

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

A Regular Meeting of the Miami World Center Community Development District's Board of Supervisors was held on Wednesday, March 21, 2018 at 11:00 a.m., at the offices of Greenberg Traurig, P.A., 333 S.E. 2nd Ave., 44th Floor, Room 44-008, Miami, Florida 33131.

Present at the meeting were:

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

Also present were:

Cindy Cerbone	District Manager
Aaron E. Buchler	District Engineer
Michael Pawelczyk	General Counsel
Bibiana Tabares	Construction Manager

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Ms. Cerbone called the meeting to order at 11:12 a.m. Supervisors Chiste, DiFiore, DiCristina and Colamarino were present, in person. Supervisor Brown was attending via telephone.

SECOND ORDER OF BUSINESS

Public Comments

There being no public comments, the next item followed.

THIRD ORDER OF BUSINESS

Administration of Oath of Office to Newly Elected Supervisors Stephen Colamarino [Seat 3], Joe DiCristina [Seat 4] and Cora DiFiore [Seat 5] (*the following to be provided in a separate package*)

Ms. Cerbone, a Notary of the State of Florida and duly authorized, administered the Oath of Office to Mr. Colamarino, Mr. DiCristina and Ms. DiFiore. The Board Members were already familiar with the following items.

- A. Guide to Sunshine Amendment and Code of Ethics for Public Officers and Employees**
- B. Membership, Obligations and Responsibilities**
- C. 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**
- D. Form 8B – Memorandum of Voting Conflict**

FOURTH ORDER OF BUSINESS

Consideration of Resolution 2018-01, Canvassing and Certifying the Results of the Landowners’ Election

Ms. Cerbone presented Resolution 2018-01. The results of the Landowners’ Election were as follows:

Stephen Colamarino	10 Votes	Seat 3	4-Year Term
Cora DiFiore	7 Votes	Seat 5	4-Year Term
Joe DiCristina	5 Votes	Seat 4	2-Year Term

On MOTION by Ms. DiFiore and seconded by Mr. Chiste, with all in favor, Resolution 2018-01, Canvassing and Certifying the Results of the Landowners’ Election, was adopted.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2018-02, Electing Officers of the District

Ms. Cerbone presented Resolution 2018-02. Ms. DiFiore nominated the existing slate of officers, as follows:

Chair	John Chiste
Vice Chair	Cora DiFiore
Secretary	Craig Wrathell

Treasurer	Craig Wrathell
Assistant Secretary	Joseph DiCristina
Assistant Secretary	Stephen Colamarino
Assistant Secretary	Peter Brown
Assistant Secretary	Cindy Cerbone
Assistant Treasurer	Jeff Pinder

No other nominations were made.

<p>On MOTION by Ms. DiFiore and seconded by Mr. Chiste, with all in favor, Resolution 2018-02, Electing the Officers of the District, as nominated, was adopted.</p>

SIXTH ORDER OF BUSINESS

Consideration of Resolution 2018-03, Authorizing the Chair or Vice Chair of the Board of Supervisors, Subject to Specified Conditions, to Execute Certain Governmental Applications, Plats, Authorizations, Instruments, and Other Related Documents Associated With Efforts By Property Owners to Plat and Develop Property Within the District; and Providing for an Effective Date

Ms. Cerbone presented Resolution 2018-03. It is common for Districts in the development phase to authorize the Chair and Vice Chair to execute documents prior to Board approval, subject to District Staff’s review, with those documents, contracts, etc., then presented for ratification, at the next meeting. This process would prevent project delays. Mr. Pawelczyk noted that it is not necessary to have the Board ratify all things executed and the Chair or Vice Chair could choose to have it presented for approval, prior to execution.

<p>On MOTION by Mr. Chiste and seconded by Mr. Colamarino, with all in favor, Resolution 2018-03, Authorizing the Chair or Vice Chair of the Board of Supervisors, Subject to Specified Conditions, to Execute Certain Governmental Applications, Plats, Authorizations, Instruments, and Other Related Documents Associated With Efforts By Property Owners to Plat and Develop Property Within the District; and Providing for an Effective Date, was adopted.</p>

SEVENTH ORDER OF BUSINESS

Ratification of Recommendation(s) to Award (support documentation available upon request)

The Recommendation to Award (RTA) documents were presented for ratification.

- A. **RTA No. 004 Revision 02** – Florida Safety Contractors, Inc. – Traffic Signalization, Phase 2.
- B. **RTA No. 004 Revision 03** – Under Power Construction Corp. – Traffic Signalization, Phase 2.

Ms. Tabares stated this contract was due to the prior subcontractor’s lack of performance.

- C. **RTA No. 005 Revision 01** – Jaffer Well Drilling – Drainage Well
- D. **RTA No. 006 Revision 02** – UCC Group, Inc. – Water Features (Luma Drop-Off)
- E. **RTA No. 007 Revision 00** – BrightView Landscaping – Landscape and Irrigation
- F. **RTA No. 008 Revision 01** – Giannetti Contracting Corp. – Block G Sewer Upgrade
- G. **RTA No. 009 Revision 01** – UCC Group – CDD Hardscape

Mr. DiCristina asked if the Luma Drop-Off location was in the public right-of-way (ROW). Mr. Buchler stated the location is on CDD property; it is in a public open space but not in a public, City or County ROW. In response to the question of whether the CDD maintains the Private Improvement Area (PIA), Mr. Buchler replied no.

On MOTION by Mr. Colamarino and seconded by Mr. DiCristina, with all in favor, the Recommendations to Award, as described, were ratified.

EIGHTH ORDER OF BUSINESS

Ratification of Coastal/Tishman Change Orders (support documentation available upon request)

Mr. Buchler presented the following Coastal/Tishman Change Orders:

- A. **Change Order Number 016** – Crediting Change Orders #56, pertaining to Florida Power & Light (FPL) NE 10th Street conduit redirection, and #48 pertaining to cut and caps not performed.
- B. **Change Order Number 019** – Crediting Change Orders #44, pertaining to Bull 5 for no utilities after 12” GV into former Block E, and #60, pertaining to Bull 2 for water and sewer lateral scope deletion.

- C. Change Order Number 020** – Crediting Change Orders #66, pertaining to TCG removal of 6” reinforced concrete, asphalt and permit renewal, and #67, pertaining to Bull 9 for Block G scope of services deletion.

Ms. Tabares stated the subcontractors at each building would submit their invoices for Block G services directly to the CDD.

- D. Change Order Number 021** – Crediting Change Order #69, pertaining to transfer of costs not used by the subcontractor and/or GC to a new cost savings/allowance cost code.

Ms. Tabares stated that, instead of reallocating credits back to the contingency fee, an additional line item, “new cost savings/allowance cost”, was created to prevent being charged fees twice. The fee rates for credits are 4% and 7% for expenses.

- E. Change Order Number 022** – Credits to Change Order #68 pertaining to G&S allowance not used by subcontractor. Same as above.

- F. Change Order Number 023** – Crediting Change Order #62 pertaining to Builders Risk Policy, Phase 1 and Phase 2.

- G. Change Order Number 024** – Crediting Change Order #73 pertaining to bond costs for water and sewer conveyance.

On MOTION by Mr. Chiste and seconded by Mr. DiCristina, with all in favor, Coastal/Tishman Change Orders 016 and 019 through 024, as described, were ratified.

NINTH ORDER OF BUSINESS

Ratification of Conveyance Package Submittal for Off-Site Miami-Dade Water and Sewer Department Agreement

Mr. Pawelczyk stated the water and sewer conveyance package was submitted and accepted by the County.

On MOTION by Mr. DiCristina and seconded by Mr. Chiste, with all in favor, the Conveyance Package for the Off-Site Miami-Dade Water and Sewer Department Agreement and submittal, were ratified.

TENTH ORDER OF BUSINESS

Consideration of City of Miami Tree-Permit-Planting Covenants Running with the Land and Tree Protection Bond (*in substantial form*)

A. 705 N. Miami Ave

Ms. Tabares stated that, since the Tree Permit Planting Covenant No. 18-032 was located in the area of the Plat 2 ROW and was tied to a private area, the permit was assigned to Miami A/I Commercial Association Holdings LLC. This was to plant all the trees around that area and is a requirement from the City to issue a permit. Another issue was related to the Tree Protection Bond. Mr. Pawelczyk stated that, since the CDD is a local government, a bond should not be required to ensure improvements are maintained. If it is required, it raises the question of how to fund it and would require adding it to the budget. The goal is for the City to understand that that the CDD is a Special Taxing District, to avoid posting a bond. Mr. Pawelczyk suggested creating a map indicating the landscape areas, which would help when bidding out the landscape project. Discussion ensued regarding the possible cost if the District must post a bond. Mr. Pawelczyk stated that the goal is a Master Agreement, once the project is completed, that lists the areas that would be maintained by the CDD.

B. 1001 NE 1 Ave

Ms. Tabares stated Tree Permit Planting Covenant No. 18-047 was necessary because its location, at NE 1st Avenue and 10th Street, conflicted with the drainage installation.

On MOTION by Mr. DiCristina and seconded by Ms. DiFiore with all in favor, the City of Miami Tree-Permit-Planting Covenants Running with the Land and Tree Protection Bond, in substantial form, was approved.

ELEVENTH ORDER OF BUSINESS

Consideration of FPL Energy Services, Inc., Agreement Instruments (*in substantial form*)

A. Master Lighting Services Agreement

B. Statement of Work No. 1

C. Supplemental Terms and Conditions for Pole Attachment

Ms. Cerbone stated this matter could be deferred to the next meeting, if necessary. Ms. Tabares stated that the FPL team had no issues with the comments from Ms. Cerbone and Mr.

Pawelczyk. FPL was revising the documents to include the comments and Staff would review the final version. The District cannot start work until the documents are signed. Mr. Pawelczyk stated the CDD was not in a bargaining position, in terms of early termination fees specified in the documents. He was initially concerned about the CDD being required to have insurance policies covering auto, employees and worker's compensation, as the District only carries public liability insurance but Ms. Tabares advised that FPL was willing to change that requirement, as long as the CDD's insurance was similar to the City's insurance. His understanding was that FPL was willing to include in the Agreement that the District is a local government and protected by sovereign immunity, which auditors want in all agreements. The Agreement also contains a confidentiality section, which states the Agreement must be kept confidential, to the extent required by the public records laws. Mr. Chiste stated the Board looks to the District Manager and District Counsel to review these types of documents before presenting them for approval. Mr. Pawelczyk agreed and stated, subject to the changes discussed, he approved the legal form of the document. Ms. Cerbone stated that District Management was okay with the documents, subject to recognizing the tax exempt status and inclusion of an amortization schedule for the early termination clause.

On MOTION by Mr. Chiste and seconded by Mr. Colamarino with all in favor, the FPL Energy Services, Inc., Agreement Instruments, in substantially final form, as discussed, were approved.

TWELFTH ORDER OF BUSINESS**Approval of Unaudited Financial Statements as of January 31, 2018**

Ms. Cerbone distributed and presented revised Unaudited Financial Statements as of January 31, 2018. Line items were added under "Assets" and "Fund Balances" to capture the \$2 million Capital Projects Fund obligation, relating to the Metro Mover. All Requisitions relating to the Metro Mover would be reviewed by Ms. Cerbone or Mr. Wrathell. Off-roll Assessment revenue collections were at 0%, due to Fishkind and Associates, Inc. having to reissue the assessment invoices. Payments for October, December and March were expected in the next couple of weeks. The Expenditure section was revised; figures noted in the "General fund accounting" line item were transferred over to the "Debt service fund accounting" line item. In

response to a question, Ms. Cerbone stated the first principal debt service payment would be in November, 2020.

On MOTION by Mr. Chiste and seconded by Mr. DiCristina, with all in favor, the Unaudited Financial Statements as of January 31, 2018, were approved.

THIRTEENTH ORDER OF BUSINESS

Approval of Minutes

- A. September 20, 2017 Public Hearing and Regular Meeting**
- B. November 7, 2017 Landowners' Meeting**

Ms. Cerbone presented the September 20, 2017 Public Hearing and Regular Meeting Minutes and the November 7, 2017 Landowner's Meeting Minutes and asked for any additions, deletions or corrections.

On MOTION by Mr. Colamarino and seconded by Mr. Chiste, with all in favor, the September 20, 2017 Public Hearing and Regular Meeting Minutes and the November 7, 2017 Landowners' Meeting Minutes, as presented, were approved.

FOURTEENTH ORDER OF BUSINESS

Staff Reports

- A. District Counsel: *Billing, Cochran, Lyles, Mauro & Ramsey, P.A.***
There being nothing additional to report, the next item followed.
- B. District Engineer: *Kimley-Horn and Associates, Inc.***

Mr. Buchler stated the project construction was well underway, as noted by the various packages that were awarded.

- **Amendment #2 to Contract**
******This item was an addition to the agenda.******

Mr. Buchler stated that this was related to lighting and electrical engineer services to transfer funds between categories and indicates a decrease to the sub-consultant task and an increase in the coordination categories, as well as redefining their descriptions; the total cost did not change.

On MOTION by Mr. Chiste and seconded by Mr. DiFore, with all in favor, the Amendment # 2 to Contract, was approved.

C. District Manager: *Wrathell, Hunt and Associates, LLC*

i. NEXT MEETING DATE April 18, 2018 at 11:00 A.M.

Ms. Cerbone stated that the next meeting will be held on April 18, 2018 at 11:00 a.m., at this location. If the April meeting is cancelled, the proposed Fiscal Year 2019 budget would be presented during the May meeting.

FIFTEENTH ORDER OF BUSINESS

Board Members' Comments/Requests

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

SIXTEENTH TWELFTH ORDER OF BUSINESS

Public Comments

There being no public comments, the next item followed.

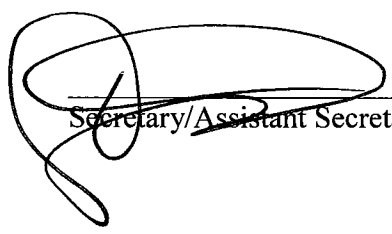
SEVENTEENTH ORDER OF BUSINESS

Adjournment

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

On MOTION by Mr. Colamarino and seconded by Mr. DiCristina, with all in favor, the meeting adjourned at 11:57 a.m.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]



Secretary/Assistant Secretary



Chair/Vice Chair