns explained that at the last meeting the Board authorized the Chair to direct staff to allow for different types of security for contracts. The Board reviewed the Agreement for O'Donnell Landscapes, Inc. and the Demand Note Agreement for that contract. It has already been approved by the Chair and just needs to be ratified by the Board.

On MOTION by Ms. Andres, seconded by Mr. Vander May, with all in favor, the Board ratified the Demand Note Agreement with O'Donnell Landscapes, Inc.

**Ratification of Funding Request
104**

Ms. Burns stated that this has already been approved by the Chair and just needs to be ratified by the Board.

On MOTION by Mr. Vander May, seconded by Mr. Acosta, with all in favor, the Board ratified Funding Request 104.

**Ratification of Change Orders
(summary attached)**

Ms. Burns explained that these were already approved by the Chair and need to be ratified by the Board. She added that all of these are change orders to the Mitchell & Stark contract. Mr. Broderick explained to the Board that there are multiple professionals, such as the Design Engineer and people on-site, reviewing activities and making decisions.

On MOTION by Mr. Vander May, seconded by Ms. Andres, with all in favor, the Board ratified all of the Change Orders on summary sheet.

Ratification of Requisitions 36-45

Ms. Burns stated that Requisitions 36-45 have already been approved by the Chair and just need to be ratified by the Board.

On MOTION by Mr. Vander May, seconded by Mr. Acosta, with all in favor, the Board ratified Requisitions 36-45.

**Statement of District Financial
Position**

The financial statements were reviewed by the Board. Mr. Vander May noted that the District has over \$500,000 in its operating check book and he is wondering what is driving the balance. Ms. Burns stated that it is the FPL Mitigation checks that the District received. Mr. Vander May asked if there was a way to place those in a separate fund in order to track the expenses related to that. Ms. Burns stated that they were going to open a separate account or just put that in the General Account. It was decided to keep it in the General Account and District staff is tracking to make sure that anything that comes out of that is not being removed from other general items. Ms. Burns noted that she will add the FPL Funds tracked on financials and she will talk to the District Accountant to have them work on getting that set up. Mr. Vander May stated that he would like the expenses in the account related to it recapped so they can keep track of how it is being depleted. There were no other questions or comments and there was no action needed at this time.

FOURTH ORDER OF BUSINESS

Other Business

Staff Reports

Attorney- Mr. Johnson stated that Greenburg Traurig serves as the District's Bond Counsel and provided that assistance associated with Increment 1 and is under a continuing contract for future Bond issuances. Town & Country has also retained Greenburg Traurig to assist them with legal work associated with their utility plant construction and potential lease purchase and other arrangements between this ISD and Town & Country. Mr. Johnson asked Greenburg Traurig to prepare a Conflict Waiver which he has passed around to the group. He doesn't see an actual conflict of interest and recommended that the Board approve the Conflict Waiver and authorize Mr. Nelson to sign it.

On MOTION by Mr. Acosta, seconded by Mr. Vander May, with all in favor, the Board approved the Conflict Waiver and authorized Mr. Nelson to sign it.

Engineer- Steve Morrison and John Wadas filled in for Mr. Tilton who is out of the office. Mr. Tilton asked them to inform the Board that construction seems to be going well and following plans.

Manager- The next meeting is scheduled for July 28, 2016.

Status Report on Construction-

Mr. Broderick stated that he agrees with Johnson Engineering's status of the project. Mr. Broderick noted that they have been very diligent with making sure that they have been keeping record of every change. He said that the District will be going to the Board of County Commissioners and having the plat finalized with Charlotte County for the initial 219 units in the Town Square area. He noted that meeting should happen June 28, 2016 and the plat will be filed within 10 days which would enable the District to close on some of the lots within Phase 1. He also noted that some residential buildings could be going in within 4-6 weeks. For commercial buildings, the District has received 2 building permits to date. One permit would be for the Discovery Center and the other one is for the restaurant. The General Contractor on the property will be mobilizing within the next 1-2 weeks.

FIFTH ORDER OF BUSINESS

Audience Comments and Supervisors Requests

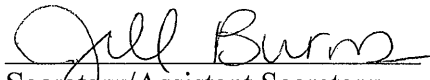
There were no Supervisor requests or audience comments.


SIXTH ORDER OF BUSINESS

Adjournment

There were no further questions or comments. Ms. Burns requested a motion to adjourn.

On MOTION by Mr. Vander May, seconded by Ms. Andres, with all in favor, the Board of Supervisors for the Babcock Ranch Community Independent Special District adjourned the June 23, 2016 Board Meeting.


Secretary/Assistant Secretary


Chairman