

**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 15, 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 (<i>via telephone</i>)	Vice Chair
Joseph DiCristina	Assistant Secretary
Stephen Colamarino	Assistant Secretary
Peter Brown (<i>via telephone</i>)	Assistant Secretary

Also present were:

Craig Wrathell	District Manager
Aaron E. Buchler	District Engineer
Ginger Wald	District Counsel
Marissa Neufeld	Bond Counsel

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Wrathell called the meeting to order at 11:10 a.m. Supervisors Chiste, DiCristina, and Colamarino were present, in person. Supervisors DiFiore and Brown were attending via telephone.

SECOND ORDER OF BUSINESS

Public Comments

Maria stated she was in attendance to discuss the Agreement on the agenda

THIRD ORDER OF BUSINESS

Consideration of Resolution 2018-05, Acknowledging that the Construction of a New Metromover Station at Freedom Tower and Upgrades to and Renovation of the Metromover Station at Park West are

Part of the District's Public Infrastructure Project to be Constructed, Acquired, Funded or Partially Funded from the Proceeds of the Series 2017 Bonds Issued by the District; and Providing for an Effective Date

Mr. Wrathell presented Resolution 2018-05. This Resolution reiterates Resolution 2018-03, regarding funding the construction of certain Metromover stations; specifically clarifying the commitment of ZOM Florida, Inc. (ZOM) to complete the Freedom Tower Metromover Station and the Master Developer, Miami A/I, LLC (Miami A/I) to complete the Park West Metromover Station, as well as being responsible for any shortfalls. As bond proceeds are available to fund construction, Management should be advised if funding beyond the \$2 million set aside is needed for the second Metromover station.

The following change was made:

Page 3, Section 3: Change "Wet" to "West"

On MOTION by Mr. Chiste and seconded by Mr. Colamarino, with all in favor, Resolution 2018-05, as amended, Acknowledging that the Construction of a New Metromover Station at Freedom Tower and Upgrades to and Renovation of the Metromover Station at Park West are Part of the District's Public Infrastructure Project to be Constructed, Acquired, Funded or Partially Funded from the Proceeds of the Series 2017 Bonds Issued by the District; and Providing for an Effective Date, was adopted.

- **Consideration of City of Miami, Florida Roadway Improvement and Maintenance Agreement**

*****This item, previously the Eleventh Order of Business, was presented out of order.*****

Mr. Wrathell stated that this Agreement was due to the District constructing non-standard improvements at a higher quality and standard than is required by the City of Miami. The Agreement allows the CDD to maintain these improvements.

Ms. Neufeld stated the Agreement was a standard type of agreement, typically executed by a Developer, instead of a CDD; however, the City has allowed the CDD to execute this Agreement to cover street roadway improvements. In the future, she expects to present a similar agreement with the County to cover avenue roadway improvements. The CDD improvements are listed in Exhibit "A" of the Agreement.

In response to a question regarding maintenance costs, Mr. Wrathell confirmed expenses are part of the Operations and Maintenance (O&M) budget. Ms. Neufeld stated the Agreement lists all the improvements; however, if necessary, the Agreement may be amended.

On MOTION by Mr. DiCristina and seconded by Mr. Chiste, with all in favor, Roadway Improvement and Maintenance Agreement, was approved.

******Ms. Neufeld left the meeting at 11:20 a.m.******

FOURTH ORDER OF BUSINESS

Presentation of Audited Financial Report for the Fiscal Year Ended September 30, 2017, Prepared by Grau & Associates

Mr. Wrathell presented the Audited Financial Report for Fiscal Year 2017 and described the information that could be found on each page. The Audit was submitted to the State in advance of the June 30 deadline. Per the "Independent Auditor's Report on Internal Control over Financial Reporting and on Compliance and Other Matters", on Page 23, there were no findings or instances of noncompliance or material weaknesses.

In response to the question regarding Item 6, on Page 27, Mr. Wrathell explained that it was beneficial that the CDD did not meet any financial emergency conditions. This was a clean, unqualified audit; there were no findings or instances of noncompliance.

FIFTH ORDER OF BUSINESS

Consideration of Resolution 2018-06, Accepting the Audited Financial Report for the Fiscal Year Ended September 30, 2017

Mr. Wrathell presented Resolution 2018-06.

On MOTION by Mr. Chiste and seconded by Mr. Colamarino, with all in favor, Resolution 2018-06, Accepting the Audited Financial Report for the Fiscal Year Ended September 30, 2017, was adopted.

SIXTH ORDER OF BUSINESS

Public Hearing to Hear Comments and Objections on the Adoption of the District's Final Budget for Fiscal Year 2018/2019, Pursuant to Florida Law

A. Affidavit of Publication

Mr. Wrathell presented the affidavit of publication for today's Public Hearing and Regular Meeting.

B. Consideration of Resolution 2018-07, Relating to the Annual Appropriations and Adopting the Budget for the Fiscal Year Beginning October 1, 2018, and Ending September 30, 2019; Authorizing Budget Amendments; and Providing an Effective Date

Mr. Wrathell presented the proposed Fiscal Year 2019 budget and reviewed the line items, noting increases and decreases and the reasons and the assessment amounts.

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

No members of the public were present.

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

Mr. Wrathell presented Resolution 2018-07.

On MOTION by Mr. Chiste and seconded by Mr. Colamarino, with all in favor, Resolution 2018-07, Relating to the Annual Appropriations and Adopting the Budget for the Fiscal Year Beginning October 1, 2018, and Ending September 30, 2019; Authorizing Budget Amendments; and Providing an Effective Date, was adopted.

C. Consideration of Resolution 2018-08, Imposing Special Assessments for Operations and Maintenance and Adopting an Assessment Roll; Providing a Severability Clause; and Providing an Effective Date

Mr. Wrathell presented Resolution 2018-08. Off-roll assessments will be collected in the same manner as in Fiscal Year 2018 and as specified in the Methodology Report.

On MOTION by Mr. Colamarino and seconded by Mr. DiCristina, with all in favor, Resolution 2018-08, Imposing Special Assessments for Operations and Maintenance and Adopting an Assessment Roll; Providing a Severability Clause; and Providing an Effective Date, was adopted.

SEVENTH ORDER OF BUSINESS

Ratification of Amendment #3 to the Kimley-Horn and Associates, Inc., Agreement.

Mr. Wrathell stated that Amendment #3 to the Kimley-Horn Agreement was executed by Mr. Chiste. Mr. Buchler provided an overview of the changes and stated the contract's overall net change was \$390,880. This was required due to the County's requests that certain changes to the Development and Construction phase of the project be made in order to obtain approvals, which, in turn, involved splitting plans a certain way, based on the existing site conditions, leading to changes outside the original scope of work.

On MOTION by Mr. Colamarino and seconded by Mr. DiCristina, with all in favor, Amendment #3 to the Kimley-Horn and Associates, Inc., Agreement, was ratified.

EIGHTH ORDER OF BUSINESS

Acceptance of Conveyance of Vehicular Turn-Around off of NE 2nd Avenue and Block H Closing

Mr. Buchler stated this area of the property is a public open space for future use as a drop-off point for Ubers, valets, etc., and was not included in the CDD's original improvements but would become part of it, once construction is completed.

Mr. Chiste's question regarding whether the CDD was accepting a separate warranty deed associated with this particular parcel was affirmed. Discussion ensued regarding whether the property had a clean title, when conveyance would be recorded, if an environmental study

was performed and who would maintain it. Mr. Buchler will obtain the Environmental Audit Report performed on this property.

On MOTION by Mr. DiCristina and seconded by Mr. Chiste, with all in favor, the Conveyance of Vehicular Turn-Around off of NE 2nd Avenue and Block H Closing, contingent upon the Chair's approval of the environmental condition of the property, was approved.

NINTH ORDER OF BUSINESS

Ratification of Coastal/Tishman Change Order Number 025 (support documentation available upon request)

Mr. Wrathell presented Coastal/Tishman Change Order Number 025, for \$108,720. Mr. Buchler stated this is for the purchase of off-site irrigation taps to be installed in certain areas throughout the CDD. He confirmed these were budgeted expenses; however, the delay was because the number to order was unknown until the project and zones were closer to completion.

On MOTION by Mr. Colamarino and seconded by Mr. DiCristina, with all in favor, Coastal/Tishman Change Order Number 025 for \$108,720, previously executed by the Chair, was ratified.

TENTH ORDER OF BUSINESS

Ratification of Designating Cristina Suarez and Marcos Zapata to Replace Bibiana Tabares as CDD Construction Manager

Mr. Wrathell noted the need to designate Ms. Cristina Suarez and Mr. Marcos Zapata as CDD Construction Manager, in light of Ms. Bibiana Tabares' temporary leave of absence and for record keeping purposes.

On MOTION by Mr. Colamarino and seconded by Mr. Chiste, with all in favor, designating Cristina Suarez and Marcos Zapata to replace Bibiana Tabares as CDD Construction Manager, was ratified.

ELEVENTH ORDER OF BUSINESS

Consideration of City of Miami, Florida Roadway Improvement and Maintenance Agreement

This item was presented following the Third Order of Business.

TWELFTH ORDER OF BUSINESS

Approval of Unaudited Financial Statements as of June 30, 2018

Mr. Wrathell presented the Unaudited Financial Statements as of June 30, 2018.

On MOTION by Mr. Colamarino and seconded by Mr. Chiste, with all in favor, the Unaudited Financial Statements as of June 30, 2018, were approved.

THIRTEENTH ORDER OF BUSINESS

Approval of May 16, 2018 Regular Meeting Minutes

Mr. Wrathell presented the May 16, 2018 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 16, 2018 Regular Meeting Minutes, as presented, were approved.

FOURTEENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel: *Billing, Cochran, Lyles, Mauro & Ramsey, P.A.*

There being no report, the next item followed.

B. District Engineer: *Kimley-Horn and Associates, Inc.*

Mr. Buchler stated the construction project phases were going well, including commencement of the 10th Street roadwork.

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

i. 32 Registered Voters in District as of April 15, 2018

Mr. Wrathell stated the Supervisor of Elections office reported that there were 32 registered voters residing within the boundaries of the District as of April 15, 2018; however, since the area is still under construction, the information is incorrect. He would continue to monitor this before it becomes a future issue during election proceedings.

ii. Consideration of ADA Site Compliance Proposal for Website Compliance Shield, Accessibility Policy and One (1) Annual Technological Audit

Mr. Wrathell stated that several CDDs, Counties and Cities and private and public entities are being sued by one individual, through one attorney, alleging that their websites are not compliant with the Americans with Disabilities Act (ADA) requirements for the visually impaired. Although this District was not served, Management, working with the District’s insurance carrier, who is providing coverage on Districts that were served and who have worked out settlement agreements, engaged ADA Site Compliance (ADASC), at a negotiated rate of \$199 per year, per CDD, to update and bring the CDD websites into compliance. Management is initiating new procedures that will streamline CDD websites, such as removing outdated documents and converting remaining statutorily related documents to the proper format. An ADA Compliance Seal was added to the CDD websites, which links to the Accessibility Compliance Policy and explains that steps are underway to make the website compliant and advises who to contact with questions or accommodations, in the interim.

Regarding ADA compliance, a Board Member asked if the CDD’s physical projects were being reviewed and certified, once completed. Mr. Buchler confirmed that, the City and County have their own review processes and his firm has computer-aided design (CAD) files showing the project’s entire horizontal and vertical grading. Going forward, if future Developers hire an Engineer other than the original, the Construction Manager must review these types of ADA grading issues.

On MOTION by Mr. Chiste and seconded by Mr. DiCristina, with all in favor, the ADA Site Compliance Proposal for Website Compliance Shield, Accessibility Policy and One (1) Annual Technological Audit and Management’s previously taken actions related to making the CDD website ADA-compliance, were ratified, and authorizing Management to take immediate steps to make the CDD website compliant with previously drafted Department of Justice ADA-related rules, was approved.

Mr. Wrathell stated the Attorney for the insurance carrier recommended a human audit of each District's website, which is quite costly; however, since most CCD websites are similar, he is in discussions with ADASC to negotiate a rate to perform a human audit on a prototype website and then divide those costs between the Districts.

iii. NEXT MEETING DATE: September 19, 2018 at 11:00 A.M.

The next meeting will be held on September 19, 2018 at 11:00 a.m. If the meeting is not necessary, it will be cancelled.

FIFTEENTH ORDER OF BUSINESS

Board Members' Comments/Requests

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

SIXTEENTH ORDER OF BUSINESS

Public Comments

There being no public comments, the next item followed.

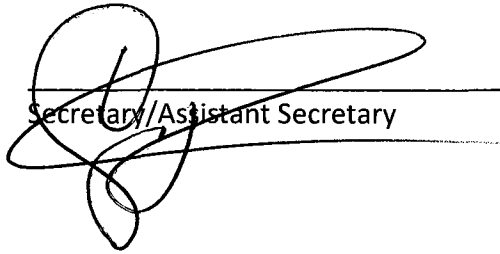
SEVENTEENTH ORDER OF BUSINESS

Adjournment

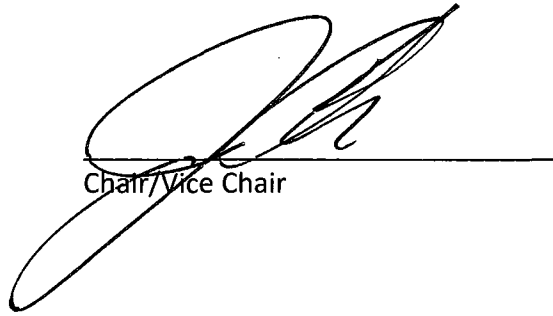
There being no further business to discuss, the meeting adjourned.

**On MOTION by Mr. Chiste and seconded by Mr. Colamarino,
with all in favor, the meeting adjourned at 12:08 p.m.**

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]



Secretary/Assistant Secretary



Chair/Vice Chair