

**MINUTES OF MEETING
TOSCANA ISLES
COMMUNITY DEVELOPMENT DISTRICT**

A Regular Meeting of the Board of Supervisors of the Toscana Isles Community Development District was held on **Wednesday, October 1, 2014 at 10:00 a.m.**, at the offices of Vanguard Land, LLC, located at 5310 Clark Road, Suite 106, Sarasota, Florida 34233.

Present at the meeting were:

Samantha Hays	Chair
Brian Watson	Vice Chair
John Peshkin	Assistant Secretary

Also present were:

Craig Wrathell	District Manager
John Vericker (<i>via telephone</i>)	District Counsel

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Wrathell called the meeting to order at 10:01 a.m., and noted, for the record, that Supervisors Samantha Hays, Brian Watson and John Peshkin were present, in person. Supervisors Daniel Peshkin and Alexander Hays were not present.

SECOND ORDER OF BUSINESS

Public Comments

There being no public comments, the next item followed.

THIRD ORDER OF BUSINESS

Bond Financing

A. Consideration of Resolution 2015-1, Amending District Resolution 2014-20; Adopting the Final Supplemental Assessment Methodology Report Dated October 1, 2014; Amending The Prepayment Provisions In Resolution 2014-20; And Providing For Severability, Conflicts, And An Effective Date.

Mr. Wrathell presented Resolution 2015-1 for the Board's consideration and read the title into the record:

"CONSIDERATION OF RESOLUTION 2015-1, AMENDING DISTRICT
RESOLUTION 2014-20; ADOPTING THE FINAL SUPPLEMENTAL

ASSESSMENT METHODOLOGY REPORT DATED OCTOBER 1, 2014;
AMENDING THE PREPAYMENT PROVISIONS IN RESOLUTION 2014-20;
AND PROVIDING FOR SEVERABILITY, CONFLICTS, AND AN
EFFECTIVE DATE.”

Mr. Vericker explained that the primary purpose of the resolution was to adopt the final numbers, as reflected in the report. He indicated that Section 4 contains specific prepayment items requested by Underwriter’s Counsel. Mr. Vericker stated that a different prepayment term was included in the initial final assessment resolution.

Mr. Wrathell reviewed the Final Supplemental Special Assessment Methodology Report, dated October 1, 2014, which is an exhibit to Resolution 2015-1. He explained that the report reflects the final parameters of the bond closing.

On Page 19, Table 1, Mr. Wrathell indicated that the number of units allocated to “Unit 1 Phases 1 & 2” was reduced from 457 units to 413. The “Phase 2 50’ SF” units dropped from 166 units to 122 units. Referring to Table 5, on Page 22, Mr. Wrathell explained that, based on the reduction in the number of units in the 50’ product type, the total equivalent residential units (ERUs) decreased from 286.4, in the previous Supplemental Methodology, to 242.4. Overall, the ERUs for Unit 1 Phases 1 and 2 decreased from 464.4 to 420.4.

With regard to the debt per unit and the annual debt assessment per unit, Mr. Wrathell referred to Pages 21 and 22 and compared the amounts in Tables 5 and 6, noting that the product types are significantly below the caps in the master methodology. The sizing of the bonds remained the same, resulting in a corresponding increase in the assessment amounts, based upon the reduction in the number of ERUs. Mr. Wrathell pointed out that the benefit to the property owners far exceeds the assessment to be levied.

Mr. Wrathell called attention to the first table in Table 5 and indicated that those units will have a 4.1% increase, from the previous version of the supplemental methodology; the Phase 2 units will increase 15.6%. Mr. Wrathell stated that Table 5 references the developer contribution of approximately \$1,149,538, which is a significant increase from the original methodology. Since the number of ERUs decreased and the developer wants the Unit 1 Phase 1 units to have a lower assessment than the Phase 2 units, the developer will construct certain infrastructure and donate it to the District on behalf of the Phase 1 property owners, which is reflected in the developer contribution amount.

Mr. Wrathell noted that Table 3, on Page 20, represents the final sizing of the bonds and the major sources and uses of bond proceeds.

On MOTION by Mr. Watson and seconded by Mr. Peshkin, with all in favor, Resolution 2015-1, Amending District Resolution 2014-20; Adopting the Final Supplemental Special Assessment Methodology Report Dated October 1, 2014; Amending The Prepayment Provisions In Resolution 2014-20; And Providing For Severability, Conflicts, And An Effective Date., was adopted.

B. Documents Under Separate Cover (*if necessary*)

Mr. Wrathell stated that there were no documents to discuss.

FOURTH ORDER OF BUSINESS

Ratification of Final Forms of Ancillary Bond Documents

- A. Notice of Lien of Record and Disclosure of Public Financing**
- B. Declaration of Consent**
- C. Collateral Assignment**
- D. Agreement to Convey or Dedicate**
- E. Funding and Completion Agreement**
- F. True-Up Agreement**

Mr. Vericker referenced the ancillary bond documents and requested ratification of items 4A through 4F.

On MOTION by Mr. Watson and seconded by Mrs. Hays, with all in favor, the final forms of the ancillary bond documents, were ratified.

FIFTH ORDER OF BUSINESS

Ratification of Material Orders

- A. County Materials Corporation**
 - **Credit Application**
 - **Purchase Order**

- **Certificate of Entitlement**
- **LALP Development Payment Assurance Letter**

Mr. Brian Watson indicated that these materials are contained in one of the two large contracts that will be assigned to the District once the bonds are funded.

Mr. Wrathell presented the County Materials Corporation Purchase Order for \$193,570.88. He recalled that the Chair was given authority to sign off on the purchase orders; therefore, the motions will ratify the actions of the Chair.

On MOTION by Mr. Watson and seconded by Mrs. Hays, with all in favor, the Chair's execution of the County Materials Corporation Purchase Order, in the amount of \$193,570.88, was ratified.

Mr. Wrathell called attention to the LALP Development Payment Assurance Letter and explained that the developer will fund the Purchase Order if the District is unable to issue bonds. He stated that the material orders are being paid by the District because the District is exempt from sales tax, which is a benefit to current and future landowners.

Discussion ensued regarding the requisition process and the preparation of a developer funding agreement. Mr. Wrathell clarified that the agreement will indicate that the developer will contribute cash to partially satisfy the \$1,150,000 contribution requirement.

Mr. Brian Watson stated that the Limited Offering Memorandum (LOM) specifies an amount that the developer paid for CDD eligible costs through August but not through September; the remaining dollar amounts will be provided following the final accounting.

Mr. Peshkin asked if the District Engineer must certify the improvements in the amount of \$600,000 or \$700,000 that will be completed by the end of September. Mr. Wrathell replied affirmatively; a sample certification will be emailed to the District Engineer and Mr. Brian Watson.

Mr. Wrathell requested a motion authorizing District Counsel to prepare a form of Developer Funding Agreement related to the improvements totaling \$1,149,538.29 to be donated by the developer to the District to satisfy the obligation of the developer to convey the improvements to the District and the ability to pay the District for the difference, to fund construction, and authorizing the Chair to execute the agreement.

On MOTION by Mrs. Hays and seconded by Mr. John Peshkin, with all in favor, authorization for District Counsel to prepare a form of Developer Funding Agreement related to the improvements totaling \$1,149,538.29 to be donated by the developer to the District to satisfy the obligation of the developer to convey the improvements to the District and for the developer to have the ability to pay the District for the difference, in order to fund construction, and authorization for the Chair to execute the agreement, were approved.

B. Oldcastle Precast

- **Credit Application**
- **Purchase Order**
- **Certificate of Entitlement**
- **LALP Development Payment Assurance Letter**

Mr. Wrathell presented the Oldcastle Precast Purchase Order, in the amount of \$215,000, for storm and sanitary structures, for the Board's consideration. A motion was requested ratifying the Chair's actions.

On MOTION by Mr. Brian Watson and seconded by Ms. Hays, with all in favor, the Chair's execution of the Oldcastle Precast Purchase Order, in the amount of \$215,000, was ratified.

C. Hertz Equipment Rental

- **Credit Application**
- **LALP Development Payment Assurance Letter**

Mr. Wrathell noted that the District does not have credit; therefore, he suggested advising Hertz Equipment Rental (Hertz) that the District issued bonds and has money in the bank.

Mr. Peshkin explained that the developer completed the credit application and Hertz advised that the District had no credit. The developer signed an unconditional guarantee to pay, if the District does not. The credit application is the commitment for the District to rent the equipment, which is currently being rented.

Mr. Watson noted that the cost of the dewatering pumps will be part of the accounting for the costs incurred. Since the rental agreement will be assigned, Hertz wanted the District to complete a credit application.

Mr. Peshkin advised that the monthly rental is approximately \$10,000 but, in one month, the rental amount will be reduced to \$5,000 per month.

Mr. Watson indicated that the parameter will be for a period not-to-exceed 14 months.

On MOTION by Mr. Watson and seconded by Mr. Peshkin, with all in favor, the District's acceptance of the Hertz Equipment Rental contract, for a period not-to-exceed 14 months, and a monthly estimate not-to-exceed \$12,000, was approved.

D. Barney's Pumps, Inc.

- **Credit Application**
- **Purchase Order**
- **Certificate of Entitlement**
- **LALP Development Payment Assurance Letter**

Mr. Watson presented the Barney's Pumps, Inc., Purchase Order, for two lift station packages, one for Sarasota County, in the amount of \$28,650, and the other for the City of Venice, in the amount of \$73,250, for a total of \$101,900.

Mr. Wrathell indicated that the Chair previously executed the Purchase Order and ratification of the Chair's actions was requested.

On MOTION by Mr. Mr. John Peshkin and seconded by Mr. Brian Watson, with all in favor, the Chair's execution of the Purchase Order from Barney's Pumps, Inc., for two lift station packages, in the amount of \$101,900, was ratified.

SIXTH ORDER OF BUSINESS

Other Business

Mr. Peshkin noted that the developer has several contracts that are above the threshold requiring public bidding. He asked if Board approval is required in order to advertise for the new phases of work that have not been awarded.

Mr. Vericker indicated that a motion may be made directing Staff to proceed with the bidding process.

Mr. Wrathell advised that the Board is usually designated as the Review Committee for bid submittals; he asked if a motion was required. Mr. Vericker stated that the Board is the appropriate committee.

On MOTION by Mr. Watson and seconded by Mrs. Hays, with all in favor, authorization for the District Manager to advertise for construction bids, was approved.

SEVENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel

There being no report, the next item followed.

B. District Engineer

There being no report, the next item followed.

C. District Manager

i. Approval of Unaudited Financial Statements as of July 31, 2014

Mr. Wrathell presented the Unaudited Financial Statements as of July 31, 2014. He noted that the District remains developer funded; however, once the bonds are closed, the October Unaudited Financial Statements will reflect much activity related to the bonds.

On MOTION by Mr. John Peshkin and seconded by Mrs. Hays, with all in favor, the Unaudited Financial Statements as of July 31, 2014, as presented, were approved.

ii. NEXT MEETING DATE: October 15, 2014 at 10:00 AM

Mr. Wrathell stated that the next meeting is scheduled for October 15, 2014 at 10:00 a.m.

EIGHTH ORDER OF BUSINESS

Board Members' Comments/Requests

Mr. Watson asked for the time frame for bid advertisements. Mr. Wrathell explained that, for construction bids, the advertisement must appear in the newspaper seven days in

advance. The newspaper usually requires a three-day lead time. He suggested giving respondents ten to 14 days to respond. Mr. Vericker noted that, for large construction projects, it is 30 days; the dollar figures will determine the response time.

NINTH ORDER OF BUSINESS

Public Comments

There being no public comments, the next item followed.


TENTH ORDER OF BUSINESS

Adjournment

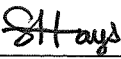
There being no further business to discuss, the meeting adjourned.

On MOTION by Mr. Watson and seconded by Mrs. Hays, with all in favor, the meeting adjourned at approximately 10:39 a.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]



Secretary/Assistant Secretary



Chair/Vice Chair