

MINUTES OF MEETING

Each person who decides to appeal any decision made by the Board with respect to any matter considered at the meeting is advised that the person may need to ensure that a verbatim record of the proceedings is made, including the testimony and evidence upon which such appeal is to be based.

**BEXLEY
COMMUNITY DEVELOPMENT DISTRICT**

The Organizational meeting of the Board of Supervisors of Bexley Community Development District was held on **Wednesday, June 17, 2015 at 10:00 a.m.** at the office of Rizzetta & Company, Inc., located at 5844 Old Pasco Road, Suite 100, Wesley Chapel, Florida 33544.

Present and constituting a quorum were

Tom Panaseney	Board Supervisor
Jack Enfinger	Board Supervisor
Maja Barnat	Board Supervisor
Doug South	Board Supervisor
John Blakley	Board Supervisor

Also present were:

Matthew Huber	District Manager, Rizzetta & Company, Inc.
Brianne Beirl	Financial Analyst, Rizzetta & Company, Inc.
Scott Brizendine	Associate Director of Financial Services, Rizzetta & Company, Inc.
Jonathan Johnson	District Counsel, Hopping Green & Sams, P.A.
Jordan Schrader	Interim Engineer, Clearview Land Design, P.L.
Herb Boatner	Bond Counsel, Adams & Reese, LLP
Rebecca Harris	Representative, Adams & Reese, LLP
Brett Sealy	Representative, MBS Capital Markets
Robbie Cox	Representative, MBS Capital Markets
Zeep McMenamy	Representative, Newland Communities

FIRST ORDER OF BUSINESS

Call to Order

Mr. Huber called the meeting to order and conducted the roll call. He noted for the record that no audience members were present.

47 **SECOND ORDER OF BUSINESS**

**Oath of Office for New Board of
Supervisors**

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50 Mr. Huber administered the Oath of Office to the new Board Supervisors (as listed in the
51 Ordinance), Tom Panaseny, Jack Enfinger and Maja Barnat. The Supervisors swore to and
52 affirmed to the oath.

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54 Mr. Johnson noted communications that were received from the other two Supervisors
55 listed in the ordinance (Lenny Woster and Pam Parisi) which indicated that they were unable to
56 accept the appointment offered by Pasco County. The Board appointed two new Supervisors to
57 fill those vacancies in order to establish a fully constituted Board.

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On a Motion by Mr. Panaseny, seconded by Ms. Barnat, with all in favor, the Board appointed John Blakley and Doug South to the Board of Supervisors of Bexley Community Development District.

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60 Mr. Huber administered the Oath of Office to the newly appointed Board Supervisors,
61 John Blakley and Doug South. The Supervisors swore to and affirmed to the oath.

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63 **THIRD ORDER OF BUSINESS**

**Consideration of Compensation for New
Board Members**

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66 Mr. Huber asked the new Supervisors if they would like to accept or waive Supervisor
67 compensation. Mr. Blakely stated that he would like to receive compensation and the remaining
68 Supervisors stated that they would like to waive Supervisor compensation.

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70 **FOURTH ORDER OF BUSINESS**

**Consideration of Resolution 2015-01,
Appoint Chairman**

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73 Mr. Huber asked the Board to appoint a Chairman of the Board.

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On a Motion by Mr. Enfinger, seconded by Ms. Barnat, with all in favor, the Board adopted Resolution 2015-01 and appointed Mr. Tom Panaseny as Chairman, for Bexley Community Development District.

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76 **FIFTH ORDER OF BUSINESS**

**Consideration of Resolution 2015-02,
Appoint Vice Chairman**

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79 Mr. Huber asked the Board to appoint a Vice Chairman.

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On a Motion by Mr. Panaseny, seconded by Ms. Barnat, with all in favor, the Board adopted Resolution 2015-02 and appointed Mr. Jack Enfinger as Vice Chairman, for Bexley Community Development District.

81 **SIXTH ORDER OF BUSINESS** **Consideration of Resolution 2015-03,**
82 **Appoint District Manager**
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84 Mr. Huber asked the Board to appoint a District Manager.
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On a Motion by Mr. Panaseny, seconded by Mr. Enfinger, with all in favor, the Board adopted Resolution 2015-03 and appointed Rizzetta & Company, Inc. as the District Manager, for Bexley Community Development District.

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87 **SEVENTH ORDER OF BUSINESS** **Consideration of Resolution 2015-04,**
88 **Appoint Secretary**
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90 Mr. Huber asked the Board to Appoint a Secretary of the District.
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On a Motion by Mr. Panaseny, seconded by Mr. South, with all in favor, the Board adopted Resolution 2015-04 and appointed Mr. Pete Williams as Secretary, for Bexley Community Development District.

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93 **EIGHTH ORDER OF BUSINESS** **Consideration of Resolution 2015-05,**
94 **Appoint Treasurer and Assistant**
95 **Treasurer**
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97 Mr. Huber asked the Board to appoint a Treasurer and Assistant Treasurer.
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On a Motion by Mr. Panaseny, seconded by Mr. Enfinger, with all in favor, the Board adopted Resolution 2015-05 and appointed Mr. William Rizzetta as Treasurer and Mr. Joe Kennedy as Assistant Treasurer, for Bexley Community Development District.

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100 **NINTH ORDER OF BUSINESS** **Consideration of Resolution 2015-06,**
101 **Appoint Assistant Secretaries**
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103 Mr. Huber asked the Board to appoint Assistant Secretaries.
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On a Motion by Mr. Panaseny, seconded by Mr. Blakley, with all in favor, the Board adopted Resolution 2015-06 and appointed Ms. Maja Barnat, Mr. Doug South, Mr. John Blakley, Mr. Matthew Huber, and Mr. Eric Dailey as Assistant Secretaries, for Bexley Community Development District.

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106 **TENTH ORDER OF BUSINESS** **Consideration of Resolution 2015-07,**
107 **Appoint District Counsel**
108

109 Mr. Huber asked the Board to appoint District Counsel.
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On a Motion by Mr. Panaseny, seconded by Mr. Blakley, with all in favor, the Board adopted Resolution 2015-07 and appointed Hopping Green & Sams, P.A. as District Counsel, for Bexley Community Development District.

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ELEVENTH ORDER OF BUSINESS **Consideration of Resolution 2015-08,
Designate Registered Agent and
Registered Office**

Mr. Huber asked the Board to designate a Registered Agent and Registered Office.

On a Motion by Mr. Panaseny, seconded by Mr. South, with all in favor, the Board adopted Resolution 2015-08 and designated Mr. William Rizzetta as Registered Agent and designated the Registered Office as the office of Rizzetta Management Services, Inc., located at 5020 Linebaugh Avenue, Suite 200, Tampa, Florida 33624, for Bexley Community Development District.

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TWELFTH ORDER OF BUSINESS **Consideration of Resolution 2015-09,
Designate Local District Records Office**

Mr. Huber asked the Board to designate a local District Records Office within Pasco County.

On a Motion by Mr. Panaseny, seconded by Ms. Barnat, with all in favor, the Board adopted Resolution 2015-09 and designated the Office of Rizzetta & Company, Inc., located at 5844 Old Pasco Road, Suite 100, Wesley Chapel, Florida 33544 as the Local District Records Office, for Bexley Community Development District.

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THIRTEENTH ORDER OF BUSINESS **Consideration of Resolution 2015-10,
Designate Public Comment Period**

Mr. Huber asked the Board to Designate a Public Comment Period. Discussion ensued.

On a Motion by Mr. Panaseny, seconded by Ms. Barnat, with all in favor, the Board adopted Resolution 2015-10, Designating a Public Comment Period, for Bexley Community Development District.

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FOURTEENTH ORDER OF BUSINESS **Consideration of Retention of Interim
Engineer**

Mr. Huber asked the Board to select an Interim Engineer until such time as a formal RFQ for District Engineering Services can be conducted.

On a Motion by Mr. Panaseny, seconded by Mr. Blakley, with all in favor, the Board appointed Clearview Land Design LLP as Interim Engineer, for Bexley Community Development District.

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FIFTEENTH ORDER OF BUSINESS **Consideration of Travel Reimbursement Policy**

Mr. Huber presented a Travel Reimbursement Policy.

On a Motion by Mr. Panaseny, seconded by Ms. Barnat, with all in favor, the Board adopted the Travel Reimbursement Policy, as presented, for Bexley Community Development District.

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SIXTEENTH ORDER OF BUSINESS **Consideration of Resolution 2015-11, Setting Forth District Policy for Legal Defense of Board Members and Officers**

Mr. Huber asked the Board to set for the District Policy for Legal Defense of the Board Members and Officers.

On a Motion by Mr. Panaseny, seconded by Ms. Barnat, with all in favor, the Board adopted Resolution 2015-11, Setting Forth District Policy for Legal Defense of Board Members and Officers, for Bexley Community Development District.

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SEVENTEENTH ORDER OF BUSINESS **Consideration of Public Officers Liability Insurance**

Mr. Huber asked the Board to authorize District Manager and Chairman to review proposals for Public Officials Liability Insurance and approve a not-to-exceed cost of \$3,000.00

On a Motion by Mr. Panaseny, seconded by Ms. Barnat, with all in favor, the Board authorized the District Manager to buy up to Not to Exceed \$3,000 Public Officers Liability Insurance, subject to review by District Chairman, for Bexley Community Development District.

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EIGHTEENTH ORDER OF BUSINESS **Consideration of Resolution 2015-12, Authorizing the Filing of Notice of Establishment**

Mr. Huber asked the Board to Authorize the Filing of Notice of Establishment.

On a Motion by Mr. Panaseny, seconded by Mr. Enfinger, with all in favor, the Board adopted Resolution 2015-12, Authorizing the Filing of Notice of Establishment, for Bexley Community Development District.

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168 **NINETEENTH ORDER OF BUSINESS** **Consideration of Resolution 2015-13,**
169 **Adopt Records Retention Schedule**
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171 Mr. Huber asked the Board to adopt a records retention schedule.
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On a Motion by Mr. Panaseny, seconded by Ms. Barnat, with all in favor, the Board adopted Resolution 2015-13, Adopting a Records Retention Schedule, for Bexley Community Development District.

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174 **TWENTIETH ORDER OF BUSINESS** **Authorization of RFQ for District**
175 **Engineer**

176 Mr. Huber asked the Board to authorize the process for requests for qualifications for
177 District Engineering Services.
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On a Motion by Mr. Panaseny, seconded by Mr. Enfinger, with all in favor, the Board authorized District Management to run an advertisement for Requests for Qualifications for District Engineering Services, for Bexley Community Development District.

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180 **TWENTY-FIRST ORDER OF BUSINESS** **Consideration of Resolution 2015-14,**
181 **Authorizing Chairman to Execute Plats,**
182 **Permits and Conveyances**
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184 Mr. Huber asked the Board to authorize the Chairman to execute plats, permits, and
185 conveyances.
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On a Motion by Mr. Panaseny, seconded by Mr. South, with all in favor, the Board adopted Resolution 2015-14, Authorizing the Chairman to Execute Plats, Permits, and Conveyances, for Bexley Community Development District.

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188 **TWENTY-SECOND ORDER OF BUSINESS** **Consideration of Resolution 2015-15,**
189 **Designate Regular Meeting Dates, Time**
190 **and Location**
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192 Mr. Huber asked the Board to adopt a meeting schedule for the remainder of Fiscal Year
193 2014/2015. Discussion ensued regarding meeting dates and location.
194

On a Motion by Mr. Panaseny, seconded by Ms. Barnat, with all in favor, the Board adopted Resolution 2015-15, Designating Regular Meeting Dates, Time and Location for the Remainder of Fiscal Year 2014/2015, which will be held on July 22, 2015, August 26, 2015, and September 23, 2015 at 1:00 p.m., to be held at the office of Rizzetta & Company, Inc., located at 5844 Old Pasco Road, Suite 100, Wesley Chapel, Florida 33544, for Bexley Community Development District.

196 **TWENTY-THIRD ORDER OF BUSINESS** **Consideration of Establishment of Audit**
197 **Committee and Setting the First Meeting**
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199 Mr. Huber asked the Board to select an Audit Committee and set the first meeting of the
200 Committee prior to the start of the regular BOS meeting.
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On a Motion by Mr. Panaseny, seconded by Mr. Blakley, with all in favor, the Board appointed the Board to serve as the Audit Committee and Authorized the District Manager to run an ad for the First Meeting of the Audit Committee for July 22, 2015 to be held prior to the start of the regular BOS meeting at 1:00 p.m., at the office of Rizzetta & Company, Inc., located at 5844 Old Pasco Road, Suite 100, Wesley Chapel, Florida 33544, for Bexley Community Development District.

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203 **TWENTY-FOURTH ORDER OF BUSINESS** **Consideration of Resolution 2015-16,**
204 **Approving a Proposed Budget for FY**
205 **2014/2015 for Submission to County and**
206 **Set Date, Time, Place for Public Hearing**
207

208 Mr. Huber provided an overview of the proposed budget for fiscal year 2014/2015 and
209 asked the Board to approve the proposed budget and set a public hearing thereon.
210

On a Motion by Mr. Panaseny, seconded by Ms. Barnat, with all in favor, the Board adopted Resolution 2015-16, Approving a Proposed Budget for Fiscal Year 2014/2015, Authorizing Submittal to the County, and Set the Public Hearing on the Final Budget for August 26, 2015 at 1:00 p.m., to be held at the office of Rizzetta & Company, Inc., located at 5844 Old Pasco Road, Suite 100, Wesley Chapel, Florida 33544, for Bexley Community Development District.

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212 **TWENTY-FIFTH ORDER OF BUSINESS** **Consideration of Resolution 2015-17,**
213 **Approving a Proposed Budget for FY**
214 **2015/2016 for Submission to County and**
215 **Set Date, Time, Place for Public Hearing**
216

217 Mr. Huber provided an overview of the proposed budget for fiscal year 2015/2016 and
218 asked the Board to approve the proposed budget and set a public hearing thereon.
219

On a Motion by Mr. Panaseny, seconded by Mr. Blakley, with all in favor, the Board adopted Resolution 2015-17, Approving a Proposed Budget for Fiscal Year 2015/2016, Authorizing Submittal to the County, and Set the Public Hearing on the Final Budget for August 26, 2015 at 1:00 p.m., to be held at the office of Rizzetta & Company, Inc., located at 5844 Old Pasco Road, Suite 100, Wesley Chapel, Florida 33544, for Bexley Community Development District.

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222 **TWENTY-SIXTH ORDER OF BUSINESS** **Consideration of Resolution 2015-18,**
223 **Setting Date, Time and Place and**
224 **Authorize Publication of Notice of Public**
225 **Hearing on Rules of Procedure**
226
227 Mr. Huber asked the Board to set a date, time and place for a public hearing on Rules of
228 Procedure and to also authorize publication of required notice. Discussion regarding competitive
229 bidding in the Rules of Procedure.
230

On a Motion by Mr. Panaseny, seconded by Ms. Barnat, with all in favor, the Board adopted Resolution 2015-18, Authorize Notice of a Public Hearing on the Rules of Procedure and Setting the Public Hearing on the Rules of Procedure for August 26, 2015 at 1:00 p.m., to be held at the office of Rizzetta & Company, Inc., located at 5844 Old Pasco Road, Suite 100, Wesley Chapel, Florida 33544, for Bexley Community Development District.

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232 **TWENTY-SEVENTH ORDER OF BUSINESS** **Consideration of Resolution 2015-19,**
233 **Setting Date, Time and Location and**
234 **Authorize Publication of Notice of Public**
235 **Hearing on Uniform Method of Collecting**
236
237 Mr. Huber asked the Board to set a date, time and place for a public hearing on Uniform
238 Method of Collecting and to also authorize publication of required notice.
239

On a Motion by Mr. Panaseny, seconded by Mr. Blakley, with all in favor, the Board adopted Resolution 2015-19, Authorize Notice of a Public Hearing on the Uniform Method of Collecting and Setting the Public Hearing on the Uniform Method of Collecting for July 22, 2015 at 1:00 p.m., to be held at the office of Rizzetta & Company, Inc., located at 5844 Old Pasco Road, Suite 100, Wesley Chapel, Florida 33544, for Bexley Community Development District.

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241 **TWENTY-EIGHTH ORDER OF BUSINESS** **Consideration of Resolution 2015-20,**
242 **Setting Landowner Election**
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244 Mr. Huber asked the Board to set a Landowner Election.
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On a Motion by Mr. Panaseny, seconded by Mr. Enfinger, with all in favor, the Board adopted Resolution 2015-20, Authorize Notice of a Landowner Election and Setting the Landowner Election for July 22, 2015 at 1:00 p.m., to be held at the office of Rizzetta & Company, Inc., located at 5844 Old Pasco Road, Suite 100, Wesley Chapel, Florida 33544, for Bexley Community Development District.

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250 **TWENTY-NINTH ORDER OF BUSINESS** **Consideration of Resolution 2015-21,**
251 **Selecting District Depository**
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253 Mr. Huber asked the Board to select SunTrust Bank as a depository for funds of the
254 District.
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On a Motion by Mr. Panaseny, seconded by Mr. Blakley, with all in favor, the Board adopted Resolution 2015-21, Selecting the District Depository as SunTrust Bank, for Bexley Community Development District.

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257 **THIRTIETH ORDER OF BUSINESS** **Consideration of Resolution 2015-22,**
258 **Authorizing Bank Account Signatories**
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260 Mr. Huber asked the Board to authorize bank account signatories.
261

On a Motion by Mr. Panaseny, seconded by Ms. Barnat, with all in favor, the Board adopted Resolution 2015-22, Authorizing Bank Account Signatories as follows: Chairman, Vice Chairman, Secretary, Assistant Secretaries, and Treasurer are Designated as Authorized Signatories Related to the District Operating Bank Accounts, for Bexley Community Development District.

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263 **THIRTY-FIRST ORDER OF BUSINESS** **Consideration of Resolution 2015-23,**
264 **Approve Disbursement for Expenses**
265

266 Mr. Huber asked the Board to Approve Disbursement of Funds for Expenses.
267

On a Motion by Mr. Panaseny, seconded by Mr. Enfinger, with all in favor, the Board adopted Resolution 2015-23, Approving Disbursement of Funds for District Expenses, for Bexley Community Development District.

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269 **THIRTY-SECOND ORDER OF BUSINESS** **Consideration of Funding Agreement,**
270 **Fiscal Year 2014/2015**
271

272 Mr. Huber presented a funding agreement for fiscal year 2014/2015. Discussion ensued
273 regarding pay as you go.
274

On a Motion by Mr. Panaseny, seconded by Mr. Blakley, with all in favor, the Board approved a Funding Agreement for Fiscal Year 2014/2015 in substantial form subject to final review by developer's counsel, for Bexley Community Development District.

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276 **THIRTY-THIRD ORDER OF BUSINESS** **Consideration of Funding Request**
277

278 Mr. Huber presented a funding request for fiscal year 2015/2016.

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On a Motion by Mr. Panaseny, seconded by Ms. Barnat, with all in favor, the Board approved a Funding Request for Fiscal Year 2015/2016, for Bexley Community Development District.

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281 **THIRTY-FOURTH ORDER OF BUSINESS** **Consideration of Financing Team**
282 **Funding Agreement**

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284 Mr. Huber presented the financing team funding agreement.

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On a Motion by Mr. Panaseny, seconded by Mr. Blakely, with all in favor, the Board approved the Financing Team Funding Agreement in substantial form subject to final review, for Bexley Community Development District.

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287 **THIRTY-FIFTH ORDER OF BUSINESS** **Consideration of Resolution 2015-24,**
288 **Appointing Bond Counsel**

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290 Mr. Huber asked the Board to appoint Bond Counsel.

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On a Motion by Mr. Panaseny, seconded by Ms. Barnat, with all in favor, the Board adopted Resolution 2015-24, Appointing Herb Boatner at Adams & Reese LLP as Bond Counsel, and further approved the Bond Counsel agreement, for Bexley Community Development District.

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293 **THIRTY-SIXTH ORDER OF BUSINESS** **Consideration of Resolution 2015-25,**
294 **Appointing Investment Banker**

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296 Mr. Huber asked the Board to appoint an Investment Banker.

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On a Motion by Mr. Panaseny, seconded by Mr. Blakely, with all in favor, the Board adopted Resolution 2015-25, Appointing Brett Sealy at MBS Capital Markets LLC as Investment Banker, for Bexley Community Development District.

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299 **THIRTY-SEVENTH ORDER OF BUSINESS** **Consideration of Retention of Financial**
300 **Consultant**

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302 Mr. Huber asked the Board to appoint a Financial Consultant. Mr. Huber noted this
303 service was part of the Rizzetta & Company, Inc. District Management contract previously
304 approved.

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On a Motion by Mr. Panaseny, seconded by Mr. Enfinger, with all in favor, the Board appointed Rizzetta & Company, Inc. as Financial Consultant, for Bexley Community Development District.

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308 **THIRTY-EIGHTH ORDER OF BUSINESS** **Consideration of Selection of Trustee**

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Mr. Huber asked the Board to appoint a Trustee.

On a Motion by Mr. Panaseny, seconded by Mr. South, with all in favor, the Board appointed Janice Entsminger with US Bank as Trustee, for Bexley Community Development District.

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THIRTY-NINTH ORDER OF BUSINESS **Consideration of Engineer's Report**

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Mr. Schrader presented the Engineer's Report and stated that he would have an updated report at the July 22nd Board meeting.

On a Motion by Mr. Panaseny, seconded by Mr. South, with all in favor, the Board approved the Engineer's Report subject to final review, for Bexley Community Development District.

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FORTIETH ORDER OF BUSINESS **Consideration of Assessment Methodology Report**

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Ms. Beirl presented the Assessment Methodology Report. Discussion ensued regarding the villas being 40 ft.

On a Motion by Mr. Panaseny, seconded by Ms. Barnat, with all in favor, the Board approved the Assessment Methodology Report as presented, for Bexley Community Development District.

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FORTY-FIRST ORDER OF BUSINESS **Consideration of Resolution 2015-26, Declaring Special Assessments**

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Mr. Johnson provided an overview of the resolution.

On a Motion by Mr. Panaseny, seconded by Mr. Blakley, with all in favor, the Board adopted Resolution 2015-26, Declaring Special Assessments, for Bexley Community Development District.

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FORTY-SECOND ORDER OF BUSINESS **Consideration of Resolution 2015-27,
Setting Public Hearing on Special
Assessments**

Mr. Huber asked the Board to set a public hearing on the special assessments.

On a Motion by Mr. Panaseny, seconded by Mr. South, with all in favor, the Board adopted Resolution 2015-27, Setting a Public Hearing on Special Assessments on July 22, 2015 at 1:00 p.m., Declaring Special Assessment, to be held at the office of Rizzetta & Company, Inc., located at 5844 Old Pasco Road, Suite 100, for Bexley Community Development District.

FORTY-THIRD ORDER OF BUSINESS **Consideration of Resolution 2015-28,
Authorizing Master Indenture**

Mr. Johnson provided an overview of the resolution.

On a Motion by Mr. Panaseny, seconded by Mr. South, with all in favor, the Board adopted Resolution 2015-28, Authorizing Master Indenture, for Bexley Community Development District.

FORTY-FOURTH ORDER OF BUSINESS **Staff Reports**

- A. District Counsel
Mr. Johnson briefly reviewed the Sunshine Laws for the new Board Supervisors.
- B. Interim Engineer
Mr. Schrader advised he had no report.
- C. District Manager
Mr. Huber reminded everyone that the next meeting was scheduled for July 22, 2015 at 1:00 pm.

FORTY-FIFTH ORDER OF BUSINESS **Supervisor Requests and Audience
comments**

Mr. Huber opened the floor for Supervisor requests and comments. Mr. Huber stated for the record that no audience members were present. Mr. Panaseny inquired about a resolution authorizing District Chairman to authorize proposals up to a predetermined amount.

FORTY-SIXTH ORDER OF BUSINESS **Adjournment**

Mr. Huber stated there was no further business to come before the Board and asked for a motion to adjourn the meeting.

On a Motion by Mr. Panaseny, seconded by Mr. South, with all in favor, the Board adjourned the meeting at 11:04 a.m., for Bexley Community Development District.

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Secretary / Assistant Secretary



Chairman / Vice Chairman