

**MINUTES OF MEETING
TWIN CREEKS NORTH
COMMUNITY DEVELOPMENT DISTRICT**

A Special Meeting of the Board of Supervisors of the Twin Creeks North Community Development District was held on Wednesday, January 4, 2017 at 11:30 a.m., at the offices of Rogers Towers, P.A., located at 100 Whetstone Place, Suite 200, St. Augustine, Florida 32086.

Present at the meeting were:

John Kinsey	Chair
Robert Furlong	Vice Chair
Bryan Kinsey	Assistant Secretary
Cora DiFiore (<i>via telephone</i>)	Assistant Secretary
Jared Bouskila (<i>via telephone</i>)	Assistant Secretary

Also present were:

Craig Wrathell	District Manager
Howard McGaffney	Wrathell, Hunt and Associates, LLC
Cindy Cerbone	Wrathell, Hunt and Associates, LLC
Mike Pawelczyk (<i>via telephone</i>)	District Counsel

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Wrathell called the meeting to order at 12:00 p.m., and noted, for the record, that Supervisors John Kinsey, Robert Furlong and Bryan Kinsey were present, in person. Supervisors Jared Bouskila and Cora DiFiore were attending via telephone.

SECOND ORDER OF BUSINESS

Public Comments

There being no public comments, the next item followed.

THIRD ORDER OF BUSINESS

Affidavits of Publication

Mr. Wrathell presented the affidavits of publication:

- **Special Meeting – January 4, 2017**
- **RFP – Parcels 10/11 and 12**
- **RFP – Parcels 13 and 14**
- **RFP – Landscape Improvements**

- **RFP – Electrical Infrastructure Improvements**

FOURTH ORDER OF BUSINESS

Ratification of Southeast Construction Products, Inc., Change Order Number 001: Beach Walk Entry Walls, \$531,532.15

Mr. Wrathell presented Southeast Construction Products, Inc., Change Order Number 001, for Beach Walk Entry Walls, in the amount of \$531,532.15, for ratification.

On MOTION by Mr. John Kinsey and seconded by Mr. Furlong, with all in favor, Southeast Construction Products, Inc., Change Order Number 001: Beach Walk Entry Walls, in the amount of \$531,532.15, was ratified.

FIFTH ORDER OF BUSINESS

Consideration of Award of Project Construction Contracts

A. Parcels 10/11 and 12

Mr. Wrathell presented the District Engineer's bid Award Recommendation Memorandum. The bidders and bid amounts were:

- **John M. Hall - \$4,046,920**
- **Vallencourt Construction.- \$3,838,061.54**
- **Watts & Civil - \$4,651,306.50**

Based upon the previously-established ranking criteria, Mr. Brockmeier provided a weighted ranking for each respondent and the number-one ranked firm was Vallencourt Construction, with a total of 96.8 points.

On MOTION by Mr. John Kinsey and seconded by Mr. Furlong, with all in favor, acceptance of the District Engineer's ranking recommendation of Vallencourt Construction, as the number-one ranked bidder, was approved.

On MOTION by Mr. John Kinsey and seconded by Mr. Furlong, with all in favor, authorization for District Counsel to prepare an agreement with Vallencourt Construction and granting the Chair or Vice Chair the authority to execute the agreement, were approved.

B. Parcels 13 and 14

Mr. Wrathell presented the District Engineer’s Bid Award Recommendation Memorandum. The bidders and bid amounts were:

- **Phillips and Jordan – \$6,623,648.93**
- **Vallencourt Construction – \$5,794,015.93**
- **Watts & Civil – \$6,148,821.00**

The District Engineer scored the firms based upon qualifications and pricing. The number-one ranked firm was Vallencourt Construction.

On MOTION by Mr. John Kinsey and seconded by Mr. Furlong, with all in favor, acceptance of the District Engineer’s ranking recommendation of Vallencourt Construction, as the number-one ranked bidder, was approved.

On MOTION by Mr. John Kinsey and seconded by Mr. Furlong, with all in favor, authorization for District Counsel to prepare an agreement with Vallencourt Construction and granting the Chair or Vice Chair the authority to execute the agreement, were approved.

SIXTH ORDER OF BUSINESS

**Consideration of Resolution 2017-6,
District Work with Lennar Regarding
Bonding of Parcel 2, 3 Infrastructure**

Mr. Wrathell presented Resolution 2017-6 for the Board’s consideration. The resolution would provide for an agreement between the CDD and Lennar Homes, LLC (Lennar) for Parcels 2 and 3. The District would work with Lennar and fund any subdivision improvements through the District.

Mr. Kinsey stated that this was an expression of the intent of the District to issue special assessment bonds for parcel infrastructure in the property which Lennar is buying, in accordance

with the Supplemental Engineer’s Report, based on market conditions and prevailing market rates and everything else, at the time of issuance. The resolution would not obligate the District to issue bonds; it is an expression of the intent of the District.

On MOTION by Mr. John Kinsey and seconded by Mr. Bryan Kinsey, with all in favor, Resolution 2017-6, District Work with Lennar Regarding Bonding of Parcel 2, 3 Infrastructure, was adopted.

SEVENTH ORDER OF BUSINESS

Consideration of Partial Assignment True-Up Agreement Between Twin Creeks Development Associates, LLC and Lennar Homes, LLC

Mr. Wrathell stated that, with the acceptance of the Partial Assignment True-Up Agreement, Lennar would assume the degree of obligation, now that they are developing that property, and, therefore, may choose the quantity and type of units to develop.

On MOTION by Mr. John Kinsey and seconded by Mr. Bryan Kinsey, with all in favor, the Partial Assignment True-Up Agreement Between Twin Creeks Development Associates, LLC, and Lennar Homes, LLC, was approved.

Mr. Pawelczyk stated that the Partial Assignment was contingent on the acquisition of Parcels 2 and 3 by Lennar and would be part of the closing, which was scheduled for Friday. Mr. Kinsey stated that the Agreement would be executed at the closing.

EIGHTH ORDER OF BUSINESS

Consideration of Joinder to the Reciprocal Easement Agreement between Twin Creeks Development Associates, LLC and Lennar Homes, LLC

Mr. Wrathell presented an updated version of the Reciprocal Easement Agreement between Twin Creeks Development Associates, LLC (TCD) and Lennar. Mr. Kinsey stated that the Agreement was related to the construction of a road coming off of Waterfall Way, connecting back to Parcels 1, 2 and 3. There is a Reciprocal Easement Agreement between TCD and Lennar regarding payment of the cost of the road and the provision was made for the CDD to accept,

under this Agreement, a short segment of the road that leads from the edge of Waterfall Way to the edge of Parcel 2 and 3. Lennar would likely ask the CDD to accept the remainder of the road, along with Parcels 2 and 3, in connection with the Parcel infrastructure bonds related to Resolution 2017-6.

On MOTION by Mr. John Kinsey and seconded by Mr. Bryan Kinsey, with all in favor, the Joinder to the Reciprocal Easement Agreement between Twin Creeks Development Associates, LLC and Lennar Homes, LLC, was approved.

NINTH ORDER OF BUSINESS

Consideration of December 12, 2016 Public Hearing and Regular Meeting Minutes

Mr. Wrathell presented the December 12, 2016 Public Hearing and Regular Meeting Minutes and asked for any additions, deletions or corrections.

On MOTION by Mr. John Kinsey and seconded by Mr. Furlong, with all in favor, the December 12, 2016 Public Hearing and Regular Meeting Minutes, as presented, were approved.

TENTH ORDER OF BUSINESS

Approval of Unaudited Financial Statement as of November 30, 2016

Mr. Wrathell presented the Unaudited Financial Statements as of November 30, 2016.

On MOTION by Mr. John Kinsey and seconded by Mr. Furlong, with all in favor, the Unaudited Financial Statements as of November 30, 2016, were approved.

ELEVENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel

There being no report, the next item followed.

B. District Engineer

There being no report, the next item followed.

C. District Manager

i. Late January/February Agenda:

a. Waterfall Way Landscape Bids

b. Waterfall Way Electric Improvement Bids

This item was not discussed further.

TWELFTH ORDER OF BUSINESS

Board Members' Comments/Requests

There being no Board Members' comments or requests, the next item followed.

THIRTEENTH ORDER OF BUSINESS

Public Comments

There being no public comments, the next item followed.

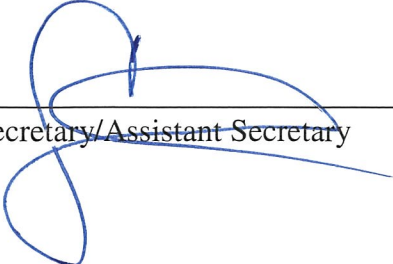
FOURTEENTH ORDER OF BUSINESS

Adjournment

There being nothing further to discuss, the meeting adjourned.

On MOTION by Mr. John Kinsey and seconded by Mr. Bryan Kinsey, with all in favor, the meeting adjourned at 12:15 p.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]



Secretary/Assistant Secretary

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Chair/Vice Chair