

Minutes of Meeting
Rivers Edge
Community Development District

The regular meeting of the Board of Supervisors of the Rivers Edge Community Development District was held Wednesday, June 14, 2017 at 11:00 a.m. at the Rivertown Amenity Center, 156 Landing Street, St. Johns, Florida.

Present and constituting a quorum were:

Jason Sessions	Chairman
Kerry Mattila	Vice Chairperson
Jason Beard	Supervisor
Judy Long	Supervisor
Charles H. Oates	Supervisor

Also present were:

Jim Perry	District Manager
Jennifer Kilinski	District Counsel
Ryan Stillwell	District Engineer
Dan Fagan	Vesta
Eric Lowrie	Vesta
D.J. Smith	Mattamy
6 residents	

The following is a summary of the minutes and actions taken at the June 14, 2017 meeting. A copy of the proceedings can be obtained by contacting the District Manager.

FIRST ORDER OF BUSINESS

Roll Call

Mr. Perry called the meeting to order at 11:00 a.m. and called the roll.

SECOND ORDER OF BUSINESS

Audience Comments

There being none, the next item followed.

THIRD ORDER OF BUSINESS

Approval of the Minutes of the April 19, 2017 Meeting

Mr. Sessions stated we would appreciate any member of the audience stating their name before they speak so that it can be reflected in the minutes and not be referred to as “a resident”.

On MOTION by Ms. Mattila seconded by Mr. Oates with all in favor the minutes of the April 19, 2017 meeting were approved as presented.

FOURTH ORDER OF BUSINESS

Consideration of Approving the Proposed Budget for Fiscal Year 2018 and Setting a Public Hearing Date for Adoption, Resolution 2017-11

Mr. Perry stated item four is consideration by the board of approving the proposed budget for fiscal year 2018 and setting a public hearing date for adoption and that is Resolution 2017-11. I apologize for this going out late but we have been working on a number of issues with the River Club. This is the start of the budget process and we are asking you to approve the budget today and set a public hearing date and we have that tentatively set for August 16th at 6:00 p.m. and prior to the public hearing each month we will have discussion about the budget and if there are items that you have concerns give me a call and we can also discuss them publicly. At the adoption hearing is when you finally adopt the budget and that budget will be finalized at that time. The two important things to remember about this budget is it is in the same format that we have had in all prior years. There is no change in assessments for landowners within the district boundaries so the operation and maintenance assessments you paid last year are the same as being proposed for this next fiscal year. The second thing this budget does is provide estimates at this time for operation of the River Club, that new facility will come online something during the beginning of next fiscal year and we made provisions in this budget for that. We have been working through that up until last night so we are still trying to refine those numbers and these are estimates at this time but we feel they are pretty good estimates but there are going to be revisions. In regards to the River Club the concept for that is that will eventually be owned by a new CDD but before that takes place Mattamy is funding the operations of that. The district will be under contractual obligations running the facility and it being funded by Mattamy until that new district is created.

Mr. Sessions stated it is our intent to create the new district prior to opening the facility.

Mr. Perry stated there is very little change in the administrative section of the budget, which is the general management of the district along with the assessment roll work, the attorney, engineering and things of that nature and that budget has been static over the years it doesn't change that much. In addition to that we have the grounds maintenance budget and some of that has changed with the addition of new landscape areas. We have the amenity center and there have been some changes in regards to that as far as costs and that is related to additional hours needed for staffing, the dog park and things of that nature. Then we have the provision of the River Club as we discussed and after that are short narratives on each of the line items, then the amortization schedules for the 2008 Bonds and 2016 Bonds.

Ms. Long asked my question is about the assessments. Last year we showed it being differentiated on here and I haven't seen that. When will that start showing up?

Mr. Sessions responded it's on there. There are columns for adopted 2017, actual through April 2017, and projected through 9/30/17. Then you have to go to the end and look at the number of units it's being applied towards and you will see the different assessment levels.

Ms. Long asked it says Mattamy is going to fund the River Club and then it will be turned over to the CDD and that will be before the end of the year, right?

Mr. Sessions responded Mattamy pays for any land that it owns within the CDD. There isn't any deficit funding. The methodology will be that CDD 1 owns the River House. When we add CDD 2, they will own the River Club. I'm going to venture to say that you're going to want to go to the River Club and everybody at CDD 2 will want to go to the River House so we will do a cost sharing agreement between the two CDDs so they can share in the cost of those two facilities. The reason we did the boundary amendment was to make sure that those two CDDs could tie together. The hope and theory is that assessments will stay near where they are today, assuming the services are the same. If everyone wants lifeguards every hour of the day all year long, there's an additional cost to that.

Mr. Jim Barker, 100 Rambling Water Run, asked do you intend to poll the residents? There may be a very vocal group that wants 24 hour a day lifeguards where the bulk of the community is not as enthusiastic to pay for that.

Mr. Sessions responded often times when this board becomes a homeowner run board, they listen to the people in the room and while I appreciate you being here, there's only six of you here and we have 250 homeowners so we have to understand what the community wants,

not what those six homeowners want. We will do surveys. While we control the board, from a marketing and past experience standpoint, we will go on what we've learned and what has worked in the past.

Ms. Pamela Keramati, 411 Sternwheel Drive, stated I'm looking at the budget I see something that says the amenity center that is here and I see the River Club, but I don't see anything about the River House, which I'm assuming is the new facility?

Mr. Sessions responded you are sitting in the River House. We will change that.

Ms. Pamela Keramati asked within the budget is there stuff for mowing the empty lots?

Mr. Sessions responded no, that it's the responsibility of the people that own those lots.

Ms. Pamela Keramati asked what about pickle ball courts. Is there any place in the budget where we can add some pickle ball courts?

Mr. Sessions responded we are looking at adding additional amenities and maybe a future section of the community that will be age restricted and there is consideration for putting pickle ball courts there. Today, we don't have any plans to put pickle ball courts in the existing amenities. While we hear a lot about pickle ball courts, we have done extensive focus groups and we're finding only about 10% want pickle ball courts so we have to be careful in spending that money for 10%. With that said, we understand it's a growing sport and we would like to add that amenity to RiverTown so we're trying to figure out how to incorporate that, but there aren't any plans today.

Ms. Pamela Keramati asked if you're interested in it have you promoted it?

Mr. Sessions responded we don't have a formal way to do that. In my inbox today is a survey that will go out to existing residents at some point. I'm asking those kinds of questions. When this becomes a homeowner run board, you guys have the ability to build anything you want.

On MOTION by Mr. Sessions seconded by Mr. Beard with all in favor Resolution 2017-11 approving the proposed fiscal year 2018 budget and setting the public hearing for August 16, 2017 at 6:00 p.m. in the same location was approved.
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FIFTH ORDER OF BUSINESS

Ratification of Conveyance of Improvements to Governmental Entities and Advance

Funding Related to the Series 2016 Project Improvements

A. Resolution 2017-12

Ms. Kilinski stated items five, six and seven are intimately related and has to do with the bonds that were issued in 2016. When you issue bonds you adopt a capital improvement plan that describes the types of improvements, conveyances, expectations around what you are going to issue those bonds for. Because of the timing of the bond issuance the district didn't have any money to construct those facilities so those facilities were largely constructed by the developer prior to issuance and then there is a sale back so long as it is a qualified public improvement to the district. This resolution describes certain of those improvements that were anticipated to be owned either by St. Johns County in the case of certain roadways or JEA in the case of the lift station that were dedicated to the district or directly to the governmental entity that is supposed to have that improvement ultimately.

You have Exhibit A separately handed out to you, which describes the improvements that the resolution will approve having been dedicated to those units of government, they are the lift station and the roadways listed in the exhibit and this is really wrapping up the ratification of conveyance of those improvements to the respective governmental entities as well as the advance funding of those improvements.

You will see Exhibit A as well as the engineer's certificate in Exhibit B that Ryan has executed that demonstrates that indeed these improvements were in our capital improvement plan and certifying to the board that they were qualified improvements.

On MOTION by Mr. Sessions seconded by Ms. Mattila with all in favor Resolution 2017-12 was approved.

B. Bill of Sale for Roadway Improvements

SIXTH ORDER OF BUSINESS

Ratification of Acquisition of Work Product and Infrastructure Improvements Series 2016 Project and Capital Improvement Plan (Deed, Bill of Sale, Engineer's Certificate, Release of Rights)

Ms. Kilinski stated these are conveyance documents for certain of the improvements that were acquired by the district through the 2016 Bond issuance. These are primarily Rivertown

Main Street roadway, Orange Branch Trail roadway, certain stormwater ponds and certain park tracts that were anticipated to be within the capital improvement plan, owned, operated, maintained and acquired by the district. You will also see in Exhibit B the design documents and supporting information associated with each of those improvements. What the district is essentially doing with these conveyance documents is acquiring the work product that means the construction plans, the engineering drawings, etc. associated with each of the improvements. We want to have that in our possession so hypothetically if a roadway were to be defective the district has the right to enforce the construction contract and the warranties associated with that contract in the event something happens in the next year or two pursuant to those warranties. There is also an engineer's certificate and these are our typical conveyance packages, you have bill of sale for improvements, deed for the underlying property, the engineer's certificate certifies that Ryan's office has reviewed the improvements, again they are part of our 2016 improvement plan, they are public improvements and they are generally built as expected pursuant to the construction plans.

What we are looking for here is ratification of this work product conveyance, these are improvements that were always anticipated to go to the district, they have all been executed, we have affidavits of bill of sale for our audit in terms of the costs associated with those and those funds have been paid through the Series 2016 construction account.

On MOTION by Mr. Sessions seconded by Ms. Long with all in favor acquisition of the conveyance documents for the work product and infrastructure improvements for the Series 2016 Project and capital improvement plan was ratified.

SEVENTH ORDER OF BUSINESS

Ratification of Requisition No. 9 Related to Acquisition of Work Product and Infrastructure Improvements – Series 2016 Project and Capital Improvement Plan

Mr. Stillwell stated this is ratification of the requisition. As you know everything we take out of the bonds has a requisition approval based on me as the district engineer reviewing all the information on the work products we just talked about.

On MOTION by Mr. Sessions seconded by Mr. Beard with all in favor requisition no. 9 in the amount of \$4,821,916.89 was ratified.

EIGHTH ORDER OF BUSINESS **Consideration of Tri-Party Trademark License Agreement**

Ms. Kilinski stated this agreement generally stated came about because the district, Mattamy and Vesta had a desire to sell apparel that has the Rivertown logo on it and in order to do that because it is a trademarked logo we needed to have an agreement that allowed us sell that on behalf of that entity. This outlines the general terms associated with the trademark that has been signed off on by developer's counsel as well. You will see the logos that are implicated in the agreement in Schedule A and Schedule B and the revenue sharing arrangement in Schedule C.

On MOTION by Mr. Sessions seconded by Ms. Mattila with all in favor the tri-party trademark license agreement was approved.

NINTH ORDER OF BUSINESS **Consideration of Proposal for River Front Park Pest Control**

Mr. Perry stated item nine is consideration of a proposal for River Front Park pest control and this is an annual contract and it was over the community manager's spending authority and we ask for board approval.

On MOTION by Ms. Mattila seconded by Ms. Long with all in favor the proposal from Turner Green for River Front Park pest control in the amount of \$300 monthly was approved.

TENTH ORDER OF BUSINESS **Consideration of BTHS Swim Team Agreement**

Mr. Perry stated item ten is consideration of the swim team agreement with St. Johns County and the high school. This agreement is pretty much the same format as we had in prior years and the hours and so forth have been worked out with staff.

Mr. Peter Adams, 215 Chipola Trace, asked I'm concerned with the teams using our pool because of the time it takes away from the residents. Not only that, I'd like to see a RiverTown swim team developed and that team be used in the pool in the afternoons.

Mr. Fagen responded there is a certain threshold where you have to have so many swimmers to support it's own community swim team. We typically will partner with other

communities such as Aberdeen. We had this conversation at the Aberdeen CDD meeting a couple of weeks ago to allow that. I believe the response from the board was that they approved it. As the community grows, ultimately this community will be large enough to support that. If we begin promoting it now and well into the pre-season in February we would love to see that happen.

Ms. Michelle Adams, 215 Chipola Trace, stated more than the Bartram Trail High School using the pool because they do need a place I think the bigger concern is a private club like Loggerheads. We looked into having our children swim with Loggerheads. We'd have to pay an additional fee because we're not part of Julington Creek. I understand they're renting out a space here the whole month of May and that's an issue because they're taking up the entire pool deck, they have no consideration for the residents until I had to address something on Facebook asking our residents if they knew what was going on here.

Mr. Sessions asked can I ask why you would post something on Facebook versus visiting with Amanda and asking her for assistance.

Ms. Michelle Adams responded I talked to Amanda about this last season and she said this season it would be resolved and they would not be using our facility and here they were.

Mr. Fagen stated that was for a three week period of time.

Ms. Michelle Adams stated Monday through Friday 5:15-7:45 every day. That's a prime time for residents that want to use the pool when they come home from work.

Mr. Sessions stated if the rules weren't being followed, that's a different issue. We've heard these concerns in the past and when we approved the Loggerhead proposal at one of these meetings, we set very strict rules to allow for a lane to be open for the residents and if it wasn't, that would be addressed.

Ms. Michelle Adams stated Amanda did step in and handle that.

Mr. Sessions asked is one lane not enough?

Ms. Michelle Adams responded I don't think it is. Especially on a Friday evening.

Mr. Fagen stated and again, that was for a three-week period of time. Moving forward, they won't be coming back. It was part of being a good neighbor.

Ms. Pamela Keramati stated I'm glad to hear that you support the Bartram Trail High School using it because I think that's a great community outreach.

On MOTION by Mr. Beard seconded by Mr. Oates with all in favor the interlocal agreement with St. Johns County for use of the district's pool by the Bartram Trail High School swim team was approved.

ELEVENTH ORDER OF BUSINESS Consideration of Amendment to Vesta Agreement for Community Garden

Ms. Kilinski stated Amanda called me about starting the community garden again, you previously provided some licensing agreements for individuals who wanted to come in and use the garden and also an association, essentially a club of the district, that would come and run it. It hasn't worked very well so she had the idea of amending the Vesta agreement if there is no net cost involved with this but they would oversee and administer the program. There is a scope of services in section 4 that talks about how that would be run, that there would be a \$200 fee for a six month period for residents to come in, lease a plot and they would have a six month period with the plot and if there was a need or desire for more than those 39 plots that are available there would be a lottery system that was generated to ensure that everybody had the same chance to participate in the community garden.

We also drafted garden rules, we have a number of districts that have community gardens and this is based on our experience with those. These can be amended at any time so if you have some feedback we will take it but even if it is a month or two from now if you look at those and say we need to add this or that based on our experience we can amend those without having to do it through any sort of formal process.

On MOTION by Ms. Mattila seconded by Mr. Sessions with all in favor the second addendum to the Vesta Agreement for the community garden was approved.

TWELFTH ORDER OF BUSINESS Consideration of Dog Park Policies/Signage

Mr. Sessions stated there is a difference between dog park policies and dog park signage I assume because the sign can't be big enough for the policies.

Mr. Fagan stated that is typically the case.

Mr. Sessions stated the only one that jumped out at me seemed odd and that is any dog toys inside the dog park are prohibited.

Ms. Kilinski stated oftentimes there is disagreement or tearing up of other people's toys by other people's dogs and it can cause friction between residents that otherwise wouldn't occur. You can amend these next month if you decide you want to change something.

Mr. Sessions stated I'm concerned the signage doesn't have the same list as the policies. I'm not opposed to putting a sign up that is big enough to have the policies on it.

Mr. Fagan stated we can put a caveat at the bottom to refer to policies in full on the website.

On MOTION by Mr. Sessions seconded by Mr. Beard with all in favor the dog park policies and signage were approved.
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**THIRTEENTH ORDER OF BUSINESS Report and Discussion: Pending Lawsuit
Filed Against District and Consideration of
Shade Session**

Ms. Kilinski stated this is to bring the board up to speed generally. I don't want to get into specifics of the litigation but this was public record that was in your agenda package. The insurance company for the district provides coverage, this isn't something that costs the district money and the insurer hired a litigation firm that I have worked with on several related matters at other districts. They are still reviewing the file based on when this came in preparing their legal response. At this point I don't think we need a shade session although there are specific rules about a shade session. A shade session is nothing more than meeting outside the sunshine but there are certain requirements associated with that, you have to advertise, declare the need for it, and you have to bring a court reporter to it and the court reporter transcribes the entirety of the meeting and after conclusion of the litigation that transcript then becomes public.

Because I don't know at this point and the insurance company doesn't know at this point what feedback if any it may need from the board I'm inclined to declare the need for the shade session and if we need it we will advertise it in conjunction with your regularly scheduled meeting in July. It would become part of that notice, I would coordinate the court reporter coming here and the only people allowed to come to the shade session are those that are specifically provided for in law, which means the five board members, the district manager and district counsel. We would conclude that then go into your regular meeting. If you have specific questions about the litigation feel free to call me I'm happy to talk to you about it and this is your

formal notice that we have been served a lawsuit and that we are going to declare a shade session for some point in the future should we need it.

FOURTEENTH ORDER OF BUSINESS Other Business

There being none, the next item followed.

FIFTEENTH ORDER OF BUSINESS Staff Reports

A. Attorney

There being none, the next item followed.

B. Engineer – Consideration of Requisitions 8, 10 and 11

On MOTION by Mr. Sessions seconded by Ms. Mattila with all in favor requisitions 8, 10 and 11 were approved.

Mr. Stillwell stated I discussed last month the golf cart traffic study was completed and submitted to the county. We have a meeting early next week with the county engineer and his staff to go through that.

C. Manager – Report on the Number of Registered Voters - 570

Mr. Perry stated we are required by statute to report to the board the number of registered voters living within the district boundaries each year and we have a letter from the supervisor of elections that the total number of voters is 570. There is no action to be taken on this item.

D. Amenity Manager - Report

Mr. Fagan gave an overview of the amenity manager's report, copy of which was included in the agenda package.

On MOTION by Mr. Beard seconded by Ms. Mattila with all in favor staff was authorized to purchase ten umbrellas and ten stands in the amount of \$5,600.

E. Field Services – Operations Memorandum

A copy of the monthly operations report was included in the agenda package.

SIXTEENTH ORDER OF BUSINESS Supervisors' Requests and Audience Comments

Ms. Pamela Keramati asked as far as the existing community that's not under construction, is there a grounds supervisor that keeps an eye out for things. For example, we just had a stop sign fall down at the major intersection.

Mr. Sessions responded that would be Louis Cowling. He's not here every day and there's no better policing than the residents. I always encourage the residents to reach out to the proper manager on different items. Anything within the common grounds would go to Louis Cowling at GMS. Coming back to amenities and parks, that's Mr. Eric.

Ms. Pamela Keramati asked coming back to the empty lots, they were just cut last night but the grass has grown up waist high which is a danger. I'm concerned about the grandkids playing out there.

Mr. Sessions responded they shouldn't be playing on someone else's property.

Ms. Pamela Keramati I mean snakes being in the grass and coming out. They're not playing on the lot. I called the company and they hired someone who lives in the community to cut them and they sent them a bill and they told them it was too high so they said they weren't going to pay them that.

Mr. Sessions stated we don't have anything to do with that. The HOA could control the lawn if the owner wasn't cutting it. They can go through a process to report them, have a violation, and go through a fining process. If the landowner chose to hire someone and not pay them, that would be no different if you hired a landscaper and you decided not to use them.

Ms. Pamela Keramati stated I'm saying they are only willing to pay for once a month and that grass grows to high for that.

Mr. Sessions stated we wouldn't mow the lots more than once a month on the lots we own.

Ms. Pamela Keramati stated there was a request that the big truck traffic that comes through the community with lumber that is going to the back property that maybe there is a way they could enter through Longleaf.

Mr. Sessions responded we do encourage that. While there is construction going on in different parts of the community, those drivers tend to go where they are more accustomed. We have met with all of our contractors and encourage them to come in the closest entrance to the new development. It's tough to manage. We also have a construction entrance that we encourage them to use so that's something we work on every day.

Ms. Pamela Keramati stated TruGreen Lawn Service does soliciting in our community. He knocked on my door yesterday and I said we are a non-soliciting community and you need to have permission.

Mr. Sessions responded you should just call the police because he doesn't have permission. No one does. There's nothing we can do unfortunately.

Ms. Pamela Keramati stated when you walk by the AT&T building the calls drop. What is that building?

Mr. Sessions responded I have no idea. I would call AT&T. It's their property and they have an easement to provide service.

Ms. Pamela Keramati stated it would be helpful if you had name tags with your titles because I don't know who's who.

SEVENTEENTH ORDER OF BUSINESS Financial Reports

A. Tri-Party Funding Request Nos. 46 and 47

On MOTION by Mr. Beard seconded by Ms. Long with all in favor tri-party funding requests 46 and 47 were approved.

B. Balance Sheet & Income Statement

A copy of the balance sheet and income statement were provided as part of the agenda package.

C. Assessment Receipt Schedule

The assessment receipt schedule was included in the agenda package.

D. Approval of Check Register

On MOTION by Mr. Sessions seconded by Mr. Beard with all in favor the check register was approved.

EIGHTEENTH ORDER OF BUSINESS Next Scheduled Meeting – Wednesday, July 19, 2017 @ 11:00 a.m. at the Rivertown Amenity Center

Mr. Perry stated our next regularly scheduled meeting is going to be July 19, 2017 at 11:00 a.m. at this location.

On MOTION by Mr. Sessions seconded by Mr. Oates with all in favor the meeting adjourned at 12:02 p.m.



Secretary/Assistant Secretary



Chairman/Vice Chairman