

MINUTES OF MEETING  
TISON'S LANDING COMMUNITY DEVELOPMENT DISTRICT

The regular meeting of the Board of Supervisors of the Tison's Landing Community Development District was held Thursday, October 8, 2015 at 10:00 a.m. at England-Thims & Miller, Inc. 14775 Old St. Augustine Road, Jacksonville, Florida 32258.

Present and constituting a quorum were:

Doug Maier	Chairman
Fitch King	Vice-Chairman
Aaron Roberts	Supervisor
Courtney Stilwell	Supervisor

*Also present were:*

Dave deNagy	District Manager
Dennis Lyles	District Counsel (by phone)
Brian Stephens	Riverside Management

**FIRST ORDER OF BUSINESS**

**Roll Call**

Mr. deNagy called the meeting to order at 10:05 a.m.

**SECOND ORDER OF BUSINESS**

**Public Comments**

There were no members of the public in attendance.

**THIRD ORDER OF BUSINESS**

**Organizational Matters**

**A. Consideration of Filling Vacancy for Seat 2**

Mr. deNagy stated Mr. Hal Eisenacher filled Seat 2 through November 2014 and has continued to serve in Seat 2. We have a resident interested in sitting on the board. If there is interest to have Courtney Stilwell fill that vacancy for Seat 2, I look for a motion from the board.

On MOTION by Mr. Maier seconded by Ms. Roberts with all in favor for Courtney Stilwell to fill Seat No. 2 was approved.
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Mr. deNagy administered the Oath to Ms. Stilwell, and she responded I will. Mr. deNagy gave Ms. Stilwell documents to sign. Mr. deNagy stated to Ms. Stilwell you are allowed compensation as a board member and includes \$200 per meeting and up to \$4,800 per year. Do you accept or waive compensation?

Ms. Stilwell responded I accept.

Mr. deNagy stated you have a W-4 to fill out so I can get your payroll processed. You have an I-9, which can be brought back to the next meeting along with other documents. Mr. deNagy gave Ms. Stilwell Form 1, Statement of Financial Interest, that has to be filed within 30 days with the Supervisor of Elections in Duval County; information on what CDDs are about; copy of current Florida Statutes, Chapter 190, that governs CDDs; and a guide to the Sunshine Laws. Regarding the Sunshine Laws, you can talk with the board members during a meeting. Once we adjourn the meeting, you cannot talk with another board member about board business outside of the meeting. You can talk about sports, community events, etc., but not about board business with other board members. If you keep your CDD documents that we give you, the agenda books, I would suggest set that aside in a separate place. If we get a public records request, it will make it a lot easier to find information. If you get an email from anybody and other board members are copied on that email, I would ask that you not reply to all, just reply to the person individually so that is not construed as a violation of Sunshine Laws. Mr. deNagy asked Mr. Lyles if he had anything to add.

Mr. Lyles asked you don't serve on any other boards like a planning and zoning board or a committee of the city of county?

Ms. Stilwell responded no.

Mr. Lyles stated I would emphasize that speaking with includes any form of communication with another board member – an email, a text, a phone call about anything that you know is on an agenda, is coming before the board, or is likely or ought to come before the board for some kind of future action. Not only are all those forms of communication prohibited, but also communicating with somebody who is not a board member but who is an intermediary or a go-between. As an example, in the agenda later today there will be the ratification of an engagement letter with the District's auditors. An example of something that would be prohibited by law is one of the other board members has another resident that they know and communicate with, and that resident says "Oh by the way, these auditors have been

doing a really good job and we see no reason for you not to continue with them." Or it could be the opposite, they are doing a terrible job, and we hope you will vote against them. Even though you are not communicating directly with a board member, if you are communicating with a go-between, you and the go-between are now guilty of a Sunshine Law, and it is a crime in Florida. I don't want to scare you off, but I do want to make it clear that reaches beyond an overt, for example, you are at a restaurant having lunch with a couple of board members, and you are all talking about the next agenda. That actually happens from time to time, and people get nailed and prosecuted for it. Among the other things that Dave will give you is my contact information, and I would encourage you that if you have any questions whatsoever or just want to hear it one more time, pick up the phone and call me so we answer any questions you have.

Ms. Stilwell responded thank you.

**B. Consideration of Resolution 2015-11, Election of Officers**

We have the current slate of officer where Mr. Maier serves as Chair, Zenzi Rogers is Vice Chair, Aaron Roberts and Fitch King serve as Assistant Secretary. In addition I serve as Assistant Secretary and Assistant Treasurer, Jim Perry as Secretary/Treasurer, and other people in our office, Jim Oliver and Patty Powers serving Assistant Treasurers. The reason is we sign a lot of documents, so that puts us on the slate to be able to sign District documents. I would ask the board how they want to arrange the slate of officers, and I would look for a motion to establish the Chair, Vice-Chair, and Assistant Secretaries. I would ask that I change myself from Assistant Secretary and Assistant Treasurer to Secretary and Treasurer and Jim Perry serve as Assistant Secretary and Assistant Treasurer.

Mr. Maier stated I am glad to continue as Chair.

Mr. deNagy stated how about Vice Chair?

Mr. King stated I would glad to serve as Vice Chair.

On MOTION by Ms. Roberts seconded by Ms. Stilwell with all in favor Resolution 2015-11 appointing Doug Maier as Chair; Fitch King as Vice-Chair; Aaron Roberts, Courtney Stilwell, and Zenzi Rogers as Assistant Secretaries; Dave deNagy as Secretary/Treasurer, Jim Perry as Assistant Secretary/Assistant Treasurer, and Jim Oliver and Patti Powers as Assistant Treasurer was approved.

Mr. King stated I waived compensation in the past, and we talked about making a motion to accept compensation at this point going forward. What would be the correct way to do this?

Mr. deNagy responded if you want to accept compensation, I will make a note. I will get the W-4 to you, and you can get that back to me we can get you on the payroll. That is all we need.

**FOURTH ORDER OF BUSINESS**

**Approval of the Minutes**

**A. October 9, 2014 Meeting**

**B. July 9, 2015 Meeting**

Mr. deNagy stated we have October 9, 2014 minutes for approval. We were going through the minutes and uncovered the fact that we had not received formal board approval of the October 9, 2014 meeting minutes. We are looking for board approval of those minutes as well as the July 9, 2015 meeting.

On MOTION by Mr. Maier seconded by Mr. King with all in favor the minutes of the October 9, 2014 meeting and the July 9, 2015 meeting were approved.

**FIFTH ORDER OF BUSINESS**

**Acceptance of the Minutes of the July 9 2015 Audit Committee Meeting**

On MOTION by Mr. Maier seconded by Mr. King with all in favor the minutes of the July 9, 2015 Audit Committee meeting were approved.

**SIXTH ORDER OF BUSINESS**

**Ratification of Engagement Letter with McDirmit Davis & Company for FY15 Audit Services**

Mr. deNagy stated I checked with the Mr. Maier about accepting the engagement letter with McDirmit Davis so we can get the audit started. The fees are listed on Page 4 of 5 of \$3,700, which is consistent with that is in our budget. They expect to begin the audit in November or December and have the audit back to us by May.

On MOTION by Mr. Maier seconded by Mr. King with all in favor to ratify the engagement letter with McDirmit Davis & Company for FY15 audit services was approved.

**SEVENTH ORDER OF BUSINESS**

**Consideration of Accepting Tracts LL, MM, and NN; Pedestrian Thoroughfares**

Mr. deNagy stated the District Engineer, myself, and District Counsel have reviewed the parcel conveyances.

Mr. Maier stated it was brought to my attention that they weren't given to the District yet, and they should have been earlier on. It is housekeeping to get that cleaned up and given to the District.

Mr. deNagy asked so these are conveyances of small plots to the District, which we will maintain as well. We checked with the District Engineer, and it is consistent with what was planned.

Mr. Lyles stated we went through this between meetings, and I reviewed it on behalf of the District for both legal content and to confirm that it is part of the original development order for the community. They are public spaces that are open to the public for pedestrian thoroughfares and access, so they are small parcels but technically the law requires that even in the case of the little parcels like this, in order for them to be conveyed from a private owner to a public entity such as the CDD, they need to be brought before the board for an act of formal acceptance. You are not here today to weigh the pros and cons especially but merely to ask questions of staff, if you have any questions, about the propriety or the use to which this property will be put and to pass a motion accepting these dedications for no consideration. No money is to be paid for this public property to become part of the District's inventory of public spaces.

Mr. Maier stated they are tax-exempt.

On MOTION by Ms. Roberts seconded by Mr. King with all in favor to accept the conveyance of Tracts LL, MM, and NN was approved.

**EIGHTH ORDER OF BUSINESS**

**Consideration of Proposal from Riverside Management Services for FY16 Facility Attendant and Janitorial Services**

Mr. deNagy stated the proposal and budget fees are located in your agenda package. I will note for the record that the facility attendant fee is a 3% increase over FY15. We had discussed this during the budget process. This is a formal acceptance of the proposal for facility attendants and janitorial services. There were no changes in the fees from FY15 to FY16 for janitorial services.

On MOTION by Mr. Maier seconded by Ms. Stilwell with all in favor the proposal from Riverside Management Services for FY16 Facility Attendant and Janitor Services was approved.

**NINTH ORDER OF BUSINESS**

**Other Business**

There being none, the next item followed.

**TENTH ORDER OF BUSINESS**

**Staff Reports**

**A. Attorney**

Mr. Lyles stated I don't have anything specific to bring before the board other than the matters already discussed today.

**B. Engineer**

Mr. deNagy stated I talked to Preston before the meeting, and he didn't have anything other than the acceptance of the conveyances.

Mr. Maier stated all the ponds and the flood control system at Yellow Bluff performed well with all the rains we have had.

**C. Manager**

Mr. deNagy stated I don't have anything further.

**D. Operations Manager**

Mr. Stephens stated the Amenity Center has issued 52 new access cards to new residents since the last board meeting. Riverside Management has repainted all the Pocket Park gazebos. We have repaired and repainted one showerhead nozzle on the spray feature. We also made nine patches in the marcite in the main pool. A new air conditioner was

installed in the fitness center. We replaced 14 irrigation heads and repaired and repainted the entry sign at the Yellow Bluff entrance. We repaired a damaged section of drywall and repainted that section in the men's restroom. Clear Waters is our lake contractor and has treated all the lakes for the aquatic midge infestation. I believe it is working as I am not hearing any other complaints.

Mr. deNagy stated one thing I wanted to bring to the board's attention. We had talked about re-marciting the pool. Between now and our January meeting, Brian will be collecting some proposals to re-marcite the pools. We will get that done before the next swim season. Hopefully that fits in our budget, and it should.

Ms. Roberts asked are we going to do both pools?

Mr. Stephens responded I will get a price for both of them as a unit and both of them individually. The board can then decide how they want to go.

Mr. Maier stated there is a lot of wear of the staining of the deck on the entrance. It looks like we need to add some more stain. I notice there is a lot of mold and so forth on the brick pavers. That entrance looks like it needs some tidying up whether it is pressure washed or acid washed. The yellow identifiers on the steps look a little worn, and we might want to touch those up as well.

Mr. Stephens responded the paver cleanup will be over the next two weeks. That is on schedule for cleanup as far as the mold and algae. Once that is complete, we will get the yellow stripes repainted. I will look into the patio staining.

Mr. Maier stated why don't we get pricing for a pebble creek product just to see what the upgrade is. See if you can get another 10-year or 15-year product.

Mr. Stephens responded I am going to get pricing for both so the board can decide which direction you want to go with.

## **ELEVENTH ORDER OF BUSINESS**

### **Supervisor Request / Audience Comments**

Mr. Maier stated I definitely want to pursue the refinancing of the bonds as soon as Rhonda believes the timing is right to do so. Sales continue to be strong. Just this month they have sold 11 or 12 houses, and it has put us over the 80% mark. I would like to engage that as early as we can. I don't know how long that process takes, but to be able to refinance those

bonds and structure the debt differently and bring some additional income to the operations I think will help us.

Mr. deNagy responded obviously with that little bit of work still needing to be done, Rhonda and I had looked at that, and that was kind of what was holding back refunding with a better rate. We will keep her informed. I know the process itself doesn't take that long. Once we are ready to pull the trigger on that whole deal, we can have a refunding done in as little as two to three months.

Mr. Maier stated I will send her our sales report.

Mr. Lyles stated just to add a little information to that request, I will tell you that on another refunding of a residential CDD that is going on right now, we had a big hurry up order this week because there is a fear that rates are about to move in the wrong direction, and so your reminder to the board and to Rhonda is very timely. We need to get this going now to take advantage of the historic low rates that are in effect. Some people in the bond world are predicting the rates aren't going to hold for very long, and they are hurrying up on the refundings that are in the pipeline now. This should be a pretty straightforward transaction, so I think Dave's estimate of a couple of months once we are ready to pull the trigger is a good one. The only problem I see is that we are probably going to have to call a special meeting of the board. We don't meet that often as a board, but if we got the go signal, if the underwriters are ready to proceed through Rhonda's office, it would probably be necessary to have a special board meeting to get the documents authorized and all the actions approved so we can move forward.

Mr. deNagy stated the big one being the 170 resolution where we have to notice about assessments and changes and all that.

Mr. Lyles stated we are only looking at reducing assessments, not increasing them. Are we talking about any changes in the par amount of the bonds? I don't think we are, maybe downward, right.

Mr. deNagy responded right.

Mr. Lyles stated I think we can do this pretty quickly, but I think it is a matter of confirming with the money people, MBS, that we now meet the threshold to go ahead and proceed. The board ought to have one special meeting to accommodate that process. I don't



think we can wait for a whole quarter to get going given what I am hearing about the bond market.

Mr. deNagy responded I will follow up with Rhonda today.

There were no members of the audience present.

**TWELFTH ORDER OF BUSINESS                      Financial Statements**

**A.    Balance Sheet and Statement of Revenue & Expenditures**

Mr. deNagy stated these are as of August 31, 2015.

**B.    Check Run Summary**

Mr. deNagy stated the total of the check run summary is \$125,023.43.

On MOTION by Mr. Maier seconded by Mr. King with all in favor the Check Run Summary in the amount of \$125,023.43 was approved.

**C.    Assessments Receipt**

This item was not addressed.

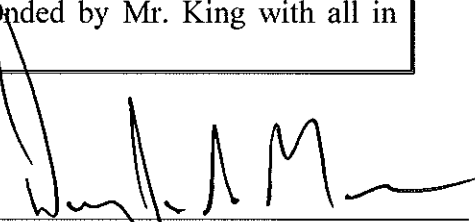
**THIRTEENTH ORDER OF BUSINESS              Next Scheduled Meeting**

Mr. deNagy stated our next scheduled meeting is January 14, 2016 at this location.

**FOURTEENTH ORDER OF BUSINESS            Adjournment**

On MOTION by Mr. Maier seconded by Mr. King with all in favor the meeting was adjourned.

  
Secretary/Assistant Secretary

  
Chairman/Vice Chairman