

MINUTES OF MEETING
BARTRAM PARK COMMUNITY DEVELOPMENT DISTRICT

The regular meeting of the Board of Supervisors of the Bartram Park Community Development District was held on Wednesday, October 26, 2016 at 11:00 a.m. at the Offices of Offices of England-Thims & Miller, Inc. 14775 Old St. Augustine Road, Jacksonville, Florida 32258.

Present and constituting a quorum were:

John Dodson	Chairman
Fionnuala Geoghegan	Vice Chairperson
Pat Evert	Supervisor
Dennis Mathis	Supervisor (by phone)

Also present were:

Jim Oliver	District Manager
Wes Haber	District Counsel (by phone)
Daniel Laughlin	GMS, LLC

FIRST ORDER OF BUSINESS

Roll Call

Mr. Oliver called the meeting to order at 11:00 a.m.

SECOND ORDER OF BUSINESS

Public Comment

There were no audience comments.

THIRD ORDER OF BUSINESS

Approval of the Minutes of the July 27, 2016 Meeting

Mr. Oliver stated included in your agenda package is a copy of the minutes of the July 27, 2016 meeting. Are there any additions, corrections or deletions?

On MOTION by Ms. Evert seconded by Ms. Geoghegan with all in favor the Minutes of the July 27, 2016 Meeting were approved.
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FOURTH ORDER OF BUSINESS

Consideration of Resolution 2017-01, Declaring a Vacancy in Seats 1 & 5 of the Board of Supervisors

Mr. Haber stated the version of the agenda package that I have also included Seat 3, so I don't know if an updated version got distributed. There are three seats that are going to be up for election this November as a result of the General Election. Of those three seats, only one of them had someone qualify to fill that seat and that is Fionnuala. No one qualified for the other two seats. What Chapter 190 of the Florida Statutes provides is that if no one qualifies then the seats are to be declared vacant. The seats are declared vacant on November 22nd but that doesn't necessarily mean that no one is filling those seats. John Dodson sits in one of the seats to be declared vacant. John will remain eligible to participate in board meetings for 90 days from November 22nd. During that time frame, this board has the obligation to fill the vacancies with qualified electors. The purpose of this resolution is to declare those seats vacant and also to make sure that you are aware as a board that you have the obligation to fill those two vacancies with qualified electors within 90 days of November 22nd.

On MOTION by Ms. Geoghegan seconded by Mr. Mathis with all in favor Resolution 2017-01 Declaring a Vacancy in Seats 1 & 5 of the Board of Supervisors was approved.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2017-02, Prompt Payment Policies and Procedures

Mr. Haber stated as a unit of government, the District is required to pay both service and material providers within a time certain and those times are established by statute. That same statute that we are required to follow, also says that, to the extent there is any dispute between the District and the service or a goods provider that those disputes are to be handled pursuant to the policies adopted by the unit of government. Presently, the District doesn't have any policies in place related to disputes for payment between service or goods providers. The resolution and the memo and the proposed policies are items that my firm prepared and recommended for all of the Districts that we represent throughout the State. The purpose is to get a uniform policy for the District as it relates to the timing of payment. It also specifies the manner in which the District would address any disputes.

On MOTION by Ms. Evert seconded by Ms. Geoghegan with all in favor Resolution 2017-02 Prompt Payment Policies and Procedures was approved.

SIXTH ORDER OF BUSINESS

Consideration of Addendum to Engagement Letter with Grau & Associates

Mr. Oliver stated as a unit of government, we are required to have audits performed each year by an independent CPA firm. You selected Grau & Associates when you went through the RFP process but the legislature has enacted new statutory language, which has been added to the engagement letter.

On MOTION by Ms. Geoghegan seconded by Mr. Dodson with all in favor Addendum to Engagement Letter with Grau & Associates was approved.

SEVENTH ORDER OF BUSINESS

Consideration of Resolution 2017-03, Authorizing & Approving Change of Designated Registered Agent & Registered Office

Mr. Haber stated this changes your registered agent from Jonathan Johnson to me.

On MOTION by Ms. Evert seconded by Ms. Geoghegan with all in favor Resolution 2017-03 Authorizing & Approving Change of Designated Registered Agent & Registered Office was approved.

EIGHTH ORDER OF BUSINESS

Consideration of Resolution 2017-04, Delegating Authority to the Chairman of the Board of Supervisors to Negotiate, Finalize and Execute an Agreement to Convey Conservation Property on Behalf of the District; Approving Form of Agreement Providing for Construction and an Effective Date

Mr. Haber stated this is a transaction that is substantially similar to one that the District has done previously. When the District first issued bonds and constructed the various improvements that make up the Districts improvement plan, it needed to acquire mitigation credits. The District acquired certain real property and subsequent to acquiring that property had a conservation easement recorded on it. The conservation easement is an agreement between the CDD and the St. Johns River Water Management District. With respect to the first transaction, the Developer asked the District whether it was willing to convey the conservation property to the Developer subject to all of the conservation restrictions contemplated by the conservation easement and the St. Johns River Water Management District permit that was issued for the project. The Developer provided a legal description that included certain property but

mistakenly didn't include the property that is attached to the resolution in front of you. It was later brought to our attention that the intent was to include the property that was attached to this resolution, which is also conservation/wetland property. What is being asked of the board today is to authorize the conveyance of the property that was mistakenly not included in the first transaction from the CDD to the Developer. You may be asking why would the CDD want to do that if it is real property that we presently own and the justification for doing it previously is because the property is subject to the conservation easement, it needs to be kept in its natural state. The District has certain obligations as it relates to the property under the easement and under the permit. It also has the liability that is taken by virtue by owning property. The Developer has noted that it is willing to take on some of those responsibilities for the ownership of that property and relieving the District of some of those responsibilities. The District has already obtained all benefits it needed from the ownership of that property by virtue of agreeing to the conservation easement that is recorded against the property after it acquired the property. The reason why the District acquired the property was so it could move forward with the development plan. Because the District acquired the property using bond proceeds and is now contemplating conveying the property to a private entity that transaction would need to be approved by bond counsel. We got an opinion from bond counsel for the prior transaction. I reached to bond counsel to say this request was made to see if they would be willing to provide an opinion on this one. I am still waiting to hear back from them. I advised the Developer that to the extent that the District is willing to convey the property that we would need the bond counsel opinion and then we would expect the Developer to pay for any fees that bond counsel may be seeking in connection with providing that opinion.

Ms. Evert asked so bond counsel has not replied yet and we do not know what the fee will be?

Mr. Haber responded I have spoken to bond counsel. Generally speaking, they think they are comfortable with the transaction. Because the previous one took place in 2014, it is possible that laws have changed, so they would want to go back and look at that. I have not heard back from them about any changes and what that fee would be. The Developer would be responsible for that fee. This resolution would authorize your Chair to finalize the transaction subject to getting the opinion from bond counsel and the funds to pay bond counsel for that opinion.

Mr. Oliver asked will the District have ongoing mitigation and monitoring responsibilities?

Mr. Dodson responded no. There is no monitoring.

Ms. Evert asked and the hunt club has an obligation to not turn around and do what we are doing though?

Mr. Dodson responded under the exchange agreement that we would have, we have to maintain that. You can never get rid of that conservation easement on there.

On MOTION by Mr. Mathis seconded by Ms. Evert with all in favor Resolution 2017-04 Delegating Authority to the Chairman of the Board of Supervisors to Negotiate, Finalize and Execute an Agreement to Convey Conservation Property on Behalf of the District; Approving Form of Agreement Providing for Construction and an Effective Date was approved.

NINTH ORDER OF BUSINESS

Other Business

There being none, the next item followed.

TENTH ORDER OF BUSINESS

Staff Reports

A. Attorney

There being none, the next item followed.

B. Engineer

There being none, the next item followed.

C. Manager

There being none, the next item followed.

ELEVENTH ORDER OF BUSINESS

Audience Comments / Supervisors' Requests

There being none, the next item followed.

TWELFTH ORDER OF BUSINESS

Financial Reports:

A. Balance Sheet and Statement of Revenues & Expenditures for the Period Ending September 30, 2016

Mr. Oliver stated included in your agenda package is a copy of the balance sheet and income statement as of September 30, 2016.

B. Assessment Receipt Schedules

Mr. Oliver stated included in your agenda package is the assessment receipt schedule.

C. Approval of Check Register

Mr. Oliver stated included in your agenda package is the check register.

On MOTION by Ms. Evert seconded by Ms. Geoghegan with all in favor the Check Register was approved.

THIRTEENTH ORDER OF BUSINESS

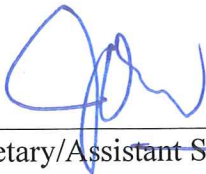
**Next Scheduled Meeting – January 25, 2017
@ 11:00 a.m. at the Offices of England Thims
& Miller located at 14775 Old St. Augustine
Road, Jacksonville, Florida 32258**

Mr. Oliver stated the next scheduled meeting is January 25, 2017 @ 11:00 a.m. at the Offices of England Thims & Miller located at 14775 Old St. Augustine Road, Jacksonville, Florida 32258.

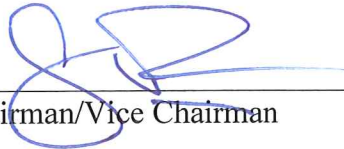
FOURTEENTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Dodson seconded by Ms. Evert with all in favor the Meeting was adjourned.



Secretary/Assistant Secretary



Chairman/Vice Chairman