

MINUTES OF MEETING

Each person who decides to appeal any decision made by the Board with respect to any matter considered at the meeting is advised that the person may need to ensure that a verbatim record of the proceedings is made, including the testimony and evidence upon which such appeal is to be based.

**SOUTHAVEN
COMMUNITY DEVELOPMENT DISTRICT**

The **regular** meeting of the Board of Supervisors of Southaven Community Development District was held on **Wednesday, December 7, 2016 at 10:00 a.m.** at the Marshall Creek CDD Recreation Center located at 625 Palencia Club Drive, St. Augustine, FL. 32095.

Present and constituting a quorum:

Walter O'Shea	Board Supervisor, Chairman
Ella "Pud" English	Board Supervisor, Assistant Secretary
Kevin Jund	Board Supervisor, Assistant Secretary

Also present were:

Melissa Dobbins	District Manager, Rizzetta & Company, Inc.
Katie Buchanan	District Counsel, Hopping Green & Sams
Brianne Parker	Rizzetta & Company, Inc. (via speakerphone)
Scott Lockwood	ETM
Kim Shine	Hines
Todd Myhill	Vesta
Dan Fagen	Vesta
Brett Sealy	MBS
George Smith	Bond Counsel, Bryant, Miller & Olive

FIRST ORDER OF BUSINESS

Call to Order

Ms. Dobbins called the meeting to order at 10:03 a.m. and read roll call.

SECOND ORDER OF BUSINESS

Audience Comments on Agenda Items

There were no audience members present.

THIRD ORDER OF BUSINESS

Consideration of Minutes of the Board of Supervisors' Regular Meeting held November 2, 2016

FOURTH ORDER OF BUSINESS

Consideration of Minutes of the Board of Supervisors' Landowner Election Meeting held November 1, 2016

On a motion by Mr. O'Shea, seconded by Mr. Jund, with all in favor, the Board approved the Minutes of the Board of Supervisors' regular meeting held on November 2, 2016 and the Landowner Election Meeting held on November 1, 2016 for Southaven Community Development District.

FIFTH ORDER OF BUSINESS

Ratification of the Operation and Maintenance Expenditures for October 2016

On a motion by Mr. O'Shea, seconded by Ms. English, with all in favor, the Board ratified the Operation and Maintenance Expenditures for October 2016 in the amount of \$76,578.00 for Southaven Community Development District.

SIXTH ORDER OF BUSINESS

Ratification of Capital Revenue Bonds 2015 #76 Revised and Custody Account Series 2015, CUS #3

REQUISITION NO.	PAYEE	AMOUNT
76 Revised	England -Thims & Miller, Inc.	\$4,053.22
CUS 3	Life Fitness	\$91,929.48

On a motion by Mr. O'Shea, seconded by Mr. Jund, with all in favor, the Board ratified Capital Revenue Bonds 2015 #76 Revised for Southaven Community Development District.

On a motion by Mr. O'Shea, seconded by Mr. Jund, with all in favor, the Board ratified Capital Revenue Bonds Custody Account Series 2015, CUS #3 for Southaven Community Development District.

SEVENTH ORDER OF BUSSINESS

STAFF REPORTS

- A. District Counsel
Ms. Buchanan stated she is still waiting on the county to respond and comment on the Traffic Enforcement Agreement.

- B. District Engineer
No Report.

- C. Construction Administrator
Ms. Shine presented three proposals.

i.) Consideration of ETM Work Authorization #8 for 2016 Bond COI.

On a motion by Mr. O'Shea, seconded by Ms. English, with all in favor, the Board approved ETM Work Authorization #8 in the amount not to exceed \$7,500.00 for Southaven Community Development District.

ii.) Consideration of ETM Work Authorization #9 for Phase II Plan Modification (Exhibit A).

On a motion by Mr. O'Shea, seconded by Mr. Jund, with all in favor, the Board approved ETM Work Authorization #9 for Phase II Work Modification (Exhibit A) in the amount not to exceed \$45,250.00 for Southaven Community Development District.

iii.) Consideration of Prosser Phase II Planning and Design Services Proposal (Exhibit B).

On a motion by Mr. O'Shea, seconded by Ms. English, with all in favor, the Board Consideration of Prosser Phase II Planning and Design Services Proposal (Exhibit B) in the amount not to exceed \$13,000.00 for Southaven Community Development District.

- D. Amenity Report
Mr. Myhill reviewed report under Tab 6.

- E. District Manager
No Report.

EIGHTH ORDER OF BUSINESS

**Evaluation of Proposals for Phase II Civil
Site Work Construction Services
(under separate cover)**

Mr. Lockwood presented Southaven Phase II Civil Site Work Proposal Evaluation (Exhibit C). After discussion, the Board adopted scoring and ranking as presented and authorized Chair to execute agreement with the number one ranked bidder, A. J. Johns.

On a motion by Mr. Jund, seconded by Mr. O'Shea, with all in favor, the Board adopted scoring and ranking as presented and authorized Chair to execute agreement with the number one ranked bidder, A. J. Johns for Southaven Community Development District.

NINTH ORDER OF BUSINESS

**Consideration of Dissemination Agent
Agreement**

Ms. Dobbins noted the Board had previously adopted this agreement, but additional language was now included regarding a fee of \$1,000.00 for each additional bond.

On a motion by Mr. O'Shea, seconded by Ms. English, with all in favor, the Board adopted Dissemination Agent Agreement with additional language regarding a fee of \$1,000.00 for each additional bond for Southaven Community Development District.

TENTH ORDER OF BUSINESS

Public Hearing on Special Assessments

On a Motion by Mr. O'Shea, seconded by Mr. Jund, with all in favor, the Board opened the Public Hearing on Special Assessments for Southaven Community Development District.

- 1.) Consideration of Resolution 2017-09, Levying Special Assessments
 - i.) First Addendum to the Amended and Restated master Special Assessment Allocation Report dated December 7, 2015

Ms. Parker reviewed report and Ms. Buchanan reviewed the Resolution and asked the following questions for Ms. Parker to confirm:

- 1.) In your professional opinion, do the lands subject to the assessments receive special benefits from the District's Capital Improvement Program? YES

- 2.) In your professional opinion, are the Special Assessments reasonably apportioned among the lands subject to the special assessments? YES
- 3.) In your professional opinion, is it reasonable, proper and just to assess the costs of the Capital Improvement Program against the lands in the District in accordance with your methodology, which results in the Special Assessments set forth on the final assessment roll? YES
- 4.) Is it your opinion that the special benefits the lands will receive, as set forth in the final assessment roll, will be equal to or in excess of the Maximum Special Assessments thereon when allocated as set forth in the methodology? YES
- 5.) Is it your opinion that is it in the best interests of the District that the Maximum Special Assessments be paid and collected in accordance with the methodology and the District's assessment resolutions? YES

There were no public comments.

On a Motion by Mr. O'Shea, seconded by Ms. English, with all in favor, the Board closed the Public Hearing on Special Assessments for Southaven Community Development District.

On a Motion by Mr. O'Shea, seconded by Mr. Jund, with all in favor, the Board adopted Resolution 2017-09, Levying Special Assessments for Southaven Community Development District.

ELEVENTH ORDER OF BUSINESS

Consideration of Matters Related to Bond Issuance

- 1.) Consideration of Resolution 2017-10, Series 2016A-1 and 2016A-2 Supplemental Assessment Resolution
 - i.) Amended and Supplemental Engineer's Report dated November 4, 2016

Ms. Buchanan noted there were no additional changes to the Engineer's report since the last meeting when it was presented.

- ii.) Final Second Supplemental Special Assessment Allocation Report dated December 7, 2016

Ms. Parker reviewed report and noted that assessments presented are lower than the Master Special Assessment levels adopted at the previous Public Hearing.

After discussion, the Board adopted Resolution 2017-10, Series 2016A-1 and 2016A-2 Supplemental Assessment Resolution.

On a motion by Mr. O'Shea, seconded by Mr. Jund, with all in favor, the Board adopted Resolution 2017-10, Series 2016A-1 and 2016A-2 Supplemental Assessment Resolution for Southaven Community Development District.

- 2.) Acknowledgement of Acquisition Agreement
- 3.) Notice of Imposition of Series 2016A, Special Assessments

After discussion, the Board approved the Acquisition Agreement and the Notice of Imposition of Series 2016A, Special Assessments.

On a motion by Mr. O'Shea, seconded by Mr. Jund, with all in favor, the Board approved both the Acquisition Agreement and the Notice of Imposition of Series 2016A, Special Assessments for Southaven Community Development District.

TWELFTH ORDER OF BUSINESS

Consideration of Resolution 2017-11, Designing Series 2016A Bond Qualified Tax Exempt Obligations

Mr. Smith reviewed Resolution 2017-11, Designing Series 2016A Bond Qualified Tax Exempt Obligations.

On a motion by Mr. O'Shea, seconded by Ms. English, with all in favor, the Board adopted Resolution 2017-11, Designing Series 2016A Bond Qualified Tax Exempt Obligations for Southaven Community Development District.

THIRTEENTH ORDER OF BUSINESS

Audience Comments and Supervisor Requests

There were no audience members for comments.

After discussion, the Board directed staff to cancel the January 4, 2017 meeting. The next meeting will be held on February 1, 2017.

FOURTEENTH ORDER OF BUSINESS

Adjournment

On a motion by Ms. English, seconded by Mr. O'Shea, with all in favor, the Board adjourned the Board of Supervisors' Meeting at 10:46 a.m. for Southaven Community Development District.


Secretary/Assistant Secretary


Chairman/Vice Chairman

Exhibit A

Southaven Community Development District Southaven Phase II Civil Site Work - Proposal Evaluation

Etm Job No. E 13-158-10		Date: December 2, 2016					
No.	Criteria	Max Score	A J Johns	Petticoat-Schmitt	Vallen. Const	Florida Roads	
	Base Bid 1-48 \$		\$ 6,128,335.74	\$ 6,907,677.74	\$ 7,099,995.21	\$ 7,105,741.96	
1	Personnel / Proposer's Experience	15	15	15	15	15	
2	Understanding Scope	15	15	15	15	15	
3	Financial Capability	10	10	10	10	10	
4	Price - Total	25	25	21.8	21	21	
5	Price - Units	10	10	8.7	8.4	8.4	
6	Schedule	25	22	21	19	20	
	Total	100	97	91.5	88.4	89.4	
A	Pre Proposal Conference Attendance		Yes	Yes	Yes	Yes	
B	Proposer's Acknowledgment		Yes	Yes	Yes	Yes	
C	Addendums 1-3 Acknowledged		Yes	Yes	Yes	Yes	
D	Proposal Signature and Sub. State.		Yes	Yes	Yes	Yes	
E	Schedule of Values		Yes	Yes	Yes	Yes	
F	Logistics and Seq. Plan w/ Narrative		No / Yes / Brief	No / Yes / Brief	No / Yes / Brief	Yes / No	
G	Description of Project Super. Team		Yes	Yes	Yes	Yes	
H	List of proposed subcontractors		Yes	Yes	Yes	Yes	
I	Organizational Information of Proposer		Yes	Yes	Yes	Yes	
J	Discrimination Sworn Statement		Yes	Yes	Yes	Yes	
K	Scrutinized Companies Statement		Yes	Yes	Yes	Yes	
L	Affadavit of Non-Collusion						
M	Trench Safety Affidavit		Yes	Yes	Yes	Yes	
N	Certificate of Insurance		Yes	Yes	Yes	Yes	
O	Letter of Qual. for Pay. & Perform Bonds		Yes	Yes	Yes	Yes	
P	Acceptable Surety Company		Travellers	Western Surety Co	Berkley Ins, Co.	Machinery Ins, Inc.	
Q	Company Owned Major Equipment		Yes	Yes	Yes	Yes	
R	Status of Contracts on Hand		Yes	Yes	Yes	Yes	
S	Relevant Projects completed (last 5 yrs.)		Yes	Yes	Yes	Yes	
T	Public Entity Crimes Statement		Yes	Yes	Yes	Yes	
U	Proposal Bond		Yes	Yes	Yes	Yes	
V	Initial Project Schedule		Yes	Yes	Yes	Yes	
W	Corporate Officers		Yes	Yes	Yes	Yes	