

**MINUTES OF MEETING  
EAST NASSAU  
STEWARDSHIP DISTRICT**

The Board of Supervisors of the East Nassau Stewardship District held continued public hearings, multiple public hearings and a regular meeting on Thursday, October 19, 2017 at 10:00 a.m., in the Nassau Room (T0126), Building 30, at Florida State College, Nassau Center, 76346 William Burgess Boulevard, Yulee, Florida 32097.

**Present at the meeting were:**

Mike Hahaj	Chair
Bob Rhodes	Assistant Secretary
Max Hord	Assistant Secretary
Rob Fancher	Assistant Secretary

**Also present were:**

Craig Wrathell	District Manager
Jonathan Johnson ( <i>via telephone</i> )	Hopping, Green & Sams
Sarah Warren	District Counsel
Scott Wild	District Engineer
Zack Brecht	Interim District Engineer
Hugh Mathews	Interim District Engineer
Brett Sealy	MBS Capital Markets
Justin Rowan	MBS Capital Markets
John Stack	Nassau County Planning & Zoning
Charles Adams	Landowner Representative

**FIRST ORDER OF BUSINESS**

**Call to Order**

Mr. Wrathell called the meeting to order at 10:04 a.m. Supervisors Hahaj, Fancher, Rhodes and Hord were present, in person. Supervisor Roach was not present.

**SECOND ORDER OF BUSINESS**

**Invocation**

Mr. Hahaj led the group in prayer.

**THIRD ORDER OF BUSINESS**

**Pledge of Allegiance**

All present recited the Pledge of Allegiance.

**FOURTH ORDER OF BUSINESS****Roll Call**

This item was presented during the First Order of Business.

- **Miscellaneous Items**

*\*\*\*This was an addition to the agenda.\*\*\**

Mr. Wrathell reported that the District issued a press release last week and a copy was provided to the Board. Mr. Hahaj provided a copy of one of the articles that was in the local paper, which would be scanned and emailed to the Board, after the meeting. The press release would be posted on the District's website.

Mr. Hahaj stated that he attended three meetings in response to a letter received from Nassau County Commission Chair, Mr. Daniel B. Leeper. The Developer was present and Mr. Hahaj was present on behalf of the Stewardship District together with County Staff, the County Attorney, Manager and the Office of Management and Budget (OMB) Director. Much of the discussion surrounded the public recreation facilities and what that may be, the East Nassau Community Planning Area (ENCPA) and the footprint of the Stewardship District, wanting to program timing, determining what the Developer may be committing to and how the Stewardship District may interact as parties that facilitate these public improvements for the ENCPA. It was a dialogue that began and was part of a process that is part of a Civic Facilities Study (CFS). On October 11<sup>th</sup> there was a County Public Session to kick off a Memorandum of Understanding (MOU) that would help outline what the public facilities and civic uses may be for the ENCPA. It was a discussion that spoke to the needs, the program, what kind of timing would be involved, and the commitment by all parties involved. It was anticipated to be a lengthy process and a public process could take up to or over 18 months. As a Stewardship District, one of the District's roles pertains to being a financing tool for public improvements in the ENCPA with an advocate for forming a Public Finance Panel of Experts that could ultimately bring forth what other municipalities and Districts were doing in Florida. It would help educate the Board of what may be occurring in Florida, as it relates to financing public improvements. There would be future meetings in that regard and, with the Board's approval, Mr. Hahaj would like to continue to participate and engage in that effort with the Developer and the County.

Mr. Rhodes inquired about the 18-month process and asked if there would be a Facilities Needs Study, with a consultant, etc., to put this together. Mr. Hahaj replied affirmatively and stated that was the purpose of the session on October 11 and to begin determining the path for laying out that scope and what the process may look like. Mr. Rhodes inquired if the County

would initiate that and hire the consultant. Mr. Hahaj believed that the consultant would likely be hired by the Developer but it would, essentially, be a tri-party involvement with the County, Stewardship District and the Developer. Mr. Sellen, of VHB Consulting (VHB), was the consultant who was in attendance at the meeting on October 11.

**FIFTH ORDER OF BUSINESS**

**Public Comments**

There being no public comments, the next item followed.

**SIXTH ORDER OF BUSINESS**

**Continued Public Hearing to Consider the Adoption of an Assessment Roll and the Imposition of Special Assessments Relating to the Financing and Securing of Certain Public Improvements for Wildlight Village Phase 1 (staff recommendation: continue public hearing to November 16, 2017)**

Mr. Wrathell stated that, during the last meeting, Items 6 and 7, pertaining to the Public Hearings, were continued to today. Those items related to the Engineer’s Report and the Assessment Methodology, commenced the assessment process and created the framework for the ability to impose assessments and, ultimately, issue bonds to finance public infrastructure, specifically in the Wildlight area of the project. Due to what Mr. Hahaj described today wherein there is a working partnership with the County and, as a courtesy to the County, coupled with recent discussions with Mr. Hahaj, Mr. Wrathell recommended continuing the Public Hearings to the next meeting, assuming the Chair concurred. Originally, the proposed continuance and next meeting were scheduled for November 16 but, due to a conflict, he approved to reschedule the meeting for Wednesday, November 15, 2017 at 10:00 a.m., at this location; Management would pay for the advertisement. Mr. Rhodes indicated that he could be available for approximately 75 minutes on November 15 and that the 10:00 a.m., start time, would work for his schedule.

**On MOTION by Mr. Hord and seconded by Mr. Rhodes, with all in favor, authorizing Staff to reschedule the November Regular Meeting and Continued Public Hearings to Wednesday, November 15, 2017 at 10:00 a.m., at this location, and advertise, accordingly, were approved.**

Mr. Wrathell stated that he would open the Public Hearing but the intent was to continue the Public Hearing to November 15, 2017 at 10:00 a.m., at this location.

**On MOTION by Mr. Fancher and seconded by Mr. Rhodes, with all in favor, the Continued Public Hearing to Consider the Adoption of an Assessment Roll and the Imposition of Special Assessments Relating to the Financing and Securing of Certain Public Improvements for Wildlight Village Phase 1, was opened.**

No members of the public spoke.

**On MOTION by Mr. Hahaj and seconded by Mr. Fancher, with all in favor, the Continued Public Hearing to Consider the Adoption of an Assessment Roll and the Imposition of Special Assessments Relating to the Financing and Securing of Certain Public Improvements for Wildlight Village Phase 1, was continued to Wednesday, November 15, 2017 at 10:00 a.m., at this location.**

- *Hear testimony from the affected property owners as to the propriety and advisability of making the improvements and funding them with special assessments on the property.*
- *Thereafter, the governing authority shall meet as an equalizing board to hear any and all complaints as to the special assessments on a basis of justice and right.*

**A. Affidavit/Proof of Publication**

The affidavit of publication for today’s Public Hearing, was provided for informational purposes.

**B. Mailed Notice to Property Owner(s)**

The Mailed Notices to Property Owners were included for informational purposes.

**C. Consideration of Resolution 2018-01, Authorizing District Projects for Construction and/or Acquisition of Infrastructure Improvements; Equalizing, Approving, Confirming, and Levying Special Assessments on Property Specially Benefited By Such Projects to Pay the Cost Thereof; Providing for the Payment and the Collection of Such Special Assessments By the Methods Provided for by Chapter 2017-206, Law of Florida, and Chapters 170,189 and 197, Florida Statutes;**

**Confirming the District’s Intention to Issue Revenue Bonds; Making Provisions for Transfers of Real Property to Governmental Bodies; Providing for the Recording of an Assessment Notice; Providing for Severability, Conflicts and an Effective Date**

This item was deferred.

**SEVENTH ORDER OF BUSINESS**

**Continued Public Hearing Confirming the Intent of the District to Use the Uniform Method of Levy, Collection and Enforcement of Non-Ad Valorem Assessments as Authorized and Permitted by Section 197.3632, Florida Statutes; Expressing the Need for the Levy of Non-Ad Valorem Assessments and Setting Forth the Legal Description of the Real Property Within the District’s jurisdictional Boundaries that May or Shall Be Subject to the Levy of District Non-Ad Valorem Assessments; Providing for Severability; Providing for Conflict and Providing for an Effective Date (*staff recommendation: continue public hearing to November 15, 2017*)**

**A. Affidavit/Proof of Publication**

The affidavit of publication for today’s Public Hearing, was provided for informational purposes.

**B. Consideration of Resolution 2018-02, Expressing its Intent of the District to Use the Uniform Method of Levying, Collecting and Enforcing Non-Ad Valorem Assessments Which May Be Levied By the East Nassau Stewardship District in Accordance With Section 197.3632, Florida Statutes; Providing a Severability Clause; and Providing for an Effective Date**

**On MOTION by Mr. Hord and seconded by Mr. Hahaj, with all in favor, the Continued Public Hearing Confirming the Intent of the District to Use the Uniform Method of Levy, Collection and Enforcement of Non-Ad Valorem Assessments as Authorized and Permitted by Section 197.3632, Florida Statutes; Expressing the Need for the Levy of Non-Ad Valorem Assessments and Setting Forth the Legal Description of the Real Property Within the District’s jurisdictional Boundaries that May or Shall Be Subject to the Levy of District Non-Ad Valorem Assessments; Providing for Severability; Providing for Conflict and Providing for an Effective Date, was opened.**

No members of the public spoke.

**On MOTION by Mr. Rhodes and seconded by Mr. Fancher, with all in favor, the Continued Public Hearing, Confirming the Intent of the District to Use the Uniform Method of Levy, Collection and Enforcement of Non-Ad Valorem Assessments as Authorized and Permitted by Section 197.3632, Florida Statutes; Expressing the Need for the Levy of Non-Ad Valorem Assessments and Setting Forth the Legal Description of the Real Property Within the District’s jurisdictional Boundaries that May or Shall Be Subject to the Levy of District Non-Ad Valorem Assessments; Providing for Severability; Providing for Conflict and Providing for an Effective Date, was continued until Wednesday, November 15, 2017 at 10:00 a.m., at this location.**

This item was deferred.

**EIGHTH ORDER OF BUSINESS**

**Continued Public Hearing to Hear Public Comment and Objections to the Adoption of the Rules of Procedure, Pursuant to Sections 120.54, Florida Statutes**

**A. Affidavits of Publication**

- **Notice of Rule Development**
- **Notice of Rule Making**

Mr. Wrathell presented the affidavits of publication for today’s Continued Public Hearing and Regular meeting.

**B. Consideration of Resolution 2018-03, Adopting Rules of Procedure; Providing a Severability Clause; and Providing an Effective Date**

Mr. Wrathell presented Resolution 2018-03. The proposed Rules of Procedure commemorate basic statutes and procedures that are normally followed by Districts, such as running meetings, how public comments would be taken, the responsibilities of officers, bids, etc.

Ms. Warren addressed the questions raised by Mr. Rhodes, concerning the District's Compliance as follows:

- 1) The District's Compliance with Chapter 120 of the Florida Statutes. The Stewardship District is subject to Chapter 120, through the reference to the District's authority to adopt Rules in the Special Act. Through that reference, the District is considered to be an Agency, as defined in Chapter 120; however, as a local government within one county, there are certain exceptions that apply to the District and to the standard rulemaking procedures such as:
  - a) The District was required to publish the Rulemaking Notices in the Florida Administrative Register.
  - b) The District is only required to publish the Rulemaking Notices in a newspaper of general circulation within the County of the District.
  - c) The District is not required to include the full proposed text of the Rules within those Notices, which is sometimes required for other agencies in the rulemaking procedures.
  - d) The District is not required to submit its Rules to the Florida Administrative Committee for review, which is sometimes a requirement for executive agencies and so forth.

Ms. Warren stated that the Notices of the Public Hearing were published in compliance with the requirements of Chapter 120.

Ms. Warren stated that the second question raised, at the last meeting, was related to conflict of interest. The Rules were revised to address that concern. The first change was reflected on Page 5, Rule 1.1, which added subsection "(6) Conflict of Interest". That section reflects the language from the Special Act, which states it is not a conflict of interest for a Board Member, the District Manager or an employee of the District to be a stock holder, officer or employee of a Landowner or entity affiliated with a Landowner within the District. The second

revision was relocating language to Section 1.1, subsection (7)(a), which states, “pursuant to Section 112.3143, of the Florida Statutes, a Board member elected on a one-acre, one-vote basis, is not prohibited from voting, when voting in said capacity.”

Mr. Rhodes stated that the problem was not with the Rules but with the Statute. The Statute was articulated and his interpretation was the same as District Counsel; the key point was that there is not a conflict of interest for an employee of the Landowner to vote in such a way that would benefit the Landowner. It is the same standard that applied to local officials and planning commissions, etc. Mr. Rhodes was comfortable with the language and the issue raised was answered by Ms. Warren’s revision, based on the law. Discussion ensued regarding Chapter 190.

**\*\*\*Mr. Wrathell opened the Public Hearing.\*\*\***

No members of the public spoke.

**\*\*\*Mr. Wrathell closed the Public Hearing.\*\*\***

**On MOTION by Mr. Hahaj and seconded by Mr. Hord, with all in favor, Resolution 2018-03, Adopting Rules of Procedure; Providing a Severability Clause; and Providing an Effective Date, was adopted.**

Ms. Warren asked that the Public Hearing be closed by a motion.

**On MOTION by Mr. Rhodes and seconded by Mr. Fancher, with all in favor, the Continued Public Hearing to Hear Public Comment and Objections to the Adoption of the Rules of Procedure, Pursuant to Sections 120.54, Florida Statutes, was closed.**

**NINTH ORDER OF BUSINESS**

**Affidavit of Publication**

The affidavit of publication for today’s Public Hearings related to the Fiscal Year 2017 and Fiscal Year 2018 budgets and the Regular Meeting was provided for informational purposes.

**TENTH ORDER OF BUSINESS**

**Public Hearing to Hear Public Comments and Objections on Adoption of Fiscal Year 2016/2017 Budget**



**A. Consideration of Resolution 2018-04, Relating to the Annual Appropriations and Adopting the Budgets for the Fiscal Year Beginning October 1, 2016, and Ending September 30, 2017; Authorizing Budget Amendments; and Providing an Effective Date**

Mr. Wrathell presented Resolution 2018-04.

**On MOTION by Mr. Rhodes and seconded by Mr. Hord, with all in favor, the Public Hearing to Hear Public Comments and Objections to the Adoption of Fiscal Year 2016/2017 Budget, was opened.**

No members of the public spoke.

**On MOTION by Mr. Hahaj and seconded by Mr. Rhodes, with all in favor, the Public Hearing to Hear Public Comment and Objections to the Adoption of Fiscal Year 2016/2017 Budget, was closed.**

**On MOTION by Mr. Fancher and seconded by Mr. Rhodes, with all in favor, Resolution 2018-04, Relating to the Annual Appropriations and Adopting the Budgets for the Fiscal Year Beginning October 1, 2016, and Ending September 30, 2017; Authorizing Budget Amendments; and Providing an Effective Date, was adopted.**

**ELEVENTH ORDER OF BUSINESS**

**Public Hearing to Hear Comments and Objections on Adoption of Fiscal Year 2017/2018 Budget**

**A. Consideration of Resolution 2018-05, Relating to the Annual Appropriations and Adopting the Budgets for the Fiscal Year Beginning October 1, 2017 and Ending September 30, 2018; Authorizing Budget Amendments; and Providing an Effective Date**

Mr. Wrathell presented Resolution 2018-05. The operational costs associated with Wildlight would be Landowner-funded, at this time.

Mr. Rhodes asked if the Special Revenue for Wildlight was an ongoing responsibility of this District or if the District was waiting for bond issuance to then execute. Mr. Wrathell

replied that the District was waiting for a bond issue to execute, in the context that, hypothetically, the District could be taking ownership of the improvements but would not until bonds are issued, infrastructure improvements would be acquired or purchased from the developer for actual costs or go out to bid or alternative types of arrangements could be evaluated. It was a timing issue; the District would assume the maintenance responsibility once the infrastructure improvements were taken over. Until the improvements are owned, the District does not take it over. Discussion ensued. Mr. Wrathell recommended adopting this as part of the budget since he was confident that the numbers were realistic.

Mr. Hahaj suggested a map so the Board could better understand what the District contemplated owning and maintaining, versus what the Wildlight Property Owners' Association (POA) would maintain, and understand, graphically, what those obligations are, as they relate to the Fiscal Year 2018 budget assessment. Mr. Wrathell agreed with the idea of including maps, as Exhibits, to make it easier to understand.

Discussion ensued regarding budgeting for six months of operating and maintenance expenses rather than a full year because the infrastructure would not come online until spring, infrastructure phases, the map and how the map would help Landowners see what is contemplated and the associated responsibilities and be easy for Staff to understand and convey it to the public.

**On MOTION by Mr. Fancher and seconded by Mr. Hord, with all in favor, the Public Hearing to Hear Comments and Objections on Adoption of Fiscal Year 2017/2018 Budget, was opened.**

No members of the public spoke.

**On MOTION by Mr. Hord and seconded by Mr. Fancher, with all in favor, the Public Hearing to Hear Comments and Objections on Adoption of Fiscal Year 2017/2018 Budget, was closed.**

**On MOTION by Mr. Hahaj and seconded by Mr. Rhodes, with all in favor, Resolution 2018-05, Relating to the Annual Appropriations and Adopting the Budgets for the Fiscal Year Beginning October 1, 2017 and Ending September 30, 2018; Authorizing Budget Amendments; and Providing an Effective Date, was adopted.**

**TWELFTH ORDER OF BUSINESS**

**Consideration of Professional Engineering Services Agreement with England-Thims & Miller, Inc.**

Mr. Wrathell stated that, at a prior meeting, the Board authorized Staff to advertise a Request for Qualifications (RFQ) for District Engineering Services. England-Thims & Miller, Inc. (ETM) was already engaged as the Interim District Engineer. Chapter 287.055, of the Florida Statutes, requires the RFQ process if engineering services exceeded \$35,000 per fiscal year; ETM was the only respondent to the RFQ and was ranked the #1. Mr. Wrathell discussed the role that the District Engineer would have with the District.

Regarding Engineering expenses, Ms. Warren stated that, in this case, defined projects would occur at particular points and it would be easy to bring forward a specific authorization order for Board approval. Discussion ensued regarding hourly fees in other Districts, the level of strategic analysis that ETM brings and the business acumen of a quality Engineer.

**On MOTION by Mr. Rhodes and seconded by Mr. Hahaj, with all in favor, the Professional Engineering Services Agreement and Fee Schedule with England-Thims & Miller, Inc., was approved.**

**THIRTEENTH ORDER OF BUSINESS**

**Consideration of September 28, 2017 Public Hearings and Regular Meeting Minutes**

Mr. Wrathell presented the September 28, 2017 Public Hearings and Regular Meeting Minutes and asked for any additions, deletions or corrections.

**On MOTION by Mr. Hahaj and seconded by Mr. Rhodes, with all in favor, the September 28, 2017 Public Hearings and Regular Meeting Minutes, as presented, were approved.**

## FOURTEENTH ORDER OF BUSINESS

## Staff Reports

**A. District Counsel: *Hopping Green & Sam, P.A.***

There being no report, the next item followed.

**B. Interim District Engineer: *England-Thims & Miller, Inc.***

Mr. Mathews stated that he was working with the District and the County to accomplish two tasks. One was related to questions raised by the County about the original Engineer's Report, such as what was included in it and the basis of the cost. He would continue to work with the County helping them to understand what was included and the basis of the estimates. The second was related to questions raised by the County about Wildlight Park. He was working with County Staff, the Developer and District Staff to determine if there are any components of the park that could be brought forward into Phase 1. Location-wise, the park was right on the edge, between Phase 1 and Phase 2, so it made sense to bring it into Phase 1. Discussion ensued regarding the County questioning the cost estimates, the County looking at the recreation budget, limited details on the report comprising the recreation budget, reviewing the numbers and backup with the County, implications of moving the park from Phase 2 to Phase 1 and impacting the Fiscal Year 2018 budget, construction and timing, accelerating the park, etc.

Mr. Charles Adams, a Landowner representative, stated that one of the reasons the County was confused was because the County did not see the park on the map associated with the Engineer's Report for Phase 1 of Wildlight. Mr. Wrathell and his team explained that the map represented the boundaries of what liens would be placed upon, if liens were issued. It was not the scope of what is included in it but what liens could be placed upon it. Typically, this is not put on what is considered to be under the existing Development Order; therefore, it would not be assessed. The County began asking when that would occur, could it be done early on since it is a public park and yet to be determined as a Stewardship District owned and operated park, which is a public accessible asset or is it a County Park. The County had not made up its mind about what it would be. A portion of the Wildlight Community Park area is contained within the first PDP that is approved for Wildlight. In terms of the business plan, from improvements made to the property perspective, park improvements would be made during the beginning of Phase 2, which would be included in PDP #2. Discussions were had regarding what could be done, if anything. It was a developer expense; not a District expense. It was unlikely to affect this budget.

**C. District Manager: *Wrathell, Hunt and Associates LLC*****i. NEXT MEETING DATE: November 16, 2017 at 10:00 A.M.**

The next meeting will be held on November 15, 2017 at 10:00 a.m., at this location, rather than as originally scheduled for November 16.

Mr. Wrathell stated that the website was operational and Ms. Daphne Gillyard, of his office, sent emails last night. Hopefully each Board Member has their new email address, which corresponds with the District's website. Email address questions should be directed to Ms. Gillyard.

**FIFTEENTH ORDER OF BUSINESS****Board Members' Comments/Requests**

Mr. Rhodes inquired if Mr. Wrathell reached an agreement with the auditor. Mr. Wrathell replied affirmatively; it would probably be considered at the next meeting. Mr. Hahaj had wanted assurance that the auditor never had any type of disciplinary actions in the past and the auditor affirmed that he had not. This matter would be considered at the next meeting and, as long as the auditor was engaged by the December meeting, the District would be in good shape to complete the Fiscal Year 2017 audit by June 30<sup>th</sup>.

Mr. Hahaj stated that there was a good article about the District in the News Leader a few weeks ago. Mr. Wrathell had a copy and a press release was given to him for inclusion on the District's website.

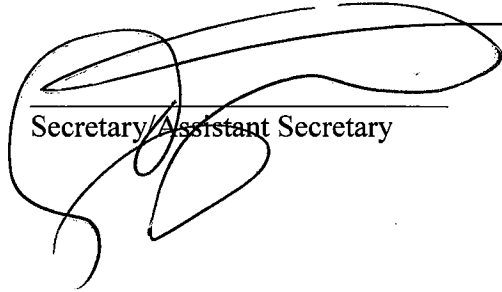
**SIXTEENTH ORDER OF BUSINESS****Public Comments**

Mr. John Stack, of 67128 Craig Isle Court, Yulee, Florida, stated that it was good that the News Leader article was on the front page. A lot of people were very interested in what was happening in the District and he was looking forward to the communications with the Planning Board and the public. They needed to be updated about what is happening.

**SEVENTEENTH ORDER OF BUSINESS****Adjournment**

There being nothing further to discuss, the meeting adjourned.

<b>On MOTION by Mr. Rhodes and seconded by Mr. Fancher, with all in favor, the meeting adjourned at 11:19 a.m.</b>
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Secretary/Assistant Secretary



Chair/Vice Chair