

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 special meeting of the Board of Supervisors of the Waterlefe Community Development District was held on **Tuesday, August 28, 2012 at 2:01 p.m.** at the Waterlefe Golf and River Club, 995 Fish Hook Cove, Bradenton, Florida.

Present and constituting a quorum were:

Ken Bumgarner	Board Supervisor, Chairman
Tony Maddaloni	Board Supervisor, Vice Chairman
Mark Kalish	Board Supervisor, Assistant Secretary
John Brocki	Board Supervisor, Assistant Secretary
Rosalyn Warner	Board Supervisor, Assistant Secretary

Also present were:

Molly Syvret	District Manager, Rizzetta & Company, Inc.
John Toborg	Operations Manager, Rizzetta & Company, Inc.
Andy Cohen	District Counsel, Hankin, Persson, McClenathen, Cohen & Darnell
Rick Schappacher	District Engineer, Schappacher Engineering, LLC
Joe Rasset	General Manager, Waterlefe Golf Club
Christine Brookfield	Property Management
Audience	

FIRST ORDER OF BUSINESS

Call to Order

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

SECOND ORDER OF BUSINESS

**Presentation by Steve Hale Regarding 13
Slip Marina**

Mr. Bumgarner advised that the Waterlefe Marina Committee has been corresponding with Mr. Hale concerning possible acquisition scenarios concerning The Cove, the 13-slip marina, located on Fish Hook Cove. It was noted that Mr. Hale had originally intended on attending the meeting, but his plans were changed as a result of the recent weather. This item was continued to the next meeting of the Board of Supervisors.

THIRD ORDER OF BUSINESS

**Consideration of Proposals for Landscape
Maintenance Services**

Mr. Cohen provided an overview of the RFP process for Landscape and Irrigation Services. He advised many firms responded and today those proposals need to be reviewed and ranked. Mr. Cohen further advised that pursuant to the Districts' rules of procedures, letters will be mailed to all firms notifying them of the Board's rankings and the protest procedure. Once the protest period passes, the District would then commence negotiation of the contract with the highest ranked bidder.

Mr. Toborg asked if there were any specific questions relating to the proposals, the bid summary the Board had been provided, or the scoring process. Discussion ensued regarding pricing differences. Mr. Kalish raised questions related to need and ability to require a performance bond. Discussion ensued.

Mr. Cohen provided an overview of the MPOA portion of the RFP and proposals, and how it affects the CDD contract.

Mr. Toborg provided an overview of the RFP package and the different parts or packages of the proposal. He advised that mulch, annuals, and OTCs are not a part of the contract price as the District reserves the right to obtain the best pricing for those items. Mr. Toborg announced the proposed contract prices provided by each submitting firm with out the mulch, annuals, and OTCs, and then announced the pricing should the District elect for the winning firm to provide the mulch, annuals, and OTCs. Discussion ensued regarding the current contract amount and landscape expenditures for the current year. Questions and comments were entertained related to the irrigation aspect of the contract and proposals.

Mr. Cohen advised that if the Board would like to discuss the proposals and scoring as a group, it would be an appropriate time. He further advised that once the Board is done with their ranking sheets, Mr. Toborg will perform the calculations and advise of the rankings. Discussion ensued among the Board. The Board then provided their ranking sheets to Ms. Syvret and Mr. Toborg to be tallied.

Mr. Toborg announced the final rankings as follows: Cornerstone (445.90 points) ranked highest, followed by Girard (438.00 points), Mainscape (411.60 points), LMP (407.85 points), West Bay (383.45 points), Bloomings (367.00 points), ValleyCrest (362.95 points), and Crawford (298.40 points). Mr. Bumgarner thanked all responsive firms for the time and effort they put into the proposals. Mr. Cohen advised that Management would be sending out letters to all firms advising of the rankings and the protest procedures.

<p>On a Motion by Mr. Kalish, seconded by Mr. Brocki, with all in favor, the Board approved Cornerstone Solutions Group as the highest ranked proposer and authorized Staff to negotiate a contract with Cornerstone Solutions Group, subject to passage of the protest deadline, for Waterlefe Community Development District.</p>

FOURTH ORDER OF BUSINESS

**Discussion Regarding Plantings and
Construction within District Easements**

Mr. Cohen provided background related to the encroachment matters. He advised a meeting had been scheduled with the affected homeowners so that they could discuss the issues in more detail, however, the meeting had to be rescheduled due to weather conditions. Mr. Cohen further advised that they were looking to hold the meeting toward the end of the week and would recommend continuing this item to the next meeting of the Board of Supervisors, which is anticipated to be a continuance of the current meeting to be held on September 6, 2012.

FIFTH ORDER OF BUSINESS

**Consideration of Proposals for Landscape
Improvement Plans Phases 1 and 2**

Ms. Castellano provided an overview of the RFP, which was an informal process in which the request was sent to six firms, with only two firms responding. She advised Phase 1 is Upper Manatee River Road South and the pricing came in higher than expected and with pricing differentials. She advised irrigation pricing was also different between the two firms, though one was in line with the estimated amount. Discussion ensued regarding the landscape lighting. She advised a maintenance proposal for the lighting was also requested though only received by one firm.

Ms. Castellano advised that with respect to the Phase 2 Entry Signage project, the bids were higher due to irrigation pricing. She advised she contacted one firm to verify their pricing. She advised the lighting bid for Phase 2 was less than estimated though.

Ms. Castellano announced she did receive pricing for the bid alternates which came in under the estimate.

Discussion ensued regarding the pricing for clearing and preparation coming in substantially higher than the estimate of probable costs.

Discussion ensued related to obtaining additional bids and maintenance.

Mr. Cohen advised that although the contract is less than the statutory requirement the Board can do a formal RFP process, which may result in a larger pool of responsive bidders.

Discussion ensued related to the formal RFP process and the timing for plantings.

The Board directed Ms. Castellano to work with Mr. Toborg to complete the formal RFP process and then look at moving forward with the work in the spring.

SIXTH ORDER OF BUSINESS

**Ratification of Expenditure Related to
Trademark Issue**

Mr. Cohen provided background on the trademark violation issue involving Roy Hunter. He advised the action had been filed with the arbitrator and the respondent filed a response, which required a decision as to whether the CDD wanted to rely on its original complaint or file a supplement to its complaint to address the issues raised by the respondent. There was a short

window of time to make the decision, and after conferring with Mr. Brocki, he provided special counsel the “go ahead” to move forward. The estimated cost which was authorized was \$400 for a filing fee and \$3,000 in attorney fees. Mr. Cohen advised the attorney fees ended up coming in higher than estimated, but counsel agreed to hold to the \$3,000. At this point, we are awaiting the decision.

On a Motion by Mr. Kalish, seconded by Mr. Maddaloni, with all in favor, the Board ratified the additional expenditure of \$3,400 for filing fees and legal representation related to the trademark issue, for Waterlefe Community Development District.

Mr. Toborg left the meeting in progress.

Mr. Cohen advised special counsel discovered a Waterlefe community in Utah and asked if funds and effort should be expended on the issue, noting that the issue of dilution may still be a legitimate concern, though the proximity is not an issue. Mr. Brocki recommended not pursuing the issue. Discussion ensued.

On a Motion by Mr. Brocki, seconded by Mr. Kalish, with four in favor and one against, the Board directed Staff to not proceed against the Trademark violator in Utah at this time, for Waterlefe Community Development District.

SEVENTH ORDER OF BUSINESS

**Update Regarding Erosion Matter at 975
Fish Hook Cove**

Mr. Cohen reviewed the matter, which was brought before the Board at the last meeting, at which time the Board could not reach a majority decision as to how to proceed. Mr. Brocki indicated he spoke to the property owner, who reiterated that he did not feel it is his responsibility. Ms. Syvret advised she was able to get in touch with the owner’s insurance agent, and noted all the agent indicated was that he was looking into a claim submitted by the owner, but did not provide any significant information. Mr. Schappacher reviewed a possible solution involving installation of a flume on the CDD property that should be able to handle the majority of the water, without the owner making any modifications to his property. Discussion ensued.

On a Motion by Mr. Kalish, seconded by Mr. Bumgarner, with all in favor, the Board directed staff to proceed with repairs suggested by Mr. Schappacher and seek reimbursement from the property owner within 30 days of completion, to proceed with legal action if reimbursement is not made, and to send a letter to the property owner advising of the Board’s intended course of action, for Waterlefe Community Development District.

EIGHTH ORDER OF BUSINESS

**Consideration of Resolution 2012-04,
Designating Dates, Time and Location for
Regular Meetings of the Board of
Supervisors of the District for Fiscal Year
2012/2013**

Ms. Syvret provided an overview of resolution 2012-04 advising that the schedule being presented is consistent with the current year schedule in that meetings are scheduled to be held on the fourth Tuesday of each month, commencing at 2:00 p.m., and being held at the Waterlefe Golf and River Club, located at 995 Fish Hook Cove, with the exception of the December 2012 meeting, which was moved up one week because of the holidays, and the August 2013 meeting which is scheduled for 6:00 pm. She asked if there were any questions. There were none.

On a Motion by Mr. Bumgarner, seconded by Mr. Brocki, with all in favor, the Board adopted Resolution 2012-04, Designating Dates, Time and Location for Regular Meetings of the Board of Supervisors of the District for Fiscal Year 2012/2013, for Waterlefe Community Development District.

NINTH ORDER OF BUSINESS

**Consideration of the Minutes of the Board
of Supervisors Meeting held on July 24,
2012**

Ms. Syvret presented the minutes of the Board of Supervisors Meeting held on July 24, 2012. She asked if there were any revisions. It was noted that on page three, in the sixth order of Business, the minutes mistakenly state "Ms. Cohen" and should read "Mr. Cohen". Ms. Syvret was also asked to add "located within CDD easement" prior to "along the wall" in the motion box of the fifth order of business. Hearing no further comments, Ms. Syvret asked for a motion to approve the minutes as revised on the record.

On a Motion by Mr. Maddaloni, seconded by Ms. Warner, with all in favor, the Board approved the Minutes of the Board of Supervisors Meeting held on July 24, 2012, subject to the revisions made on the record, for Waterlefe Community Development District.

TENTH ORDER OF BUSINESS

**Consideration of the Minutes of the Golf
Course Committee Meeting Held on June
25, 2012**

Ms. Syvret stated the next item on the agenda was acceptance of the Minutes of the Golf Course Committee Meeting held on June 25, 2012.

On a Motion by Mr. Kalish, seconded by Mr. Maddaloni, with all in favor, the Board accepted the Minutes of the Golf Course Committee Meeting held on June 25, 2012, for Waterlefe Community Development District.

ELEVENTH ORDER OF BUSINESS

**Consideration of the Operations and
Maintenance Expenditures for July
2012**

Ms. Syvret presented the operation and maintenance expenditures for the period covering July 1-31, which totaled \$104,079.56. Questions were entertained regarding various invoices.

On a Motion by Mr. Kalish, seconded by Ms. Warner, with all in favor, the Board approved the Operations and Maintenance expenditures totaling \$104,079.56 for the Month of July 2012, for Waterlefe Community Development District.

TWELFTH ORDER OF BUSINESS

**Presentation of Monthly Financial
Summary**

Ms. Syvret advised she did not have a report as she was unable to complete the summary prior to the meeting due to the closing of the office building related to weather conditions.

THIRTEENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel

Mr. Cohen provided an update related to the Shores litigation, advising the motion to withdraw filed by counsel for the Shores was granted. In speaking with the MPOA's Counsel, new counsel has been named and things should be progressing again soon.

Mr. Cohen advised that concerning the demand from PNC on the returned golf course equipment, the District responded with a letter asserting normal wear and tear; PNC responded it is not normal wear and tear and they are supposed to be sending pictures of the alleged damages.

B. District Engineer

Mr. Schappacher had no further report.

C. Property Manager

Ms. Brookfield provided an overview of proposals contained in the report that was e-mailed to the Board by Rita the week prior. The Board advised they had previously approved moving forward with the new traffic sign installation. Discussion ensued concerning whether signage along the waterways should be replaced and if so should it be completed as part of the other sign work. The Board directed property management to move forward with the traffic signs and handle the water way signs separately.

Questions were entertained relating to a few landscape items.

- D. Golf Course
Mr. Rassett reviewed the financials for the month of July. Discussion ensued.
- E. Golf Course Committee
The Golf Course Committee had no report.
- F. Erosion Committee
The Erosion Committee had no report.
- G. Landscape Committee
The Landscape Committee had no report.
- H. District Manager
Ms. Syvret advised the next regularly scheduled meeting of the Board of Supervisors will be held on Tuesday, September 25, 2012 at 2:00 pm, and it is anticipated that the meeting in progress is scheduled to be continued to September 6, 2012 at 9:00 a.m. It was determined that Ms. Syvret would call in to the continued meeting.

Ms. Syvret advised she did not proceed with the RFP for golf carts as discussed last month as the golf course is reviewing alternative types of carts. Ms. Syvret advised it is anticipated a decision will be made and a revised scope for the equipment submitted by Mr. Rassett by the end of the week, at which time the RFP can be updated and advertised. It is anticipated proposals will be available for consideration for the next regularly scheduled Board meeting.

FOURTEENTH ORDER OF BUSINESS

Supervisor Requests and Comments

Ms. Syvret stated that the next item on the Agenda was Supervisor Requests and comments.

Mr. Kalish reviewed updates from the MPOA meeting.

Mr. Bumgarner provided updates related to the Fort Hamer bridge matters. He also provided an update regarding preliminary discussion with a branch of BB&T concerning a loan for certain potential improvements and projects.

Hearing no further Supervisor requests or comments, Ms. Syvret opened the floor to audience comments. Audience questions and comments were entertained. No Board action was taken.


FIFTEENTH ORDER OF BUSINESS

Adjournment

Ms. Syvret stated that there was no further business to come before the Board and asked for a motion to Continue the meeting in progress.

On a Motion by Mr. Kalish, seconded by Mr. Bumgarner, with all in favor, the Board at 4:43 p.m. continued the meeting to 9:00 a.m. on Thursday, September 6, 2012 for Waterlefe Community Development District.


Secretary / Assistant Secretary


Chairman / Vice Chairman