

MINUTES OF MEETING

Each person who decides to appeal any decision made by the Board with respect to any matter considered at the meeting is advised that the person may need to ensure that a verbatim record of the proceedings is made, including the testimony and evidence upon which such appeal is to be based.

**WATERLEFE
COMMUNITY DEVELOPMENT DISTRICT**

A regular meeting of the Board of Supervisors of the Waterlefe Community Development District was held on **Tuesday, April 23, 2013 at 2:06 p.m.** at the Waterlefe Golf & River Club, 995 Fish Hook Cove, Bradenton, Florida.

Present and constituting a quorum were:

Ken Bumgarner	Board Supervisor, Chairman
John Brocki	Board Supervisor, Vice Chairman
Rosalyn Warner	Board Supervisor, Assistant Secretary
Mark Kalish	Board Supervisor, Assistant Secretary
Chris Hogan	Board Supervisor, Assistant Secretary

Also present were:

Molly Syvret	District Manager, Rizzetta & Company, Inc.
Andy Cohen	District Counsel, Hankin, Persson, McClenathen, Cohen & Darnell
Rick Schappacher	District Engineer, Schappacher Engineering
Christine Brookfield	Property Management
Marty Schuler	Erosion Committee
Steve Sanborn	Golf Course Committee
Don McFadden	Golf Course Committee
Herb Krasow	Golf Course Committee
Franklyn Dickson	President, MPOA
Audience	

FIRST ORDER OF BUSINESS

Call to Order

Ms. Syvret called the meeting to order and conducted the roll call.

SECOND ORDER OF BUSINESS

**Consideration of Audit Review Committee
Recommendations**

Ms. Syvret advised the first meeting of the Audit Review Committee was held prior to the onset of this meeting. She provided an overview of the Committee's recommendations.

On a Motion by Mr. Kalish, seconded by Mr. Bumgarner, with all in favor, the Board adopted the recommendations of the Audit Review Committee: that the audit proposal instructions provide for a one (1) year contract term with the option for two annual renewals, with proposals to be due by Friday, May 17, 2013 at 5:00 pm, for the evaluation criteria to include price and the instructions to proposers to include protest language that had inadvertently left out, and the second audit committee meeting to be scheduled for May 28, 2013 at 1:30 pm; and authorizing District Management to publish the necessary advertisements requesting proposals, for Waterlefe Community Development District.

THIRD ORDER OF BUSINESS

Public Hearing Regarding Golf Course Rules and Rates

Mr. Cohen provided an overview of the process for the Public Hearing and asked for a motion to open the public hearing.

On a Motion by Mr. Hogan, seconded by Ms. Warner, with all in favor, the Board opened the Public Hearing Regarding Golf Course Rules and Rates, for Waterlefe Community Development District.

Mr. Cohen provided an overview of the Golf Course Rules and Rates, as previously presented. Questions and comments from the public were entertained.

On a Motion by Mr. Bumgarner, seconded by Mr. Brocki, with all in favor, the Board closed the Public Hearing Regarding Golf Course Rules and Rates, for Waterlefe Community Development District.

Discussion ensued amongst the Board.

FOURTH ORDER OF BUSINESS

Consideration of Resolution 2013-03, Adopting the Rules and Rates of the Golf Course

Mr. Cohen provided an overview of the resolution and exhibits to the resolution. He asked if there were any questions. There were none.

On a Motion by Mr. Hogan, seconded by Mr. Kalish, with all in favor, the Board adopted Resolution 2013-03, Adopting the Rules and Rates of the Golf Course, for Waterlefe Community Development District as presented.

FIFTH ORDER OF BUSINESS

Discussion Regarding Appraisal of Property at 1109 Upper Manatee River Road

Mr. Bumgarner recapped prior discussions regarding the referenced property, known informally as the Kelley Property. Mr. Bumgarner advised an appraisal has been obtained and passed around a copy of the appraisal to the remainder of the Board Members, noting the appraised value is \$210,000.

The Board discussed possible uses for the property and implications of ownership by the CDD versus the MPOA. Discussion ensued.

SIXTH ORDER OF BUSINESS

Consideration of Resolution 2013-04, Authorizing Disbursement of Funds

Ms. Syvret provided an overview of the resolution, advising the resolution outlines the limits of spending authority to the Chairman and to the District Manager for various types of expenditures and distinguishing between routine and non-routine/emergency expenses. Discussion ensued. The Board requested that item four of section one be removed and the limits set forth in section two be raised to \$25,000 as well as adding language "...Chairman, or Chairman's Designee in his absence..."

On a Motion by Mr. Kalish, seconded by Mr. Hogan, with all in favor, the Board adopted Resolution 2013-04, Authorizing Disbursement of Funds, as amended on the record, for Waterlefe Community Development District.

SEVENTH ORDER OF BUSINESS

Consideration of the Minutes of the Board of Supervisors' Meeting held on March 26, 2013

Ms. Syvret provided an overview of the Minutes of the Board of Supervisors meeting held on March 26, 2013. She advised that the signature copy has been updated to reflect that she had attended the meeting rather than Mr. Huber who covered the February meeting. Ms. Syvret asked if there were any further revision to be made to the Minutes. There were none.

On a Motion by Ms. Warner, seconded by Mr. Bumgarner, with all in favor, the Board approved the Minutes of the Board of Supervisors' Meeting held on March 26, 2013, for Waterlefe Community Development District.

EIGHTH ORDER OF BUSINESS

Consideration of the Minutes of the Erosion Committee Meeting held on February 19, 2013

Ms. Syvret asked if there were any questions related to the Minutes of the Erosion

Committee meeting held on February 19, 2013. There were none.

On a Motion by Mr. Hogan, seconded by Mr. Bumgarner, with all in favor, the Board accepted the Minutes of the Erosion Committee Meeting held on February 19, 2013, for Waterlefe Community Development District.

NINTH ORDER OF BUSINESS

Consideration of the Minutes of the Golf Course Committee Meeting held on February 25, 2013

Ms. Syvret asked if there were any questions related to the Minutes of the Golf Course Committee meeting held on February 25, 2013. There were none.

On a Motion by Ms. Warner, seconded by Mr. Brocki, with all in favor, the Board accepted the Minutes of the Golf Course Committee Meeting held on February 25, 2013, for Waterlefe Community Development District.

TENTH ORDER OF BUSINESS

Consideration of the Minutes of the Landscape Committee Meeting held on March 12, 2013

Ms. Syvret asked if there were any questions regarding the Minutes of the Landscape Committee meeting held on March 12, 2013. It was noted that Mr. Ron Kurtis spells his last name with a "K", not a "C".

On a Motion by Mr. Hogan, seconded by Mr. Kalish, with all in favor, the Board accepted the Minutes of the Landscape Committee Meeting held on March 12, 2013, as amended on the record, for Waterlefe Community Development District.

ELEVENTH ORDER OF BUSINESS

Consideration of the Operations and Maintenance Expenditures for the Month of March 2013

Ms. Syvret provided an overview of the expenditures for the month of March 2013, advising that expenditures for the period of March 1 through March 31, 2013 totaled \$75,239.00. Questions and comments were entertained regarding various items of expenditure.

On a Motion by Mr. Kalish, seconded by Mr. Hogan, with all in favor, the Board approved the Operations and Maintenance Expenditures for the Month of March 2013 totaling \$75,239.00, for Waterlefe Community Development District.

TWELFTH ORDER OF BUSINESS

Presentation of Monthly Financial Report

Ms. Syvret provided an overview of the monthly financial report. Discussion ensued.

THIRTEENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel

Mr. Cohen advised the easement agreement related to the marina has been executed and is ready to record. He further advised Mr. Hale has submitted payment for one half the legal and engineering expenses related to the work completed for the easement.

Mr. Cohen advised that in regard to the trademark issue; the District prevailed on the Waterlefe.net domain but not the Waterlefe.com domain. He further advised remedies in UDRP against Mr. Robinson have been exhausted and the District would have to file a lawsuit if it wished to pursue the issue. The Board advised Mr. Cohen to take no further action.

Mr. Cohen advised that there was a meeting with the Shores and MPOA on April 15th. Discussion ensued regarding the CDD intervening in the lawsuit.

Mr. Cohen advised the lease for the property management trailer expires this October and there is an option to renew the lease for one year. Discussion ensued.

C. District Engineer

Mr. Schappacher provided an update regarding permit transfers requested by WCI to place the permits into the CDD's name. Mr. Cohen advised he would review the information that had been provided to him.

Mr. Schappacher reviewed the asset inventory reports.

Mr. Schappacher advised it is okay to release the balance of payment to Erosion Restoration.

C. Property Manager

Ms. Brookfield provided an overview of the work order summary. She further advised she received a proposal for the back gate project, which came in at \$9,700. Discussion ensued concerning installation of landscaping versus extending the existing fence line.

On a Motion by Mr. Kalish, seconded by Mr. Hogan, with all in favor, the Board authorized an amount not to exceed \$10,000 to install fences to complete open sections at the back gate, for Waterlefe Community Development District.

D. Golf Course Manager

No report.

E. Golf Course Committee

Mr. Sanborn provided an overview of the new memberships. He further advised he would like to request that people who purchase the summer program as approved earlier in the meeting also be provided the opportunity to purchase a membership at the end of the program with a credit for the \$250 spent on the summer program.

On a Motion by Mr. Hogan, seconded by Mr. Bumgarner, with all in favor, the Board approved a credit of \$250 for people who purchase the summer program and wish to purchase a membership at the end of the summer program, for Waterlefe Community Development District.

Mr. Sanborn advised the maintenance building has issues with mold and water leakage. He has received quotes to replace the exterior of the building, which average about \$53,000. He advised the golf course committee budget is \$25,000; he suggested using \$20,000 from the Golf Course Committee budget and asking for \$35,000 from the CDD. Discussion ensued. The Board agreed to authorize and additional \$10,000 to allow for any required interior building repairs.

On a Motion by Mr. Kalish, seconded by Mr. Hogan, with all in favor, the Board authorized expenditure of \$45,000 from the reserve account for renovation of the Golf Maintenance Building, for Waterlefe Community Development District.

F. Erosion Committee

Mr. Schuler advised the Phase 3 erosion work has been completed, with the exception of minor punch list items which are already in the process of being completed.

G. Landscape Committee

Ms. Warner provided an update on the status of the landscape renovation; advising the trees have been removed, they are working on irrigation, the shrubs are to come out next, and then they will be ready to move forward with installation of the new material.

H. District Manager

Ms. Syvret advised the next meeting of the Board of Supervisors is scheduled for May 28, 2013 at 2:00 pm, and a Budget Workshop is scheduled for May 14, 2013 at 2:00 pm.

FOURTEENTH ORDER OF BUSINESS

Supervisor Requests and Audience Comments

Ms. Syvret opened the floor for audience questions. Audience questions and comments were entertained. No Board action was taken.

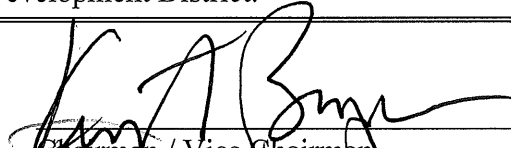
Ms. Syvret opened the floor for Supervisor requests and comments. Discussion ensued.

FIFTEENTH ORDER OF BUSINESS

Adjournment

On a Motion by Mr. Kalish, seconded by Mr. Brocki, with all in favor, the Board adjourned the meeting at 5:46 p.m., for Waterlefe Community Development District.


Secretary / Assistant Secretary


Chairman / Vice Chairman