

MINUTES OF MEETING
AMELIA WALK COMMUNITY DEVELOPMENT DISTRICT

The regular meeting of the Board of Supervisors of the Amelia Walk Community Development District was held Tuesday, August 18, 2015 at 3:30 p.m. at the Amelia Walk Amenity Center, 85287 Majestic Walk Circle, Fernandina Beach, FL 32034.

Present and constituting a quorum were:

Chris Kuhn	Chairperson
Greg Matovina	Vice Chairman
Grady Miars	Supervisor
Chris Hill	Assistant Secretary

Also present were:

Dave deNagy	District Manager
Jason Walters	District Counsel (by phone)
Dan McCranie	District Engineer
Wesley Hunt	Evergreen Lifestyles Management
Peter Dame (Guest)	Ackerman Senterfit
Vicki Bratvold (Guest)	AV Homes

FIRST ORDER OF BUSINESS

Roll Call

Mr. deNagy called the meeting to order at 3:35 p.m.

SECOND ORDER OF BUSINESS

Audience Comments

There were no audience members in attendance.

THIRD ORDER OF BUSINESS

Organization Matters

A. Appointment of New Supervisor to Fill Unexpired Terms of Office (11/2018)

Mr. deNagy stated this is the appointment to fill the unexpired term of office for Seat #4, which runs through November 2018. Is there a motion to appoint someone for that term?

On MOTION by Mr. Miars seconded by Mr. Kuhn with all in favor to appoint Chris Hill to fill Seat #4 through November 2018 was approved.

B. Oath of Office of Newly Appointed Supervisor

Mr. deNagy administered the Oath of Office to Chris Hill, and Mr. Hill responded I do. Mr. Hill accepted pay. Mr. deNagy gave Mr. Hill paperwork to fill out and mentioned the Sunshine Law.

Mr. Hill responded he was familiar with the Sunshine Law.

C. Election of Officers Resolution 2015-04

Mr. deNagy stated right now we have Chris Kuhn as Chair, Greg Matovina as Vice-Chair, Grady Miars and Chris O'Bannon as Assistant Secretary, Jim Perry as Secretary and Treasurer, and myself serving as Assistant Secretary and Assistant Treasurer. I will like to make a change and have Jim Perry as Assistant Secretary and myself as Secretary. Does the board want to make any other changes or add Chris as Assistant Secretary?

On MOTION by Mr. Kuhn seconded by Mr. Matovina with all in favor for Chris Hill to serve as Assistant Secretary, Dave deNagy to serve as Secretary, and Jim Perry to serve as Assistant Secretary was approved.

FOURTH ORDER OF BUSINESS

Approval of the Minutes of the July 21, 2015 Meeting

On MOTION by Mr. Kuhn seconded by Mr. Matovina with all in favor the Minutes of the July 21, 2015 meeting were approved.

FIFTH ORDER OF BUSINESS

Consideration of Delegated Award Resolution (2015-10) for Series 2015A Bonds

Mr. deNagy stated associated with that Resolution we have several documents:

- A. First Amendment to the Second Supplemental Indenture
- B. Third Supplemental Indenture
- C. Bond Purchase Agreement
- D. Preliminary Limited Offering Memorandum
- E. Continuing Disclosure Agreement
- F. Escrow Deposit Agreement

Mr. deNagy stated we have Peter Dame here who can walk us through the Resolution.

Mr. Dame stated I am Peter Dame with Ackerman acting as bond counsel for the District. The resolution you have in front of you does authorize a series of bonds. We are funding some new improvements and refunding a portion of the 2012 A-2 bonds. The balance of the 2012 A-2 bonds are anticipated to be tendered and cancelled so those are gone. The little portion that is not being tendered will be refinanced. The bonds will be secured by special assessments as are most of the CDD bonds. The documents you have in front of you that are approved by this resolution do include a supplemental trust indenture, which provides the security for the bonds, the terms of the bonds, and notice of redemption and other items that are required for the bonds. This is a delegated award, the bonds have not yet been sold. You are authorizing the chairman, within certain parameters, to award the bonds to the ultimate purchaser. Those parameters are set forth in the resolution. On Page 4 in Section 5, these are the parameters under which you are authorizing the bonds. If they fall within these parameters, the chairman can award them, \$3.9 million, the rate not to exceed 6.25% per annum. We are hoping it is less than that, but this is the top limit. The Underwriter's discount is limited 2.5%. The bonds shall be subject to optional redemption not later than May 2030. That gives us an opportunity to refinance those in the future. The final maturity is not later than May 1, 2047. The resolution also approves of forms of numerous documents. Much of this is very similar to what you have seen before. I will be happy to answer questions or provide further details.

On MOTION by Mr. Matovina seconded by Mr. Kuhn with all in favor Resolution 2015-10 authorizing issuance of new Series A-2 bonds was approved, in substantial form.

Mr. Kuhn asked are we approving these as final documents or are they in substantial form?

Mr. Dame responded they are in substantial form.

SIXTH ORDER OF BUSINESS

Update Regarding Phase II Construction Proposals

Mr. McCranie stated we first set the bid due date to be last Friday. Since then we have extended it to make sure that they have enough time from the time we advertised it to the time

it is actually due. I think by statute it is supposed to be 30 days or longer. We made it right to the 30-day mark on the 21st, which is this Friday. Friday at 2:00 we will receive bids. That was our first addendum. Our first addendum changed that time frame and changed some different wordings that we noticed and corrected from the initial package. We sent out a second addendum on Friday in which we requested a bid alternative so that the contractors would give us a set price to clear and fill the lots because clearing and filling of lots is not a CDD project. It would be a developer project, but we wanted to set the price now so that we didn't have to maybe select them and then have to negotiate price afterwards. We had one company who said they were a little concerned that they didn't have enough time from last Friday to this Friday to do everything. Of the nine contractors, they were the only ones that complained, so we have not responded to their request to extend the time. When the bids come in, I will scan everything and send it out.

SEVENTH ORDER OF BUSINESS

Other Business

There being none, the next item followed.

EIGHTH ORDER OF BUSINESS

Staff Reports

A. Attorney

Mr. Walters stated I don't have any action items for the board today. At the last meeting, we did start the assessment process. As Peter mentioned, that is the security for the bonds we are anticipating selling. The next meeting will be a fairly heavy list with the assessments and consideration of a construction contract. Everything is moving along as it should be. As you see the documents come through, if you have any questions feel to reach out to staff.

B. Engineer

Mr. McCranie stated we have an amended Engineer's Report. Over the weekend the attorney was reviewing some of the items. We researched more and changed some of the wording. The first stuff is on Page 2 of the document in which we added the word "master" to master infrastructure to make it more clear as to what has already been constructed. The bigger concern or issue would be we updated the dates of the Water Management District expiration dates for the different phases. During that, I had relied, in error, on a letter that Donna had sent

to the Water Management District saying please allow this to be extended to such-and-such date, so I took her dates as the right date. What we found out is the way Donna calculated some of things versus the way the government calculated certain things, it was slightly different, so we updated those dates. Phase 2 we still are fully permitted and ready to go and able to construct. Phase 3 originally was permitted, and it was sequence #5 for the Water Management Department, and that expired on November 12, 2016. In 2012, we transferred the ownership from one permit to another, and that changed the expiration date of Phase 3 to July 14, 2015, which means it has expired now. We found this out today, and I think Tim and I are going to work with the Water Management District because I think that is an error. I think the expiration date should be 11/12/16 for Phase 3. Currently in Water Management District documents, the Phase 3 water management district permit has expired.

On MOTION by Mr. Matovina seconded by Mr. Kuhn with all in favor the amended Engineer's Report dated August 18, 2015 was approved.

C. Manager

Mr. deNagy stated I don't have anything to report.

D. Community Manager

1. Report

Mr. Hunt stated the Nassau County Sheriff's Department patrol expires at the end of August. We want to re-up before September. The kids are back in school. They patrol two nights a week but vary the days.

Mr. Kuhn stated my suggestion would be to keep going one month at a time. No motion was necessary.

Mr. Hunt stated a company called Mosquito Authority comes out and sprays for mosquitoes before an event at the facility. There is wedding at this venue in October, and she has requested that they spray. Her brother is actually the owner of the company here in Jacksonville. He was willing to come out and spray for that event at no charge to us. He is fully licensed. I have all that information. Also we may want to put something in writing that says if you kill a plant or tree or harm someone you are liable. That is one of the issues I would be concerned with.

Mr. deNagy asked Mr. Walters if there was a license agreement or something we want to engage with this mosquito control company?

Mr. Walters asked are they providing the services on behalf of the District?

Mr. deNagy responded no.

Mr. Kuhn stated it is on District land.

Mr. Walters responded we can put together kind of a license access agreement, which would provide some indemnity and require certain insurance documents.

Mr. Hunt stated I did speak to him about that, and he said he would be willing to sign that. Let me know what you need.

2. Proposal from Platinum Garage Flooring

Mr. Hunt stated the other thing is I had a group called Platinum Garage Flooring, based out of St. John's County, and they do garage flooring, outside decking, and pavers. They have quoted us to reseal the pavers. It is an expensive project, and I will get more bids, but it is part of the agenda. It is something we will need to do. We can probably wait a little longer, but at some point we will need to reseal the pavers. That is all I have.

Mr. Kuhn stated it looks like the common areas at Majestic Blvd. area are in need of some maintenance.

Mr. Hunt responded I spoke to Valley Crest yesterday, and they are coming out tomorrow to fulfill what they say is the rest of their responsibility before their contract ends. I don't know if they will resolve every issue. I did meet with Martex this morning, and we have a punch list that is put together for week one, and it includes a number of issues that we have had.

NINTH ORDER OF BUSINESS

Supervisor's Requests and Audience Comments

There were no supervisor requests

There were no audience comments.

TENTH ORDER OF BUSINESS

Financial Reports

A. Balance Sheet & Income Statement

B. Approval of Check Register

C. Special Assessment Receipts Schedule

Mr. deNagy stated a copy of your financial statements is included in your agenda package as of July 31, 2015. The total of the check register is \$52,953.74.

On MOTION by Mr. Matovina seconded by Mr. Kuhn with all in favor the check register as of July 15, 2015 in the amount of \$52,953.74 was approved.

ELEVENTH ORDER OF BUSINESS

Next Scheduled Meeting for September 15, 2015, at 2:30 p.m. at the Amelia Walk Amenity Center, 85287 Majestic Walk Circle, Fernandina Beach

Mr. deNagy stated the next scheduled meeting is September 15, 2015 at 2:30 p.m. at this location.

TWELFTH ORDER OF BUSINESS

Adjournment

On MOTION by Mr. Kuhn seconded by Mr. Matovina with all in favor the Meeting was Adjourned.


Secretary/Assistant Secretary


Chairman/Vice Chairman