

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, October 19, 2016 at 11:00 a.m. at the Rivertown Amenity Center, 156 Landing Street, St. Johns, Florida.

Present and constituting a quorum were:

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| Jason Sessions | Chairman |
| Chris Reese | Vice Chairman |
| Jason Beard | Supervisor |

Also present were:

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| Jim Perry | District Manager |
| Jennifer Kilinski | District Counsel |
| Ryan Stillwell | District Engineer |
| Louis Cowling | Field Operations |
| Eric Lawry | Vesta |
| Amanda Lee | Vesta |
| Robbie Cox | MBS Capital Markets LLC (by telephone) |
| 8 residents | |

The following is a summary of the minutes and actions taken at the October 19, 2016 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

Ms. Byrd stated I have been watching heavy construction trucks zipping through the neighborhood and I thought there was a construction entrance.

Mr. Sessions stated unfortunately there is not and until the new entrance is open the only entrance into the community is in this location.

Ms. Byrd stated they are not driving very nicely for a subdivision with little kids who don't pay attention.

Mr. Sessions stated other residents brought that to our attention as well. We have notified our contractors to be better and we will continue to do so.

Mr. Mulcahy asked is there an update on the entrance sign?

Mr. Sessions stated there is a sign being put on there. If you will hold your development questions until after the meeting I will be happy to stay and answer those. Those are not CDD items.

THIRD ORDER OF BUSINESS

Approval of the Minutes of the September 21, 2016 Meeting

Ms. Kilinski made an amendment on page 4 of the minutes, which will be reflected in the final document.

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| On MOTION by Mr. Sessions seconded by Mr. Beard with all in favor the minutes of the September 21, 2016 meeting were approved as amended. |
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FOURTH ORDER OF BUSINESS

Financing Matters

A. Revised Engineer's Report

Mr. Stillwell stated the only change was a text change that changed some of the values on the spreadsheet showing the amount of the 2016 project. We just moved some landscaping from the 2017 project to the 2016 project.

B. Revised Supplemental Assessment Methodology, Series 2016 Bonds

Mr. Perry stated I have provided a copy of the adjusted report as of this morning based upon the price of the bonds as of yesterday and the report will be referred to as the final numbers report. It is consistent with the previous report that was anticipated on the bonds being issued. There were a few changes and one correction under section 4 capital improvement program plan for the Series 2016 project the last paragraph for that section refers to construction funds available of \$4,233,769 and that amount has been changed on the pricing and the total amount of that would be \$4,894,151. I will make that change and other than that the tables in the back reflect the final numbers, pricing and are consistent with our prior report that you have seen.

C. Consideration of Resolution 2017-01 Supplemental Assessments Resolution

Ms. Kilinski stated the final item is the resolution that will tie this all together. As we discussed when we as a district adopted a master assessment resolution and levied a master lien this is the resolution that specifies the actual terms of the bonds as were priced yesterday. It makes the findings consistent with what we previously approved by Resolution 2016-05.

There is one change in the fourth whereas clause it is dated October 18th for the bond purchase agreement date but it is actually today, October 19th so we will make that change in the final form of the resolution. The bond purchase agreement will reflect the ultimate sale of the \$10,765,000 Rivers Edge CDD Bonds.

Section 2 makes findings relative to Ryan's report that he just reviewed as well as the master report that you previously adopted. The only change as Ryan reported was an increase in landscaping items \$800,000 from the previous report you saw.

2C will incorporate the master final special assessment allocation report. I will note for purposes of the record that Tables 8 and 9 were updated after the meeting to make sure that we had the numbers correctly reflected and it had some refunding numbers and because we are not going through a tender process we are going through a refunding the numbers changed a little bit. It will also incorporate Jim's final 2016 assessment methodology that he just presented to you.

Section 3 spells out the terms of the bonds, again we will have the attachment that Robbie circulated yesterday with the final pricing numbers.

Section 4 actually levies and allocates the 2016 assessments on the 2016 assessment area. You do have a legal description attached to the back of that package of your resolution.

Section 5 provides for true-up payments, Section 6 will be a recording in the improvement lien book.

After the closing of the bonds, which should happen around November 1st we will actually record a notice of 2016 assessment, which is what Section 7 provides for.

The exhibits are attached to the back of your package.

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| On MOTION by Mr. Reese seconded by Mr. Beard with all in favor Resolution 2017-01 was approved with changes as stated on the record. |
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Mr. Perry stated for those residents who were here several months ago when we started the process on the 2016 Bonds I just wanted to make sure that you understand that this does not have any impact on your lots and the bonds related to your lots. All the platted lots those assessments stay the same along with the debt. This is for unplatted lands.

FIFTH ORDER OF BUSINESS

Consideration of Towing Policy

Ms. Kilinski stated this is a result of our conversation at the last board meeting that there was a concern regarding people parking in the mail kiosk parking areas and parking there for long periods of time and others were unable to ingress and egress the mail kiosk. What I described at the last board meeting is that this past year the legislature passed a bill that now specifically authorizes CDDs to dedicate and designate tow away zones. The policy in your agenda package is a policy it is not a rule. Previously we had to adopt these by rule, which meant very costly advertising, 30 day notices, etc. This is a policy you can expand, contract, see if it works, change every month if you wanted to until we got it right. This is an attempt to address concerns expressed at the last meeting.

There are some specific provisions we will have to undertake. First we have to designate the actual tow away zone and you have a large-scale map and a smaller map of the parking areas. This will be attached ultimately to your policy as the declared tow away zone. We also would need to enter into a towing contract with an authorized towing company. Generally we reach out to the county, who has already vetted the towing companies they use and those are considered authorized under the statute so that would be my recommendation to contact the county to get their list and we would enter into a towing agreement. We also need to put up signage so as part of the approval of this policy you would also be authorizing staff to get the signage necessary to notify residents that it is a tow away zone. Right now we have it set at 15 minutes again that begs the question of who is monitoring it and we will have to talk about that in terms of who is looking at it. Towing companies will come in from time to time but it is not always the best way to do it. We also recommend and we can do this with our e-blast system, the first month or two we give people notice that there is a tow away zone and what may occur and give them a little bit of leeway and make sure everybody understands the implications. Generally after the first couple of months once one person is towed that takes care of most of the issues.

Mr. Sessions stated people are going to park here to go to the park as well so 15 minutes is not a lot of fun time. The top spot is clearly closest to the mailbox but this bottom section maybe should not be enforced.

Mr. Cowling stated I actually revised that plan and identified those two parking spots on a larger map, the two parking spots that have signs in front of them "mail kiosk only" so there are two out of nine spots.

Mr. Sessions stated I would just do the two spots and start there.

On MOTION by Mr. Sessions seconded by Mr. Reese with all in favor the towing policy was approved as outlined above.

SIXTH ORDER OF BUSINESS

Consideration of Golf Cart Community Designation

Ms. Kilinski stated as we discussed at a previous board meeting the landowner has undertaken an effort to replat roads and get the community ready to become a golf cart designated community. There are specific provisions in law for the ability to undertake that and we are looking for authorization for the district to enter into a traffic enforcement agreement with St. Johns County, which is one of the first steps in the process. Also for staff to be authorized to undertake the necessary documentation, work, etc. that may be required by the county to achieve that designation.

Mr. Stillwell stated whenever you become a golf cart community it does require additional signage and things of that nature and signage is always a contentious item and I want everyone to be aware that there will be additional signs and striping and things of that nature.

On MOTION by Mr. Sessions seconded by Mr. Reese with all in favor staff was authorized to move forward with obtaining the designation as a golf cart community.

Mr. Sessions stated if we get that designation we will need to send out the appropriate emails because it doesn't relieve the people of the obligation to have a street legal golf cart.

Ms. Kilinski stated we have a golf cart driver's handbook that we have adopted in other districts that sets forth the requirements for those kinds of golf carts.

SEVENTH ORDER OF BUSINESS

**Consideration of Resolution 2017-02
Approving RFP for SR13 Roundabout**

Mr. Stillwell stated I provided a hard copy of an updated advertisement we have to run in the newspaper, we added some legal things at the request of counsel but we would like to get this ad run this Friday so that we can get this back before Thanksgiving for the roundabout because it is south of the existing roundabout. The only thing that has changed from the advertisement that was in your board package is we added some protest language that is required.

The second item is the bid evaluation criteria that was in your agenda packet. That is the way we score the proposals because this is an RFP but we want to verify that the contractors meet all the requirements of DOT because this is work on a DOT roadway and their qualifications and experience are there to protect the district. This is common criteria for this type of project that other districts have used as well as this district.

On MOTION by Mr. Sessions seconded by Mr. Reese with all in favor Resolution 2017-02 was approved.

EIGHTH ORDER OF BUSINESS

**Consideration of Addendum to Brightview
Landscape Services, Inc. Contract for
Additional Garden District Services**

Mr. Cowling stated this is a new area that is coming online and was completed about two weeks ago.

Mr. Sessions stated we need to have this area maintained currently and as soon as we get the remainder of Orange Branch Trail and the new Rivertown Main Street District completed from the landscaping perspective I would like to rebid the whole project.

On MOTION by Mr. Beard seconded by Mr. Sessions with all in favor the addendum to the BrightView Landscape services, Inc. contract for additional Garden District services was approved.

NINTH ORDER OF BUSINESS

Other Business

There being none, the next item followed.

TENTH ORDER OF BUSINESS

Staff Reports

A. Attorney

Ms. Kilinski stated our boundary amendment hearing is November 1st, we will continue this meeting to October 29th in the event there is any financing or boundary amendment related issues that pop up and we will likely cancel that meeting.

B. Engineer – Requisition No. 901

On MOTION by Mr. Sessions seconded by Mr. Beard with all in favor requisition no. 901 in the amount of \$3,066.00 was approved.

C. Manager

There being none, the next item followed.

D. Amenity Manager

1. Report

Ms. Lee gave an overview of the amenity manager's report, which was included in the agenda package.

2. Fire Alarm Inspection Proposals

A copy of the proposal was included in the agenda package.

3. Motion Sensor Proposal

A copy of the proposal was included in the agenda package.

4. Duct Work Repair Proposal

A copy of the proposal was included in the agenda package.

E. Field Services

1. Operations Memorandum

Mr. Cowling gave an overview of the storm cleanup and reviewed the field operations report, which was included in the agenda package

2. Washout Proposal

On MOTION by Mr. Sessions seconded by Mr. Beard with all in favor the proposal from CW Builders & Associates, Inc. in the amount of \$6,389 was approved.

3. Consideration of Purchase Order for Playground Equipment

Mr. Stillwell stated these are the playgrounds that will be going in along Rivertown Main Street and the associated work there. We don't have the funding yet from the 2016 project but these are parks that will be CDD parks once constructed.

Ms. Kilinski stated we have a construction funding agreement so it will run through the district, paid by Mattamy and reimbursed to Mattamy as soon as we close.

On MOTION by Mr. Sessions seconded by Mr. Beard with all in favor the proposal from Kompan in the amount of \$157,522.70 was approved.

4. Consideration of Installation Agreement for Playground Equipment

Mr. Stillwell stated this is for the installation of the playground equipment just approved.

On MOTION by Mr. Sessions seconded by Mr. Beard with all in favor the proposal from Precision for the installation of the playground equipment in the amount of \$27,742.40 was approved.

ELEVENTH ORDER OF BUSINESS Supervisors' Requests and Audience Comments

There being none, the next item followed.

TWELFTH ORDER OF BUSINESS Financial Reports

A. Tri-Party Funding Request No. 39

On MOTION by Mr. Sessions seconded by Mr. Beard with all in favor tri-party funding agreement no. 39 in the amount of \$9,829.97 was approved.

B. Consideration of Construction Funding Request No. 45

On MOTION by Mr. Beard seconded by Mr. Reese with all in favor construction funding request no. 45 in the amount of \$3,066.00 was approved.

C. Balance Sheet & Income Statement

A copy of the balance sheet and income statement were included in the agenda package.

D. Assessment Receipt Schedule

A copy of the assessment receipt schedule indicating over 100% collected was included in the agenda package.

D. Approval of Check Register

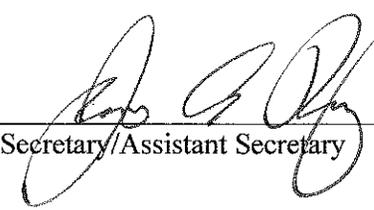
On MOTION by Mr. Sessions seconded by Mr. Reese with all in favor the check register was approved.

THIRTEENTH ORDER OF BUSINESS

Next Scheduled Meeting – Landowners Meeting at 10:30 a.m. and Board of Supervisors Meeting at 11:00 a.m. on Wednesday, November 16, 2016 at the Rivertown Amenity Center

Mr. Perry stated our next regularly scheduled meeting is going to be a landowners meeting at 10:30 a.m. and following that at 11:00 a.m. on Wednesday, November 16th would be the regular meeting of the board. We talked earlier about continuing this meeting to October 28th at 10:30 a.m.

On MOTION by Mr. Sessions seconded by Mr. Reese with all in favor the meeting was continued to October 28, 2016 at 10:30 a.m. in the same location.


Secretary/Assistant Secretary


Chairman/Vice Chairman