

**MINUTES OF A BOARD OF SUPERVISORS MEETING  
NORTHERN PALM BEACH COUNTY IMPROVEMENT DISTRICT 12/16/09**

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Pursuant to the foregoing Notice, the Board of Supervisors of Northern Palm Beach County Improvement District met at 8:00 a.m. on December 16, 2009 in the Administrative Building and Emergency Operations Center, 359 Hiatt Drive, Palm Beach Gardens, Florida.

**1. ROLL CALL**

There were present Board President Deborah A. Diaz and Supervisors Ronald M. Ash, Marilyn Lew-Jacobs and Adrian M. Salee; Executive Director and Secretary O'Neal Bardin, Jr., Northern Engineer Robert W. Lawson and General Counsel Kenneth W. Edwards of Caldwell, Pacetti, et al.

Also present were Deputy Directors Tanya W. Quickel and C. Danvers Beatty; Finance Director Katie Brunk; Executive Assistant Susan Scheff; Director of Operations Kenneth Roundtree; Construction Manager Tim Helms; Administrative Assistant JoAnn Osborne; Shannon LaRocque of Palm Beach County; Alan Wertepny of Mock, Roos; Ken Tuma of Urban Design Studios; Amy Eason of AECOM; Fred Roth of Schorah & Associates; Phil Procacci of Procacci Development Group, Jeff Kneen of Levy Kneen, P.L. and Julie Barnett of Vista Center Association (Unit No. 5A); Butch Beechler and Ira Fenton of The Bear's Club and David Shaw of Haile Shaw & Pfaffenberger (Unit No. 44).

**2. ESTABLISHMENT OF A QUORUM**

Ms. Diaz announced that a quorum was present and that it was in order to consider any business to properly come before the Board.

**3. ADDITIONS OR DELETIONS TO THE AGENDA**

Mr. Bardin reported that no additions or deletions to the Agenda were necessary.

**4. APPROVAL OF MINUTES**

A **motion** was made by Mr. Ash, seconded by Mr. Salee and unanimously passed approving the Minutes of the November 18, 2009 Regular Meeting.

**5. COMMENTS FROM THE PUBLIC FOR ITEMS NOT ON THE AGENDA**

Ms. Diaz called for any comments from the public for items not on the Agenda to which there was no response.

**6. CONSENT AGENDA**

A **motion** was made by Mr. Salee, seconded by Mr. Ash and unanimously passed approving the following Consent Agenda General Items:

- General

Consider Signatory Resolution (2009-08)

copies of which are contained in Northern files.

A **motion** was made by Mr. Salee, seconded by Mr. Ash and unanimously passed approving the following Consent Agenda payments:

<b>Approved Disbursements from December 16, 2009 Board Meeting</b>					
			<b>NOTE</b>	<b>L/O</b>	
	<b>BOND</b>	<b>EIPC</b>	<b>Proceeds</b>	<b>Funding</b>	<b>TOTAL</b>
<b>Unit No. 2C – Briger Tract</b>				<b>1,359.50</b>	<b>1,359.50</b>
<b>Unit No. 11 – PGA National</b>		<b>48,505.00</b>			<b>48,505.00</b>
<b>General</b>		<b>65,383.00</b>			<b>65,383.00</b>
		<b>113,888.00</b>		<b>1,359.50</b>	<b>115,247.50</b>

copies of which are contained in Northern files.

**7. UNIT OF DEVELOPMENT NO. 2C– SCRIPPS II/BRIGER TRACT**

Mr. Bardin introduced Shannon LaRocque, an Assistant County Administrator for Palm Beach County to present the County’s view with regard to the Scripps II/Briger project.

Ms. LaRocque gave a PowerPoint Presentation which included an overview of the project, a history of the County approvals thus far, the background of the Briger Parcel, the commitments made by the County and by the Lester Family and the purpose of the Proportionate Share Agreement which is being developed by the parties to the proposed Agreement.

Mr. Bardin explained that the Board needs to consider their Consent to the proposed Proportionate Share Agreement at this time, in order for the Agreement to be ready for presentation to the County Commission at their next regularly scheduled meeting in January.

Ms. Lew-Jacobs asked who will be responsible for maintaining the improvements and Ms. LaRocque reported that the County will be responsible.

Ms. Diaz asked Mr. Edwards to reiterate the purposes of the Proportionate Share Agreement as well as the District safeguards within the Agreement. Mr. Edwards reviewed the language drafted for Section 7 of the Agreement and explained how it protects the District from any obligations resulting from its consent to the Agreement.

A **motion** was made by Mr. Ash, seconded by Mr. Salee and unanimously passed approving the Consent to the Proportionate Share Agreement provided the provisions of Section 7 are included in the final version of the Agreement.

## **8. UNIT OF DEVELOPMENT NO. 18 – IBIS GOLF & COUNTRY CLUB**

Mr. Bardin introduced this item and asked Mr. Beatty to present it to the Board for consideration. Mr. Beatty explained that the Board was provided with a resolution designating signatories and authorizing the execution and recordation of Ibis Plat No. 35. This Plat will establish specific property interests within the golf course as a result of as-built conditions. He provided a map of the area and explained that the golf course areas were never previously platted. Plat No. 35 cleans up some previous problems and gives the District the property it needs.

A **motion** was made by Mr. Salee, seconded by Mr. Ash and unanimously passed approving Resolution No. 2009-09 as presented.

**9. UNIT OF DEVELOPMENT NO. 44 – THE BEAR’S CLUB**

Mr. Bardin explained that Northern holds a Blanket Water Management and Ingress and Egress Easements over a portion of Bear’s Club property that was originally platted as Golf Course. The Bear’s Club was subsequently replatted and a portion of the Golf Course parcel was combined with an adjacent residential lot, Lot 51.

Mr. Edwards explained that the easements now encumber a significant portion of Lot 51 and represent a cloud on the title. Lot 51 is being sold and is scheduled to close on December 18, 2009. The Buyer will not close the transaction unless the easements are released. Mr. Edwards stated that the Seller has requested that Northern approve a Partial Release of the Easements, which will release the two easements only as to Lot 51.

Mr. Salee asked Mr. Bardin if there is any negative impact associated with partially releasing the two easements and Mr. Bardin confirmed that there are no negative impacts.

A **motion** was made by Mr. Salee, seconded by Ms. Lew-Jacobs and unanimously passed approving the Partial Release of Easement(s).

**10. MISCELLANEOUS REPORTS**

**A) ENGINEER**

- Mr. Lawson had nothing to report.

**B) ATTORNEY**

- Mr. Edwards presented the Unit 5A Landowner Request for Board approval of an Amendment to Protective Covenants. This Amendment deals with the use of reclaimed water for irrigation purposes. He explained that he has reviewed and approved the Amendment document and noted that the proposed

Amendment was approved by over seventy-five percent (75%) of the landowners within the Unit before being brought to the Board for consideration.

Ms. Lew-Jacobs had a question about the monitoring of lake levels and Mr. Beatty explained that the South Florida Water Management District will be responsible for monitoring the lake levels.

Mr. Phil Procacci, a landowner, and Mr. Jeffrey Kneen, the attorney for the Property Owners' Association asked to speak to the Board. Mr. Procacci explained that he was the landowner who spearheaded this action and explained that the landowners will put reuse water back into the system for any water drawn from Northern's lakes. Mr. Kneen confirmed that the Amendment will require all water used will be replaced drop for drop by reuse.

A **motion** was made by Ms. Lew-Jacobs, seconded by Mr. Salee and unanimously passed approving the Amendment to Protective Covenants.

**C) EXECUTIVE DIRECTOR**

- Mr. Bardin presented the Community Information and Press Box Report.

**11. COMMITTEE REPORTS**

- **BUDGET & BANKING COMMITTEE**

**Request for Proposals for Financial Advisory Services**

Ms. Quickel explained that the Committee reviewed three proposals and recommended that Spectrum Municipal Services be chosen to provide Financial Advisory Services to the District.

Ms. Diaz noted the improvements to the Request for Proposals process and the Committee's desire to seek proposals for this service.

Ms. Lew-Jacobs reviewed the high qualifications of each of the firms and noted that Spectrum's history in working with the District and the County and the fact that its office is local were the deciding factors in the Committee's recommendation.

A **motion** was made by Mr. Ash, seconded by Mr. Salee and unanimously passed approving the recommendation to engage Spectrum Municipal Services for Financial Advisory Services and approval of the form of engagement agreement.

**Consider Debt Policy and Procedures**

Ms. Quickel explained that, as a result from monitoring the Palm Beach County changes to various underwriting policies and procedures, the Committee requested Staff develop a Debt Policy and Procedure. The Policy was developed using recommended GFOA recommended practices. She noted this draft Debt Policy and Procedure was then provided to the Committee for review and discussion.

Ms. Lew-Jacobs explained that the Committee reviewed the information and recommended the Board approve the new Policy for inclusion in the Accounting Manual.

A **motion** was made by Mr. Salee, seconded by Mr. Ash and unanimously passed approving the Debt Policy and Procedure for incorporation into the District's Accounting Procedures Manual.

**Consider Additional Debt Finance Committee Member**

Ms. Quickel stated that another recommendation resulting from monitoring the Palm Beach County changes to various underwriting policies and procedures was the creation of a Debt Finance Committee to be composed of the Budget and Banking Committee Members and one other fulltime resident experienced and preferably retired from and inactive in the underwriting industry with no conflicts of interest related to Northern. Three resumes were provided for the Committee's consideration. Each person has strong qualifications relevant to the work of the Debt Finance Committee.

She explained that the Committee reached a consensus recommendation regarding John Green, CPA, CGFM, CGFO, and Director of Financial Services for the Solid Waste Authority. Mr. Green is currently serving on Palm Beach County's Debt Finance Committee and if Board consensus is reached, he would be contacted to confirm participation in Northern's Debt Finance Committee.

Ms. Diaz and Ms. Lew- Jacobs explained the reasons for their recommendation.

Mr. Ash mentioned that his Firm does work for Mr. Green's employer, Seacoast Utility Authority, and asked Mr. Edwards if he needed to recuse himself. Mr. Edwards responded that he did not believe so. In an abundance of caution, Mr. Ash filled out a Form 8B, Memorandum of Voting Conflict, which is attached hereto.

There was a Board consensus to extend an offer to John H, Green, CPA, CGFM, CGFO to participate in the District's Debt Financial Committee.

### **Accounting Manual Revision – Section 2 Disbursement Cycle**

Ms. Quickel noted that the Board last approved revisions to the Accounting Manual at their November 4, 2009 Board Meeting. This recommendation included ongoing revisions focused on a presentation format covering the first of six major control areas – purchasing, disbursements, revenue, payroll, treasury, and debt. The second revision related to the disbursement control area including key controls was presented to the Committee and the Committee recommends the Board approve the revisions for inclusion in the Accounting Manual.

A **motion** was made by Mr. Salee, seconded by Mr. Ash and unanimously passed approving the revision to Section 2 of the Accounting Manual as presented.

### **FEMA Large Project Status Report**

Ms. Quickel reported that Staff continues to work with FEMA representatives who are reviewing the Large Projects from Hurricanes Frances, Jeanne, and Wilma. At this time, Northern has no additional information regarding the insurance concerns. Mr. Bardin stated that a meeting with FEMA has been scheduled for January 6, 2010. Staff will provide updates to the Board as the review work continues.

This item was presented for information only and no Board action was required.

## **Audit Update**

Ms. Quickel stated that the Committee received an update from Staff regarding Northern's Audit Task List. Northern is on schedule for the audit to be completed by the end of February 2010, with the first draft scheduled to be presented to the Budget & Banking Committee in early March 2010. Following the Committee's consideration of the draft audit, it will be presented to the Board at their March 2010 Board meeting.

This item was presented for information only and no Board action was required.

Mr. Ash thanked the Finance Department and the Budget & Banking Committee for all of their hard work.

- **ENGINEERING REVIEW COMMITTEE**

### **Landowner Request**

#### **The Bear's Club – Unit of Development No. 44**

Before this item was presented to the Board, Mr. Ash questioned this Agreement being presented to the Board instead of returning to the ERC Committee. Mr. Bardin and Mr. Edwards assured Mr. Ash that all of the ERC's concerns expressed at their December 14, 2009 meeting had been addressed in the modified Agreement being presented to the Board.

Mr. Edwards reviewed the history of this Agreement between Northern and The Bear's Club Development Company. He stated that the Agreement stipulates that all documentation from the Developer must go through Mr. Beatty for review and approval before being submitted to the various listed agencies for approval.

Mr. Edwards noted the Committee requested that the Agreement be modified to include Palm Beach County as one of the specific agencies to be identified for approvals. The Committee also requested that the Developer provide a signed and sealed letter from their engineer indicating that there will be no on or off-site

drainage impacts as a result of the elimination of this parcel as a wetland and future development of said parcel. Both of these modifications have been addressed in the Agreement.

There was some further discussion with regard to the land in question and Ms. Lew-Jacobs expressed her belief that the South Florida Water Management District would not give its approval if there was any concern that the land might be considered wetland property.

A **motion** was made by Ms. Lew-Jacobs, seconded by Mr. Ash and unanimously passed approving the modified Agreement.

## **12. RECEIVE AND FILE**

Mr. Bardin presented the following items to be received and filed:

- Volume No. 7 of the Operations Department Newsletter;
- A thank you note from Representative Mark Pafford of the Palm Beach County Legislative Delegation for meeting re: Northern's Proposed Legislative Changes;
- Assessment Collection Status as of November 25, 2009;
- Northern's Monthly Financial Reports; and
- Proof of Publication of Meeting Notice

copies of which are contained in Northern's files.

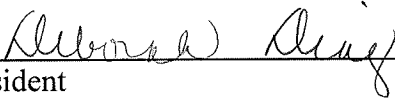
## **13. COMMENTS FROM THE BOARD**

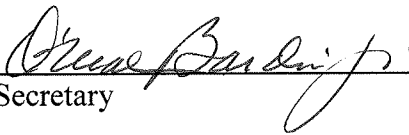
Mr. Ash acknowledged that this was the last Board Meeting that Ms. Quickel will be attending as she has accepted a position with another District. He thanked her for her contributions to the District's work and wished her well. Those well wishes were echoed by the rest of the Board and the Executive Director.

Ms. Quickel thanked District Staff and the Board.

14. ADJOURN

There being no further business to come before the Board, the meeting was adjourned.

  
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President

  
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Secretary