

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, November 2, 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
Carla Luigs	Board Supervisor, Assistant Secretary

Also present were:

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

FIRST ORDER OF BUSINESS

Call to Order

Ms. Dobbins called the meeting to order at 10:00 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

Oath of Office

Oaths were given to Ella English, Kevin Jund and Carla Luigs prior to the start of the meeting.

FOURTH ORDER OF BUSINESS

Consideration of Minutes of the Board of Supervisors' Regular Meeting held October 5, 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 October 5, 2016 for Southaven Community Development District.

FIFTH ORDER OF BUSINESS

Ratification of the Operation and Maintenance Expenditures for September 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 September 2016 in the amount of \$26,478.73 for Southaven Community Development District.

SIXTH ORDER OF BUSSINESS

STAFF REPORTS

- A. District Counsel
Ms. Buchanan updated the Board that she still is working with St. Johns County on finalizing a traffic agreement.
- B. District Engineer
Mr. Lockwood noted the Phase 2 Civil Site Work bids are due by November 30, 2016. Ms. Shine informed the Board that they will review the bids at the December 7, 2016 meeting.
- C. Construction Administrator
No Report.
- D. Amenity Report
Mr. Myhill gave an update on storm damage and clean up.
- E. District Manager
Ms. Dobbins updated the Board that the District's insurance carrier gave another credit, approximately \$8,000, towards the 12 month policy which was corrected to only run through the end of Fiscal Year 2016.

SEVENTH ORDER OF BUSINESS

**Consideration of Resolution 2017-04,
Canvassing and Certifying the Election
Results**

On a motion by Mr. O'Shea, seconded by Mr. Jund, with all in favor, the Board adopted the Resolution 2017-04, Canvassing and Certifying the Election Results for Southaven Community Development District.

EIGHTH ORDER OF BUSINESS

**Consideration of Resolution 2017-05,
Designating Officers**

On a motion by Mr. O'Shea, seconded by Mr. Jund, with all in favor, the Board adopted Resolution 2017-05, Designating Officers for Southaven Community Development District.

NINTH ORDER OF BUSINESS

**Consideration of MBS Supplement
Investment Banking Agreement**

On a motion by Mr. O'Shea, seconded by Ms. English, with all in favor, the Board accepted the MBS Supplement Investment Banking Agreement for Southaven Community Development District.

TENTH ORDER OF BUSINESS

**Presentation of Amended Master
Assessment Methodology**

Ms. Parker presented Report under Tab 6.

1.) Consideration of Resolution 2017-06, Declaring the Amendment to Master Assessment Methodology

After discussion, the Board adopted amended Resolution 2017-06, approving the Amended Master Assessment Methodology in substantial form.

On a motion by Mr. O'Shea, seconded by Mr. Jund, with all in favor, the Board adopted amended Resolution 2017-06, approving the Amended Master Assessment Methodology in substantial form for Southaven Community Development District.

ELEVENTH ORDER OF BUSINESS

**Consideration of Resolution 2017-07,
Setting the Assessment Hearing**

After discussion, the Board set the Assessment Public Hearing to be held on December 7, 2016 at 10:00 a.m.

On a motion by Mr. O'Shea, seconded by Ms. English, with all in favor, the Board adopted Resolution 2017-07, Setting the Public Assessment Hearing for December 7, 2016 at 10:00 a.m. for Southaven Community Development District.

TWELFTH ORDER OF BUSINESS

Discussion of Series 2016 Bonds

1.) Presentation of Amended and Supplemented Engineers Report

Mr. Lockwood reviewed report under Tab 9. He noted date and title will be updated. After discussion, the Board approved the Amended and Supplemented Engineers Report in substantial form.

On a motion by Mr. O'Shea, seconded by Mr. Jund, with all in favor, the Board approved the Amended and Supplemented Engineers Report in substantial form for Southaven Community Development District.

2.) Presentation of Preliminary Second Supplement Assessment Methodology Report

Ms. Parker presented Report under Tab 10. After discussion, the Board approved the Preliminary Second Supplement Assessment Methodology Report in substantial form.

On a motion by Mr. O'Shea, seconded by Mr. Jund, with all in favor, the Board approved the Preliminary Second Supplement Assessment Methodology Report in substantial form for Southaven Community Development District.

3.) Consideration of Resolution 2017-08, Delegation - Sale

Mr. Smith reviewed Resolution 2017-08, Delegation – Sale for the Board.

On a motion by Mr. O'Shea, seconded by Mr. Jund, with all in favor, the Board adopted Resolution 2017-08, Delegation – Sale for Southaven Community Development District.

4.) Consideration of Finance Agreements

- i.) Collateral Assignment Agreement**
- ii.) Completion Agreement**
- iii.) True – Up Agreement**

Ms. Buchanan reviewed the Finance Agreements including the Collateral Assignment, Completion Agreement and the True – Up Agreement. After discussion, the Board approved all three agreements in substantial form.

On a motion by Mr. O’Shea, seconded by Ms. English, with all in favor, the Board approved the Collateral Assignment Agreement, Completion Agreement and the True- Up Agreement in substantial form for Southaven Community Development District.

THIRTEENTH ORDER OF BUSINESS

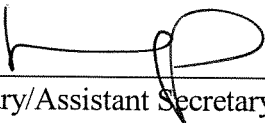
Audience Comments and Supervisor Requests

There was no audience present for comments.
There were no supervisor comments.

FOURTEENTH ORDER OF BUSINESS

Adjournment

On a motion by Ms. English, seconded by Mr. Jund, with all in favor, the Board adjourned the Board of Supervisors’ Meeting at 10:38 a.m. for Southaven Community Development District.



Secretary/Assistant Secretary



Chairman/Vice Chairman