

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.

**PIER PARK
COMMUNITY DEVELOPMENT DISTRICT**

The regular meeting of the Board of Supervisors for Pier Park Community Development District was held on **Monday, August 8, 2016 at 10:04 a.m. (CDT)** at Panama City Beach City Hall, located at 110 South Arnold Road, Panama City Beach, Florida 34213.

Present:

Chris Tilley	Supervisor
Wes Payne	Assistant Secretary
Ken Goldberg	Assistant Secretary
Michael Kerrigan	Assistant Secretary

Also present were:

Chris Cleveland	District Manager, Rizzetta & Company, Inc.
Pete Williams	District Manager, Rizzetta & Company, Inc. <i>(via Speaker Phone)</i>
Joseph Brown	District Counsel; Hopping Green & Sams <i>(via Speaker Phone)</i>
Martin Horak	Property Manager
Robert Carroll	District Engineer
Marek Bakun	The St. Joe Company

Audience

FIRST ORDER OF BUSINESS

Call to Order

Mr. Cleveland called the meeting to order at 10:04 a.m., conducted roll call, confirming a quorum for the meeting.

SECOND ORDER OF BUSINESS

Audience Comments

There were no audience comments.

THIRD ORDER OF BUSINESS

Consideration of Minutes of the Board of Supervisors' Meeting held on May 9, 2016

On a Motion by Mr. Payne, seconded by Mr. Goldberg, with all in favor, the Board approved the Minutes of the Board of Supervisors' Regular Meeting held on May 9, 2016, for Pier Park Community Development District.

FOURTH ORDER OF BUSINESS

Ratification of Operation and Maintenance Expenditures for April, May and June 2016

Mr. Cleveland presented the expenditures to the Board and a brief discussion ensued.

On a Motion by Mr. Tilley, seconded by Mr. Kerrigan, with all in favor, the Board ratified the Operation and Maintenance Expenditures for April 2016 (\$17,043.67), May 2016 (\$18,493.01), and June 2016 (\$18,374.60), for Pier Park Community Development District.

FIFTH ORDER OF BUSINESS

Ratification of Operation and Maintenance Expenditures from OLTR Fund for April, May and June 2016

On a Motion by Mr. Goldberg, seconded by Mr. Payne, with all in favor, the Board ratified the Operation and Maintenance Expenditures for April 2016 OLTR (\$13,879.05), May 2016 OLTR (\$18,881.48), and June 2016 OLTR (\$8,288.38), for Pier Park Community Development District.

SIXTH ORDER OF BUSINESS

Appointment of an Audit Committee and Scheduling of the First Meeting of the Audit Committee

Mr. Williams stated that this is a procedural item required by Statute, typically done every three years. He discussed the process and asked the Board to appoint an Audit Committee and schedule the first meeting.

On a Motion by Mr. Payne, seconded by Mr. Goldberg, with all in favor, the Board appointed the Board as the Audit Committee for the District and set November 14, 2016 at 10:00 a.m. as the first meeting of the Audit Committee at Panama City Beach City Hall, located at 110 South Arnold Road, Panama City Beach, Florida 34213, for the Pier Park Community Development District.

SEVENTH ORDER OF BUSINESS

**Review of Arbitrage Rebate Calculations
Prepared by AMTEC for Capital
Improvement Revenue Bonds, Series 2014,
Dated May 31, 2016**

Mr. Williams stated that this is a standard item required by the Internal Revenue Service and the terms of the Master Trust Indenture and that it is typical for a governmental entity that issues bonds of a tax-free nature. He discussed arbitrage calculations and stated there was no arbitrage liability found.

On a Motion by Mr. Tilley, seconded by Mr. Goldberg, with all in favor, the Board accepted the Arbitrage Rebate Calculations prepared by AMTEC for Capital Improvement Revenue Bonds, Series 2014, dated May 31, 2016, for Pier Park Community Development District.

EIGHTH ORDER OF BUSINESS

**Consideration of Resolution 2016-04
Designating Dates, Time and Location for
Regular Meetings of the Board of
Supervisors' for Fiscal Year 2016/2017**

Mr. Cleveland stated that historically the meetings have been held quarterly on the second Monday of the month at 10:00 a.m.

On a Motion by Mr. Payne, seconded by Mr. Kerrigan, with all in favor, the Board adopted Resolution 2016-04 Designating Dates, Time and Location for Regular Meetings of the Board of Supervisors' for Fiscal Year 2016/2017 as November 14, 2016, February 13, 2017, May 8, 2017 and August 14, 2017 at 2:00 p.m. at 10:00 a.m. at Panama City Beach City Hall, located at 110 South Arnold Road, Panama City Beach, Florida 34213, for the Pier Park Community Development District.

NINTH ORDER OF BUSINESS

**Public Hearing to Consider Adoption of
Final Budget for Fiscal Year 2016/2017**

On a Motion by Mr. Tilley, seconded by Mr. Kerrigan, with all in favor, the Board opened a Public Hearing on the Final Budget for Fiscal Year 2016/2017, for the Pier Park Community Development District.

TENTH ORDER OF BUSINESS

**Presentation of Proposed Final Budgets for
Fiscal Year 2016/2017**

Mr. Williams noted that the year-to-date projections for expenditures had been updated for both the General Fund and the General Fund for the Park and Beach Front Improvement and, based on those projections, keeping the budget in line with the proposed budget presented in May would

be appropriate. He discussed payment of Debt Services currently entirely from revenue from the OLTR and TIF until the year 2022 when there will be limitations as to OLTR and TIF payments.

Mr. Williams noted that projections have been made for the OLTR and TIF for the upcoming fiscal year and a significant surplus is anticipated, which could be used for repayment of promissory notes. He stated that the District had just received a TIF payment of \$286,000 from the City for the month of July 2016, the highest payment received to date and noted that surplus funds from TIF and OLTR could be used to pay down Debt Services prior to 2022. Mr. Williams stated that the General Fund budget totaled \$336,036 and the General Fund for the Park and Beach Front totaled \$324,450. There were no audience comments.

On a Motion by Mr. Goldberg, seconded by Mr. Tilley, with all in favor, the Board closed the Public Hearing on the Final Budget for Fiscal Year 2016/2017, for the Pier Park Community Development District.

ELEVENTH ORDER OF BUSINESS

**Consideration of Resolution 2016-05,
Approving Annual Appropriations and
Adopting the Final Budget for Fiscal Year
2016/2017**

On a Motion by Mr. Goldberg, seconded by Mr. Kerrigan, with all in favor, the Board adopted Resolution 2016-05, Approving Annual Appropriations and Adopting the Final Budget for Fiscal Year 2016/2017, for the Pier Park Community Development District.

TWELFTH ORDER OF BUSINESS

**Consideration Fiscal Year 2016/2017
Budget Funding Agreement**

Mr. Brown noted that this is the same form of agreement that has been used in previous years.

On a Motion by Mr. Payne, seconded by Mr. Tilley, with all in favor, the Board approved the Fiscal Year 2016/2017 Budget Funding Agreement, for the Pier Park Community Development District.

THIRTEENTH ORDER OF BUSINESS

**Consideration of Resolution 2016-06,
Redesignating the Secretary of the District**

Mr. Cleveland advised the resolution designates Mr. Eric Dailey as Secretary of the District to replace the current Secretary, Mr. Pete Williams, who is retiring at the end of this month.

On a Motion by Mr. Goldberg, seconded by Mr. Payne, with all in favor, the Board adopted Resolution 2016-06, Redesignating Mr. Eric Dailey as Secretary of the District, for the Pier Park Community Development District.

FOURTEENTH ORDER OF BUSINESS

**Consideration of Resolution 2016-07,
Redesignating the Assistant Treasurer of the
District**

Mr. Cleveland advised the resolution designates Mr. Shawn Wildermuth, CFO of Rizzetta & Co, as Assistant Treasurer of the District. Mr. Williams stated that this is being done in order to better distribute and facilitate task requirements for the District.

On a Motion by Mr. Goldberg, seconded by Mr. Payne, with all in favor, the Board adopted Resolution 2016-07, Redesignating Mr. Shawn Wildermuth as Assistant Treasurer of the District, for the Pier Park Community Development District.

FIFTEENTH ORDER OF BUSINESS

**Consideration of Resolution 2016-08,
Redesignating the Treasurer of the District**

Mr. Williams advised the resolution designates Mr. Joe Kennedy, Manager of the Community Development District Accounting Department for Rizzetta & Co, as Treasurer of the District. He stated that this is being done in order to better distribute and facilitate task requirements for the District.

On a Motion by Mr. Tilley, seconded by Mr. Kerrigan, with all in favor, the Board adopted Resolution 2016-08, Redesignating Mr. Joe Kennedy as Treasurer of the District, for the Pier Park Community Development District.

SIXTEENTH ORDER OF BUSINESS

**Consideration of Resignation of Board
Supervisor John Grueter**

Mr. Cleveland stated that Mr. Grueter had presented a letter of resignation dated July 20, 2016.

On a Motion by Mr. Goldberg, seconded by Mr. Payne, with all in favor, the Board accepted the resignation of Board Supervisor John Grueter, effective July 20, 2016, for Pier Park Community Development District.

SEVENTEENTH ORDER OF BUSINESS

**Consideration of Appointment of
Supervisor to Fill Seat #4, Left Vacant by
the Resignation of John Grueter**

Mr. Cleveland asked for nominations to fill the vacancy left by Mr. Grueter's resignation.

Mr. Tilley nominated Marek Bakun of St. Joe Company to fill the vacancy.

On a Motion by Mr. Tilley, seconded by Mr. Kerrigan, with all in favor, the Board appointed Marek Bakun as Board Supervisor, Seat #4 to fill the vacancy left by the resignation of John Grueter, for the Pier Park Community Development District.

Administration of Oath of Office to Newly Elected Supervisors.

The Oath of Office was administered to Mr. Bakun by Mr. Cleveland, a Notary in the State of Florida. Mr. Bakun swore and affirmed to the oath as read.

Review of Form 1 and Ethics Requirements

Mr. Brown discussed Ethics and went over the Public Record, Voice Mail, Emails and Agenda Packages.

Discussion Regarding Board Compensation

Mr. Bakun declined compensation.

EIGHTEENTH ORDER OF BUSINESS

**Consideration of Resolution 2016-09,
Designating Officers of the District**

On a Motion by Mr. Tilley, seconded by Mr. Goldberg, with all in favor, the Board adopted Resolution 2016-09, appointing Chris Tilley as Chairman, Marek Bakun as Vice Chairman, and Ken Goldberg, Michael Kerrigan, Wes Payne and Chris Cleveland as Assistant Secretaries, for Pier Park Community Development District.

NINETEENTH ORDER OF BUSINESS

Staff Reports

a. District Counsel

No Report.

b. District Engineer

No Report

c. District Manager

Mr. Williams noted that, as normal process, Staff utilizes distribution of excess funds from the OLTR to pay down promissory notes twice yearly, in June/July and October/November timeframe. He stated this is accomplished by calculating the current outstanding OLTR funds available, remaining park and beach front expenditures for current fiscal year, and setting aside funds to meet budget requirements for the upcoming fiscal year and the November 1 debt service payment. He informed the Board that almost \$1,000,000 in surplus funds had been distributed to pay down promissory notes 57A through 67A and 57B through 67B in total and 68A and 68B partially. Mr. Williams stated that TIF revenue can only be used to make debt service payments and that OLTR revenue must first pay for

operating and maintenance expenses of the park and beach front, after which excess funds can be utilized first for debt services, and then to pay down promissory notes. This process will continue until 2022, after which there will be no eligibility for excess OLTR funds to be used for repayment of promissory notes and a cap will be placed on the debt service portion of District's obligation such that the combination of TIF and OLTR cannot exceed 61.7% of the debt. After 2022 it is anticipated that a portion of the debt service would have to be repaid by a funding agreement between the property owners. Staff will continue to monitor these projections in order to continue to pay down the promissory notes and will report back to the Board from time to time.

Mr. Cleveland stated that the next Board of Supervisors' regular meeting is scheduled for Monday, November 14, 2016 at 10:00 a.m. (CDT) at Panama City Beach City Hall, located at 110 South Arnold Road, Panama City Beach, Florida 34213.

- c. **Property Manager**
No Report

TWENTIETH ORDER OF BUSINESS

Supervisor Requests

There were no supervisor requests.

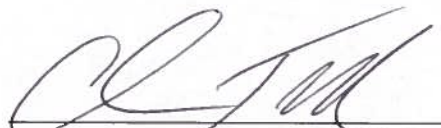
TWENTY-FIRST ORDER OF BUSINESS

Adjournment

On a Motion by Mr. Goldberg, seconded by Mr. Tilley, with all in favor, the Board of Supervisors adjourned the meeting at 10:37 a.m., for Pier Park Community Development District.



Secretary/Assistant Secretary



Chairman/Vice Chairman