

SOUTH VILLAGE  
COMMUNITY DEVELOPMENT DISTRICT

The continued meeting of February 2, 2016 of the Board of Supervisors of the South Village Community Development District was reconvened Thursday, February 18, 2016 at 5:30 p.m. at the Eagle Landing Residents Club, 3975 Eagle Landing Parkway, Orange Park, Florida.

Present and constituting a quorum were:

Gary Cross	Chairman
Grant Krueger	Vice Chairman
Richard Townsend	Supervisor
Chris Payton	Supervisor
Bobby J. Poole	Supervisor

Also present were:

Jim Oliver	District Manager
Katie Buchanan	District Counsel
Jason Merritt	Hopping Green & Sams (by telephone)
Matt Biagetti	Director of Aquatics & Recreation
Steve Andersen	Operations Manager

The following is a summary of the actions taken at the February 18, 2016 meeting. A copy of the proceedings can be obtained by contacting the District Manager.

**FIRST ORDER OF BUSINESS**

**Roll Call**

Mr. Oliver called the meeting to order at 5:30 p.m.

**SECOND ORDER OF BUSINESS**

**Audience Comments**

There being none, the next item followed.

**THIRD ORDER OF BUSINESS**

**Consideration of Proposal from Bryant Miller Olive**

Ms. Buchanan stated Bryant Miller Olive is a firm we work with frequently. The underwriter has a close relationship with them as well. Misty Taylor, the attorney at Bryant Miller Olive with whom we will be working, will first do a disclosure with you. She will go through Dream Finders documents and our financial reporting that is on EMMA to make sure

that we are up to date with our disclosure and that everything in the bonds marketing material is true and accurate. Second, she will actually prepare portions of what is called a limited offering memorandum that is the document that provides potential bondholders all of the information they would like to see about the district, the assessments, the bonds, the developers and the status of build-out. It ends up being a rather lengthy document that gives the bondholders one thing to review when they decide whether or not to purchase our bonds and that is what the proposal relates to.

Mr. Cross asked what are the fees?

Ms. Buchanan stated I believe it was 80% of bond counsel.

Mr. Oliver stated bond counsel fee is \$50,000.

Ms. Buchanan stated \$40,000.

Mr. Cross asked how do we differentiate the cost for Dream Finders portion of reviewing their documents?

Ms. Buchanan stated it will be split up. We are doing everything we can to make sure that Dream Finders bear their full portion. We are well aware and understand that is important.

Mr. Oliver stated bond counsel's fee of \$50,000 is a flat fee, so the cost showing Dream Finders piece is beneficial.

On MOTION by Mr. Cross seconded by Mr. Krueger with all in favor the proposal from Bryant Miller Oliver to serve as disclosure counsel was approved.

**FOURTH ORDER OF BUSINESS**

**Update Regarding Golf Course Purchase Due Diligence Process and Transition Planning**

Mr. Oliver stated the first thing we want to talk about is the survey. As you will recall you approved in substantial form a proposal by Eiland Surveyors to do a survey of the golf course with a not to exceed of \$40,000. Steve Andersen has reached out to two other survey companies and today came up with a third proposal at a cost of \$30,000.

Mr. Andersen stated the completion time is about 45 days, the price is not firm, this is based on work we haven't sent to them yet. That is a rough estimate and they do have the man power to get this done so we are looking at probably picking up two to three weeks and a couple thousand dollars over the others. This is a very reputable firm. I have talked to Eiland and they are going to supply all the CADD drawings and so on and they actually work very well together.

Ms. Buchanan stated the good news is with the reduced time it gets us back on track with our bond closing and the closing of the purchase and sales agreement. Originally we had only anticipated a 30 day due diligence period and then the survey came back at four months.

Mr. Townsend asked does that cover everything we talked about that was in question last time to be done, the wetlands with the golf course, etc.?

Mr. Andersen stated it is just going to be the golf course. Conservation easements and conservation areas will have to be transferred sometime but to survey that it would put us way over the top. That would have been over the four month period even with Island.

Mr. Cross asked bond counsel won't have a problem with the way it is being proposed now?

Ms. Buchanan responded no, it will work with bond counsel to survey the golf course.

Mr. Oliver asked based on the approval from the last meeting should we do it for this firm?

Ms. Buchanan stated for clarity we should approve this if this is what the board wants to do rather than relying on our previous motion.

On MOTION by Mr. Cross seconded by Mr. Krueger with all in favor the proposal from Clary & Associates to perform survey of the golf course was approved in substantial form in an amount not to exceed \$35,000 with a completion window of 30 to 45 days from date of execution of agreement.
--

**FIFTH ORDER OF BUSINESS**

**Other Business**

Mr. Oliver stated as a quick update regarding the due diligence process, NGF Consulting was onsite today and they will be attending your 6:30 p.m. meeting. They will be on the ground again tomorrow. They are actually being shown around the golf course facilities today. We also met with Mike Brooks of Arnold Palmer Golf Management and Charlie Shepherd of Community Advisors. Charlie will be doing the structural inspections and they are going to schedule a time next week for a more thorough inspection of the building. He expects to have his report in the next couple weeks.

We did receive some suggestions from the golf working group and I know all the board members got that and we appreciate that. We will consider those suggestions and marry them up with the due diligence list you are working on so that we can take advantage of those ideas.

Mr. Cross stated on that note I would like to thank Dave Painter. It is a very good document and it had a lot of good information.

**SIXTH ORDER OF BUSINESS**

**Supervisor's Requests and Audience Comments**

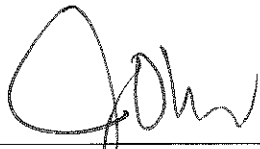
There being none the next item followed.

**SEVENTH ORDER OF BUSINESS**

**Next Meeting Scheduled for March 1, 2016 at 6:30 p.m. at Eagle Landing Residents Club**

Mr. Oliver stated the next regular meeting is going to on March 1<sup>st</sup>, however we may set another meeting based on the information we get at our 6:30 p.m. meeting. When we adjourn this meeting we already have an audience here so supervisors are welcome to chat with individual audience members or groups. Just don't have two or more supervisors talking in a group if you are talking about CDD business.

On MOTION by Mr. Cross seconded by Mr. Poole with all in favor the meeting adjourned at 5:41 p.m.



Secretary/Assistant Secretary



Chairman/Vice Chairman