

**MINUTES OF MEETING  
MIAMI WORLD CENTER  
COMMUNITY DEVELOPMENT DISTRICT**

A Public Hearing and Regular Meeting of the Miami World Center Community Development District's Board of Supervisors was held on **Wednesday, August 16, 2017 at 11:00 a.m.**, at the offices of **Greenberg Traurig, P.A., 333 S.E. 2<sup>nd</sup> Ave., 44<sup>th</sup> Floor, Room 44-016, Miami, Florida 33131.**

**Present at the meeting were:**

John Chiste ( <i>via telephone</i> )	Chair
Stephen Colamarino	Assistant Secretary
Joseph DiCristina	Assistant Secretary
Cora DiFiore	Assistant Secretary

**Also present were:**

Craig Wrathell	District Manager
Michael Pawelczyk	General Counsel
Aaron Buchler	District Engineer
Dr. Hank Fishkind	Fishkind & Associates
Bibiana Tabares	Construction Manager
Peter Brown	Landowner Representative

**FIRST ORDER OF BUSINESS**

**Call to Order/Roll Call**

Mr. Wrathell called the meeting to order at 11:07 a.m. Supervisors Colamarino, DiCristina and DiFiore were present, in person. Supervisor Chiste was attending via telephone. Supervisor Eisner was not present.

**SECOND ORDER OF BUSINESS**

**Public Comments**

There being no public comments, the next item followed.

**THIRD ORDER OF BUSINESS**

**Acceptance of Resignation of Neil Eisner  
[Seat 2]; *Term Expires November, 2019***

Mr. Wrathell presented the letter of resignation from Mr. Eisner dated June 19, 2017.

**On MOTION by Ms. DiFiore and seconded by Mr. Colamarino, the resignation of Mr. Neil Eisner, effective immediately, was accepted.**

**FOURTH ORDER OF BUSINESS**

**Consideration of Appointment to Fill Unexpired Term of Seat 2**

Mr. Wrathell stated that Mr. Peter Brown previously expressed interest in serving on the Board and was present, in person. The individual appointed to Seat 2 would serve until the November, 2019, Landowners' Election.

Mr. Chiste nominated Mr. Peter Brown.

No other nominations were made.

**On MOTION by Mr. Colamarino and seconded by Ms. DiFiore, with all in favor, appointment of Mr. Peter Brown to Seat 2, term expires November, 2019, was approved.**

- **Administration of Oath of Office to Newly Appointed Supervisor (*the following to be provided in a separate package*)**

Mr. Wrathell, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Brown. Mr. Wrathell provided and briefly explained the following items:

- A. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- B. Membership, Obligations and Responsibilities**
- C. Chapter 190, Florida Statutes**
- D. Financial Disclosure Forms**
  - i. Form 1: Statement of Financial Interests**
  - ii. Form 1X: Amendment to Form 1, Statement of Financial Interests**
  - iii. Form 1F: Final Statement of Financial Interests**
- E. Form 8B: Memorandum of Voting Conflict**

**FIFTH ORDER OF BUSINESS**

**Consideration of Resolution 2017-14, Electing the Officers of the District**

Mr. Wrathell presented Resolution 2017-14. Following an election or appointment, the Board must reconsider the slate of officers. Ms. DiFiore nominated Mr. Chiste for Chair, herself for Vice Chair, Mr. DiCristina, Mr. Colamarino and Mr. Brown as Assistant Secretaries and for the balance of the slate to remain unchanged. No other nominations were made. The slate of officers was as follows:

Chair	John Chiste
Vice Chair	Cora DiFiore
Secretary	Craig Wrathell
Treasurer	Craig Wrathell
Assistant Treasurer	Jeff Pinder
Assistant Secretary	Joseph DiCristina
Assistant Secretary	Stephen Colamarino
Assistant Secretary	Peter Brown
Assistant Secretary	Cindy Cerbone

**On MOTION by Mr. DiCristina and seconded by Mr. Colamarino, with all in favor, Resolution 2017-14, Electing the Officers of the District, as nominated, was adopted.**

**SIXTH ORDER OF BUSINESS**

**Consideration of Assessment Methodology Report of Annual Operations and Maintenance Expenses**

Dr. Hank Fishkind, of Fishkind & Associates (Fishkind), presented the Assessment Methodology Report of Annual Operations and Maintenance Expenses. The Debt Service Methodology was used as a foundation for the current Methodology. Dr. Fishkind thought it would be best to continue with an equivalent residential unit (ERU) Methodology. Since the District was in its incipient stage, all of the properties benefited from the administrative activities of the District, whether developed or not. It would be useful to separate Field Operations from the Administrative part of the budget so that all properties pay their share for the administrative part, pro rata, relative to ERU count. Only the properties with a Certificate of Occupancy (CO) could share in the cost for the actual field maintenance operation. Dr. Fishkind took questions from the Board.

In response to a question regarding whether properties with CO's were covered by other properties, Dr. Fishkind stated that there were no CO's in the District, all of the ERUs would be divided into the budget and properties that were actively occupied were paying for the benefit of the landscape maintenance, hardscape maintenance and field operations. Mr. Wrathell stated that, as properties were sold, the Master Developer was paying for all of the administrative costs of the District until the end of Fiscal Year 2017; subsequently, in Fiscal Year 2018, the obligation would be transferred to the property owners and the Master Developer would no longer pay those costs. The intent was to commence the project October 1. Discussion ensued regarding CO's, the operation and maintenance (O&M) budget versus administrative and field operations budgets, the Master Developer and potential owners. Dr. Fishkind stated that a result from the suggested Methodology was to ease the burden on the Master Developer because it shifts a portion of the field operations to the actual properties with a CO. Mr. Wrathell noted the argument that the Master Developer was carrying the burden of the responsibility, for a long time. The obligation would be immediately transferred to the new owner. Dr. Fishkind would amend the Methodology.

**On MOTION by Ms. DiFiore and seconded by Mr. DiCristina, with all in favor, the Assessment Methodology Report of Annual Operations and Maintenance Expenses, subject to the provisions and revisions discussed, was approved.**

**SEVENTH ORDER OF BUSINESS**

**Consider Setting a Public Hearing on Special Assessments for September 20, 2017**

- **Authorize Publication of Notice of Public Hearing**

Mr. Wrathell proposed scheduling the public hearing for September 20, 2017.

**On MOTION by Mr. Colamarino and seconded by Ms. DiFiore, with all in favor, setting a Public Hearing on Special Assessments for September 20, 2017 at 11:00 a.m., at this location, and authorizing Staff to advertise, accordingly, were approved.**

**EIGHTH ORDER OF BUSINESS****Ratification of Coastal/Tishman Change Orders** *(support documentation available upon request)*

- A. Number 013**
- B. Number 014**
- C. Number 015**

Mr. Wrathell stated that Coastal/Tishman Change Orders 013, 014 and 015 were previously executed by Mr. Chiste. Mr. Buchler stated that Change Orders 013 and 014 involved exploratory utility work and excavating, to ensure that the utility went in the ground, and Change Order 015 was issued to allow Coastal/Tishman to be paid on a monthly basis and to reflect no changes to the contract. All three Change Orders were related to Requisition 07, which would be discussed during the Ninth Order of Business.

**On MOTION by Mr. DiCristina and seconded by Mr. Colamarino, with all in favor, Coastal/Tishman Change Orders 013, 014 and 015, previously executed by the Chair, as provided, were ratified.**

**NINTH ORDER OF BUSINESS****Ratification of Requisition Number 07**

Mr. Buchler stated that Requisition Number 07, in the amount of \$1,023,696, included invoices 20 and 21 for general conditions and infrastructure work already in place. Invoice 20, in the amount of \$373,876, was to pay Coastal/Tishman, on a monthly basis, on general conditions versus percent of completed work. Mr. Wrathell explained that Coastal/Tishman was working on projects but the timing of the construction was such that they would have waited several months to receive payment before something physically went into the ground but, as they were completing work, it was justified under the contract. In response to a question, Mr. Buchler stated that there was a long period where the District did not pay Coastal/Tishman and the invoice was the aggregated multiple-month cost, instead of a per month cost. Invoice 21 reflected work performed to complete the water and sewer contract. The first portion was \$115,000, of \$649,820, and, when general conditions were added, the balance was \$149,000.

The next phase of work would be completion of roadway work, by Giannetti Contracting Corporation (GCC), and the remainder of the physical work related to water and sewer would be

completed by Gonzalez & Sons. Mr. Buchler confirmed that District Staff conducted field checks and certified all plans, permits and closeouts for the project.

**On MOTION by Mr. DiCristina and seconded by Ms. DiFiore, with all in favor, Requisition Number 07, previously executed by the Chair, as provided, was ratified.**

Mr. Wrathell recalled that the Board previously granted the Chair the authority to execute Change Orders and Requisitions and suggested granting the same authority to the Vice Chair, in the event that the Chair was occupied or unavailable.

**On MOTION by Mr. DiCristina and seconded by Ms. DiFiore, with all in favor, granting the Vice Chair the same authority as the Chair to execute Change Orders up to the amount of \$250,000, to be ratified at subsequent meetings, was approved.**

#### **TENTH ORDER OF BUSINESS**

#### **Presentation of Audited Financial Report for Fiscal Year Ended September 30, 2016, Prepared by Grau & Associates**

Mr. Wrathell presented the Audited Financial Report for Fiscal Year Ended September 30, 2016, which was submitted in advance of the June 30 deadline to the State. Since the District was created on July 24, 2015, the beginning fund balances were negative, due to the timing of Developer funding, and assets exceeded liabilities by \$25. The District's net position improved because a portion of Developer funding began to arrive. On Page 8, the "Balance Sheet" for the "Governmental Funds" reflected "Due cash from the Developer" of \$32,346 and "Total assets" of 42,718. The "Contracts and retainage payable" amount of \$52,098 was utilized for certain general counsel expenses related to the bonds and capital projects and is reflected under "Capital projects". On Page 19, the District's actual expenses and revenues were under budget and reflected a beginning "Fund balance" of negative \$25,570 and an ending "Fund balance" of negative \$32,321 because of outstanding funding requests, which were subsequently paid. No deficiencies in internal control or material weaknesses were identified in the "Independent Auditor's Report on Internal Control over Financial Report", on Pages 21 and 22, and there were no instances of non-compliance or other matters required to be reported. There were no findings or recommendations on the "Independent Auditor's Report on Compliance with the

Requirements of Section 218, Florida Statutes”, on Page 23, the “Management Letter”, on Page 24, or the “Report to Management”, on Page 25. Mr. Wrathell concluded that it was a clean audit.

**ELEVENTH ORDER OF BUSINESS**

**Consideration of Resolution 2017-15, Accepting the Audited Financial Report for the Fiscal Year Ended September 30, 2016**

Mr. Wrathell presented Resolution 2017-15.

**On MOTION by Ms. DiFiore and seconded by Mr. Colamarino, with all in favor, Resolution 2017-15, Accepting the Audited Financial Report for the Fiscal Year Ended September 30, 2016, was adopted.**

**TWELFTH ORDER OF BUSINESS**

**Consideration of Resolution 2017-16, Acknowledging that Certain Proceeds of the Miami World Center Community Development District Special Assessment Bonds, Series 2016 Shall Be Allocated Towards and Reserved for a Portion of the Costs of Constructing the Freedom Tower Metro Mover Station, as Described in the Engineer’s Report; and Providing for an Effective Date**

Mr. Pawelczyk stated there was an issue with the Developer and Miami World Center Holdings relating to reimbursement of bond proceeds for the metro mover station project and the joinder was incomplete. Discussion ensued regarding the project and the acquisition and completion agreements. This item was deferred to the next meeting.

**THIRTEENTH ORDER OF BUSINESS**

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

**A. Affidavit/Proof of Publication**

Mr. Wrathell presented the Proof of Publication for today’s Public Hearing and Regular Meeting.

**B. Consideration of Resolution 2017-17, Relating to the Annual Appropriations and Adopting the Budget for the Fiscal Year Beginning October 1, 2017, and Ending September 30, 2018**

Mr. Wrathell presented Resolution 2017-17. Total appropriations were \$297,666; the budget was the same as the proposed Fiscal Year 2018 budget that was originally presented.

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

No members of the public were present.

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

**On MOTION by Mr. Colamarino and seconded by Mr. Chiste, with all in favor, Resolution 2017-17, Relating to the Annual Appropriations and Adopting the Budget for the Fiscal Year Beginning October 1, 2017, and Ending September 30, 2018, was adopted.**

**FOURTEENTH ORDER OF BUSINESS**

**Approval of Unaudited Financial Statements as of June 30, 2017**

Mr. Wrathell presented the Unaudited Financial Statements as of June 30, 2017. Assessment revenue collections were at 62%.

**On MOTION by Mr. Colamarino and seconded by Ms. DiFiore, with all in favor, the Unaudited Financial Statements as of June 30, 2017, were approved.**

**FIFTEENTH ORDER OF BUSINESS**

**Approval of May 17, 2017 Regular Meeting Minutes**

Mr. Wrathell presented the May 17, 2017 Regular Meeting Minutes and asked for any additions, deletions or corrections.

**On MOTION by Mr. Colamarino and seconded by Mr. DiCristina, with all in favor, the May 17, 2017 Regular Meeting Minutes, as presented, were approved.**

**SIXTEENTH 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. 38 Registered Voters in District as of April, 2017**

Mr. Wrathell stated that, according to the Supervisor of Elections (SOE), there were 38 registered voters residing within the boundaries of the District as of April 15, 2017; however, he doubted whether that number was correct and would contact the SOE.

**ii. NEXT MEETING DATE September 20, 2017 at 11:00 A.M.**

The next meeting will be held on September 20, 2017 at 11:00 a.m., at this location.

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

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

**EIGHTEENTH ORDER OF BUSINESS      Public Comments**


There being no public comments, the next item followed.

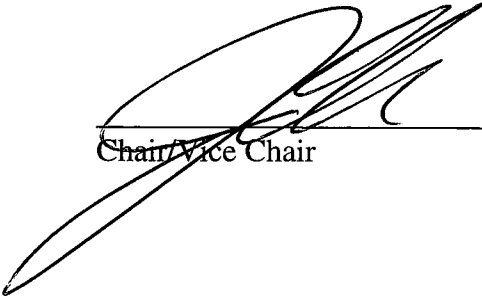
**NINETEENTH ORDER OF BUSINESS      Adjournment**

There being no further business to discuss, the meeting adjourned.

**On MOTION by Mr. Brown and seconded by Ms. DiFiore,  
with all in favor, the meeting adjourned at 12:36 p.m.**

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

  
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Secretary/Assistant Secretary

  
\_\_\_\_\_  
Chair/Vice Chair