

**MINUTES OF MEETING  
BOYNTON VILLAGE  
COMMUNITY DEVELOPMENT DISTRICT**

A Regular Meeting of the Boynton Village Community Development Districts Board of Supervisors was held on **Tuesday, November 8, 2016 at 10:15 a.m.**, at **2300 Glades Road, Suite 202E, Boca Raton, Florida 33431.**

**Present and constituting a quorum were:**

Adam Freedman	Chair
Jim Giolda	Vice Chair
Gary Einfalt	Assistant Secretary
Mike Oliveri ( <i>via telephone</i> )	Assistant Secretary
Michael Smith ( <i>via telephone</i> )	Assistant Secretary

**Also present were:**

Cindy Cerbone	Wrathell, Hunt & Associates
Dennis Lyles	District Counsel
Jeff Schnars	District Engineer
John Markey	Developer

**FIRST ORDER OF BUSINESS**

**Call to Order/Roll Call**

Ms. Cerbone called the meeting to order at 11:13 a.m., and noted, for the record, that Supervisors Freedman, Giolda and Einfalt were present, in person. Supervisors Oliveri and Smith were attending via telephone.

**SECOND ORDER OF BUSINESS**

**Public Comments**

There being no public comments, the next item followed.

**THIRD ORDER OF BUSINESS**

**Administration of Oath of Office to Newly Elected Supervisors [Seats 1, 3 & 4] (*the following to be provided in a separate package*)**

Ms. Cerbone, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Giolda and Mr. Freedman. Mr. Oliveri was not present, in person; the Oath of Office would be administered at the next meeting.

- A. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- B. Membership, Obligations and Responsibilities**
- C. Financial Disclosure Forms**
  - i. Form 1: Statement of Financial Interests**
  - ii. Form 1X: Amendment to Form 1, Statement of Financial Interests**
  - iii. Form 1F: Final Statements of Financial Interests**
- D. Form 8B – Memorandum of Voting Conflict**

**FOURTH ORDER OF BUSINESS**

**Consideration of Resolution 2017-1, Canvassing and Certifying the Results of the Landowners’ Election**

Ms. Cerbone presented Resolution 2017-1 for the Board’s consideration. Mr. Oliveri received 136 and Mr. Gielda and Mr. Freedman received 137 votes. Mr. Oliveri would serve a two-year term, in Seat 1, and Mr. Gielda and Mr. Freedman would serve four-year terms, in Seats 3 and 4, respectively.

**On MOTION by Mr. Gielda and seconded by Mr. Freedman, with all in favor, Resolution 2017-1, Canvassing and Certifying the Results of the Landowners’ Election, was adopted.**

**FIFTH ORDER OF BUSINESS**

**Consideration of Resolution 2017-2, Electing Officers of the District**

Ms. Cerbone presented Resolution 2017-2 for the Board’s consideration.

Mr. Gielda nominated the following slate of officers:

- |                     |                |
|---------------------|----------------|
| Chair               | Adam Freedman  |
| Vice Chair          | Jim Gielda     |
| Secretary           | Craig Wrathell |
| Treasurer           | Craig Wrathell |
| Assistant Secretary | Mike Oliveri   |
| Assistant Secretary | Michael Smith  |
| Assistant Secretary | Gary Einfalt   |

Assistant Secretary

Cindy Cerbone

**On MOTION by Mr. Giolda and seconded by Mr. Freedman, with all in favor, nomination of the slate of officers, as stated, was approved.**

**On MOTION by Mr. Giolda and seconded by Mr. Einfalt, with all in favor, Resolution 2017-2, Electing Officers of the District, as nominated, was adopted.**

**SIXTH ORDER OF BUSINESS**

**Discussion: Maintenance Agreement**

Ms. Cerbone stated that, at the last meeting, the Board requested that District Counsel prepare a maintenance agreement regarding Tracts A1 and A2. Mr. Lyles requested making this an established report with the draft agreement to both the developer and the staff, along with comments in the final form provided to the District Manager’s office, posted on the website and be discussed by the Board for formal action at the next meeting. Ms. Cerbone stated that the agreement would be listed on the website as part of the agenda package for the next meeting.

This item was deferred to the next meeting.

**SEVENTH ORDER OF BUSINESS**

**Discussion: Bills of Sale (Road and Water & Sewer)**

Mr. Schnars presented the Bills of Sale and discussed each, briefly. All the improvements were inclusive to the park, the parking lot that was built, drainage within the park and a small amount of water and sewer, within the park area. All of these were combined into one because all of these improvements are going to the City. The three totals were \$356,359.29, \$16,240 for the water; \$3,325 for the sewer for a total of approximately \$376,000.

Mr. Freedman requested delaying approval of this agenda item until the next meeting, along with the maintenance agreement, for additional internal review.

Mr. Lyles stated this is considered an established report on the Bills of Sale with the totals associated; unless any modifications were made, these totals were in final form with the cost breakdowns for formal action at the next meeting.

This item was deferred to the next meeting.

**EIGHTH ORDER OF BUSINESS****Consideration of BR Cortina Acquisition  
LLC Grant of Easement**

This item was deferred to the next meeting.

**NINTH ORDER OF BUSINESS****Consideration of Deferred Costs  
Agreement**

Mr. Lyles stated that, as part of the closing process on refunding the outstanding bond debt, a limited amount of funds must be used to pay prior obligations, which were not paid in the past, and additional capital work not funded through the CDD construction trust account. The underwriters identified the existence of a potential obligation from these funds for deferred costs that were the subject of an agreement, nine year ago, between the CDD and the previous developer. The agreement was for any infrastructure paid for by that developer, installed and conveyed to the CDD, as part of the project, as certified by the Engineer, to be paid for in whole, or in part, from future monies that are freed up in the reserve. BR Cortina Acquisition LLC, (BR Cortina), made a claim to the deferred costs, which they became entitled to, as the successor developer. The CDD does not have a signed, separately prepared deferred cost agreement with BR Cortina. BR Cortina is actively involved in funding and completing the project and the infrastructure that belongs to the CDD. District Counsel reviewed this matter and determined that the current developer has a legitimate claim to the deferred cost amount of approximately \$173,000. District Counsel prepared and submitted the deferred cost agreement to BR Cortina, which acknowledges the claim by the developer and, upon decision by the Board to approve this payment, enter into an agreement, and if there is a competing claim, in the future, after the funds have been paid out of the bond proceeds to the current developer in connection with the deferred costs and infrastructure, the CDD would be indemnified, by the recipient, of \$173,000, as a parent entity. If the previous developer sought that money, or some portion of it, the current developer and the parent entity must reimburse the CDD for the amount of that claim. The CDD would not have to pay twice for the same deferred cost claim. This amount would be part of a final numbers breakdown at the bond closing. In the agreement, the current developer would agree that the \$173,000 amount, certified by the District Engineer, absolves the District of any and all claims, including additional amounts; but there could be no more claims for deferred costs. This would be a one-time payment and there would be no deferred cost liabilities, outstanding, for the CDD, going forward.

Mr. Cerbone made the following change in the agreement:

Page 1: Change "\$173,000,00" to "173,000.00"

**On MOTION by Mr. Freedman and seconded by Mr. Einfalt, with all in favor, the Deferred Costs Agreement, in substantial form, was approved.**

**TENTH ORDER OF BUSINESS**

**Continued Discussion: Developer Land Transactions**

Ms. Schnars stated that the developer is in the process of selling parcels A-1 and A-2, of PUD Replat Two, under BR Cortina parcels, as well as single-family lots.

**ELEVENTH ORDER OF BUSINESS**

**Consideration of Special Meeting  
(Regular Time and Location)**

- A. **November 29, 2016 preferred**
- B. **December 6, 2016**

This item was presented following the Fourteenth Order of Business.

**TWELFTH ORDER OF BUSINESS**

**Approval of Unaudited Financial Statements as of September 30, 2016**

Ms. Cerbone presented the Unaudited Financial Statements as of September 30, 2016.

**On MOTION by Mr. Giolda and seconded by Mr. Einfalt, with all in favor, the Unaudited Financial Statements as of September 30, 2016, were approved.**

**THIRTEETH ORDER OF BUSINESS**

**Approval of Minutes**

- A. **August 9, 2016 Regular Meeting**
- B. **August 15, 2016 Continued Meeting**
- C. **August 23, 2016 Regular Meeting**
- D: **August 31, 2016 Special Meeting**
- E. **September 13, 2016 Public Hearings and Regular Meeting**
- F. **October 11, 2016 Regular Meeting**

Ms. Cerbone presented the August 9, 2016 Regular Meeting, August 15, 2016 Continued Meeting, August 23, 2016 Regular Meeting, August 31, 2016 Special Meeting, September 13, 2016 Public Hearing and Regular Meeting and the October 11, 2016 Regular Meeting Minutes and asked for any additional, deletions or corrections.

**On MOTION by Mr. Giolda and seconded by Mr. Einfalt, with all in favor, the August 9, 2016 Regular Meeting, August 15, 2016 Continued Meeting, August 23, 2016 Regular Meeting, August 31, 2016 Special Meeting, September 13, 2016 Public Hearings and Regular Meeting and October 11, 2016 Regular Meeting Minutes, as presented, were approved.**

**FOURTEENTH ORDER OF BUSINESS**

**Other Business**

There being no other business, the next item followed.

▪ **Consideration of Special Meeting (*Regular Time and Location*)**

*\*\*\*This item, previously the Eleventh Order of Business, was presented out of order.\*\*\**

**A. November 29, 2016**

**B. December 6, 2016**

Discussion ensued regarding scheduling Special Meetings for November 29 and December 6, 2016.

**On MOTION by Mr. Freedman and seconded by Mr. Einfalt, with all in favor, holding Special Meetings on November 29, 2016 and December 6, 2016, at 10:15 a.m., at this location, was approved.**

**FIFTEENTH ORDER OF BUSINESS**

**Staff Reports**

**A. District Counsel**

There being no report, the next item followed.

**B. District Engineer**

Mr. Lyles stated the annual Engineer's Report was provided to the District Manager's office yesterday and would be on the next meeting agenda.

Ms. Cerbone stated that the following change orders listed would be placed on the agenda for the next meeting.

- i. Ratification of Change Orders: *Cortina Greenway & Traffic Signal***
  - **Number 001: Additional Electrical Scope \$12,037.50**
  - **Number 002: Additional LWDD Scope \$46,930.75**
  - **Number 004: Additional Days – 90**
  - **Number 005: Alternate Drilled Shaft Design \$9,802.42**
  - **Number 006: Damaged Concrete \$2,686.25**
  - **Number 007: Drilled Shaft Mobilization \$5,027.88**
  - **Number 008: Landscape Changes \$13,050.00**
  - **Number 009: Concrete Repairs \$2,000.00**
- ii. Consideration of Change Order: *Cortina Greenway & Traffic Signal***
  - **Number 003: Sales Tax Credit (\$11,678.04)**
- iii. Ratification of Change Orders: *Cortina Entry Road and Dog Park***
  - **Number 001: Additional Site Work FPL Borings \$29,893.46**
  - **Number 002: Additional 90 days**
  - **Number 003: Asphalt Repairs \$2,167.50**
  - **Number 004: Generator (Landscape) & Fence Height \$6,750.00**

**C. District Manager**

- i. NEXT MEETING DATE: November 22, 2016 at 10:15 A.M.**

Ms. Cerbone stated that the next meeting will be held on November 22, 2016 at 10:15 a.m., at this location.

**SIXTEENTH ORDER OF BUSINESS                      Other Business**

There being no other business, the next item followed.

**SEVENTEENTH ORDER OF BUSINESS                      Supervisors' Requests**

There being no Supervisors' requests, the next item followed.

**EIGHTEENTH ORDER OF BUSINESS                      Adjournment**


There being nothing further to discuss, the meeting adjourned.

**On MOTION by Mr. Einfalt and seconded by Mr. Giolda, with all in favor, the meeting adjourned at approximately 11:45 a.m.**

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]



  
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Secretary/Assistant Secretary

  
\_\_\_\_\_  
Chair/Vice Chair