

**MINUTES OF MEETING
WATER STREET TAMPA
IMPROVEMENT DISTRICT**

An Organizational Meeting of the Board of Supervisors of the Water Street Tampa Improvement District was held on Wednesday, July 18, 2018 at 9:00 a.m., at 615 Channelside Drive, Suite 101A, Tampa, Florida 33602.

Present at the meeting were:

Kim Madison	Chair
Damian Presiga	Assistant Secretary
Scott Kelley	Assistant Secretary

Also present were:

Craig Wrathell	District Manager
Jonathan Johnson	District Counsel
Lindsay Whelan	Hopping Green & Sams, P.A.
Jim Shimberg	Developer's Counsel, Strategic Property Partners
Tim Johnson	Strategic Property Partners
Gregory Feldkamp	Strategic Property Partners

FIRST ORDER OF BUSINESS

Call to Order/Roll Call

Mr. Wrathell called the meeting to order at 9:12 a.m.

SECOND ORDER OF BUSINESS

Public Comments

There being no public comments, the next item followed.

GENERAL DISTRICT MATTERS

THIRD ORDER OF BUSINESS

Administration of Oath of Office to Initial Board of Supervisors *(the following will also be provided in a separate package)*

Mr. Wrathell, a Notary of the State of Florida, administered the Oath of Office to Ms. Kim Madison, Mr. Damian Presiga and Mr. Scott Kelley. The Oath of Office would be administered to Mr. Josh Taube at another time.

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. Review of Special Act**
- 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**

Mr. Johnson stated that it is important to respond to all public records requests, so Board Members should forward all public records requests to him and the District Manager.

FOURTH ORDER OF BUSINESS

**Consideration of Resolution 2018-01,
Canvassing and Certifying the Results of
the Landowners' Election of Supervisors
Held Pursuant to the Special Act, and
Providing for an Effective Date**

Mr. Wrathell presented Resolution 2018-01. The results were as follows:

Damian Presiga	Seat 1	30 votes	Term expires November 17, 2020
Kim Madison	Seat 2	33 votes	Term expires November 15, 2022
Rhonda Nelson	Seat 3	33 votes	Term expires November 15, 2022
Scott Kelley	Seat 4	30 votes	Term expires November 17, 2020
Josh Taube	Seat 5	33 votes	Term expires November 15, 2022

On MOTION by Ms. Madison and seconded by Mr. Presiga, with all in favor, Resolution 2018-01, Canvassing and Certifying the Results of the Landowners' Election of Supervisors Held Pursuant to the Special Act, and Providing for an Effective Date, was adopted.

FIFTH ORDER OF BUSINESS

**Consideration of Resolution 2018-02,
Electing the Officers of the District and
Providing for an Effective Date**

Mr. Wrathell presented Resolution 2018-02. For administrative purposes, he asked to be designated Secretary and Treasurer, Ms. Cindy Cerbone as Assistant Secretary and Mr. Jeff Pinder as Assistant Treasurer. Mr. Presiga nominated the following slate of officers:

Kim Madison	Chair
Rhonda Nelson	Vice Chair
Craig Wrathell	Secretary
Damian Presiga	Assistant Secretary
Scott Kelley	Assistant Secretary
Josh Taube	Assistant Secretary
Cindy Cerbone	Assistant Secretary
Craig Wrathell	Treasurer
Jeff Pinder	Assistant Treasurer

On MOTION by Mr. Kelley and seconded by Ms. Madison, with all in favor, Resolution 2018-02, Electing the Officers of the District and Providing for an Effective Date, was adopted.

ORGANIZATIONAL MATTERS

SIXTH ORDER OF BUSINESS

**Consideration of the Following
Organizational Matters:**

- A. Resolution 2018-03, Appointing and Fixing the Compensation of the District Manager; Appointing a Methodology Consultant; and Providing an Effective Date**
- Consideration of Agreement for District Management Services: *Wrathell, Hunt and Associates, LLC***

Mr. Wrathell presented Resolution 2018-03. This Resolution would appoint Wrathell, Hunt and Associates, LLC (WHA) as District Manager and Methodology Consultant. He reviewed the fees and limited District activities in the beginning and certain fees that would only be incurred as services are performed.

On MOTION by Mr. Kelley and seconded by Mr. Presiga, with all in favor, Resolution 2018-03, Appointing and Fixing the Compensation of the District Manager; Appointing a Methodology Consultant; and Providing an Effective Date, was adopted.

B. Resolution 2018-04, Appointing District Counsel for the District, Authorizing Compensation and Providing for an Effective Date

- **Consideration of District Counsel Retainer Agreement: *Hopping Green & Sams, P.A.***

Mr. Wrathell presented Resolution 2018-04. The proposed Hopping, Green & Sams, P.A. (HGS) Fee Agreement outlined District Counsel's terms and fees. Mr. Johnson stated that HGS was Counsel for establishment of the District. He noted his and his firm's experience and the fee schedule.

On MOTION by Mr. Presiga and seconded by Ms. Madison, with all in favor, Resolution 2018-04, Appointing District Counsel for the District, Authorizing Compensation and Providing for an Effective Date, was adopted.

C. Resolution 2018-05, Designating a Registered Agent and Registered Office of the District, and Providing for an Effective Date

Mr. Wrathell presented Resolution 2018-05.

On MOTION by Ms. Madison and seconded by Mr. Kelley, with all in favor, Resolution 2018-05, Designating Mr. Jonathan Johnson as Registered Agent and 119 South Monroe Street, Suite 300, Tallahassee, Florida 32301 as Registered Office of the District; and Providing for an Effective Date, was adopted.

D. Resolution 2018-06, Designating the Primary Administrative Office and Principal Headquarters of the District; Designating the Location of the Local District Records Office; and Providing an Effective Date

Mr. Wrathell presented Resolution 2018-06. It will be necessary to designate an Office of Record in the county of the District.

This item was deferred.

E. Resolution 2018-07, Setting Forth the Policy of the District Board of Supervisors with Regard to the Support and Legal Defense of the Board of Supervisors, and District Officers and Providing for an Effective Date

- **Authorization to Obtain General Liability and Public Officers' Insurance**

Mr. Wrathell presented Resolution 2018-07. This Policy states that the District will defend its Board Members, Officers and Staff, in performing their duties. Ms. Whelan stated that the Board Member would not be covered if they did something outside their official duties or something wanton and willful disregard. Board Members should immediately forward or notify the District Manager and District Counsel if they are served or a demand letter is received, etc., as time is limited to report it to the insurance carrier. Mr. Wrathell noted that the District has sovereign immunity, which covers up to a certain amount but still recommended \$1 million in Directors and Officers (D&O) Liability insurance coverage, in the event something occurred and a higher judgment was approved. The annual premium would be \$5,500. Districts with higher profile projects often obtain a policy of \$5 million, at a cost of approximately \$11,000.

On MOTION by Ms. Madison and seconded by Mr. Presiga, with all in favor, Resolution 2018-07, Setting Forth the Policy of the District Board of Supervisors with Regard to the Support and Legal Defense of the Board of Supervisors, and District Officers and Providing for an Effective Date, was adopted.

On MOTION by Mr. Kelley and seconded by Ms. Madison, with all in favor, authorizing Staff to obtain \$5 million in General Liability and Public Officers' insurance, was approved.

F. Resolution 2018-08, Providing for the Public's Opportunity to be Heard; Designating Public Comment Periods; Designating a Procedure to Identify Individuals Seeking to be Heard; Addressing Public Decorum; Addressing Exceptions; and Providing for Severability and an Effective Date

Mr. Wrathell presented Resolution 2018-08. This Resolution sets forth the District's policy for public comment and outlines the procedures for public comments.

On MOTION by Mr. Presiga and seconded by Mr. Kelley, with all in favor, Resolution 2018-08, Providing for the Public's Opportunity to be Heard; Designating Public Comment Periods; Designating a Procedure to Identify Individuals Seeking to be Heard; Addressing Public Decorum; Addressing Exceptions; and Providing for Severability and an Effective Date, was adopted.

- G. Resolution 2018-09, Providing for the Appointment of a Records Management Liaison Officer; Providing the Duties of the Records Management Liaison Officer; Adopting a Records Retention Policy; and Providing for Severability and Effective Date**

Mr. Wrathell presented Resolution 2018-09.

On MOTION by Mr. Kelley and seconded by Mr. Presiga, with all in favor, Resolution 2018-09, Providing for the Appointment of a Records Management Liaison Officer; Providing the Duties of the Records Management Liaison Officer; Adopting a Records Retention Policy; and Providing for Severability and Effective Date, was adopted.

- H. Resolution 2018-10, Granting the Chair the Authority to Execute Real and Personal Property Conveyance and Dedication Documents, Plats, Site Plans and Other Documents Related to the Development of the District's Improvements; Approving the Scope and Terms of Such Authorization; Providing a Severability Clause; and Providing an Effective Date**

Mr. Wrathell presented Resolution 2018-10. This grants the Chair and Vice Chair authority to work with the District Engineer, District Counsel and Staff and sign certain documents in between meetings. As a District Engineer is not yet selected, Mr. Johnson recommended adopting the Resolution but omitting all references to the District Engineer.

On MOTION by Mr. Presiga and seconded by Ms. Madison, with all in favor, Resolution 2018-10, Granting the Chair the Authority to Execute Real and Personal Property Conveyance and Dedication Documents, Plats, Site Plans and Other Documents Related to the Development of the District's Improvements; Approving the Scope and Terms of Such Authorization; Providing a Severability Clause; and Providing an Effective Date, amended as recommended by District Counsel, was adopted.

- I. Resolution 2018-11, Authorizing, Ratifying, Confirming and Approving the Recording of the Notice of Establishment of the Water Street Tampa Improvement District, and Providing for an Effective Date**

Mr. Wrathell presented Resolution 2018-11. The Notice of Establishment was already filed and recorded in County property records.

On MOTION by Mr. Presiga and seconded by Ms. Madison, with all in favor, Resolution 2018-11, Authorizing, Ratifying, Confirming and Approving the Recording of the Notice of Establishment of the Water Street Tampa Improvement District, and Providing for an Effective Date, was adopted.

J. Authorization of RFP for Annual Audit Services

- **Designation of Board of Supervisors as Audit Committee**

Mr. Wrathell presented the Request for Proposals (RFP) For Annual Audit Services.

On MOTION by Mr. Kelley and seconded by Mr. Presiga, with all in favor, authorizing the District Manager to advertize the Request for Proposals for Annual Auditing Services and designating the Board as the Audit Selection Committee, were approved.

K. Strange Zone, Inc., Quotation #M18-1005 for District Website Design, Maintenance and Domain

Mr. Wrathell presented the Strange Zone, Inc. (SZI) proposal for website creation and annual maintenance, hosting, email domain registration and SSL certificates. All CDDs must have a website. He discussed recent litigation against other CDDs due to noncompliance with Americans with Disabilities Act (ADA) website requirements for the visually impaired and Management's engagement of a company to bring its CDDs' websites into compliance. Mr. Johnson discussed the ADA website litigation and noted that a process was set to mitigate potential lawsuits.

On MOTION by Mr. Presiga and seconded by Mr. Kelley, with all in favor, the Strange Zone, Inc., Quotation # M18-1005 for District Website Services, Design, Maintenance and Domain, in the amount of \$1,679.99, was approved.

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

Mr. Wrathell presented the ADA Site Compliance (ADASC) proposal.

On MOTION by Ms. Madison and seconded by Mr. Presiga, with all in favor, the ADA Site Compliance Proposal for Website Compliance Shield, Accessibility Policy and One (1) Annual Technological Audit, was approved.

M. Resolution 2018-12, To Designate the Date, Time and Place of Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting (1) Rules of Procedure and (2) Rule Establishing Public Infrastructure Fee; and Providing an Effective Date

i. Rules of Procedure

Mr. Wrathell stated that the Rules of Procedure are based generally on the Statute requirements and sets forth the District's processes and procedures for meetings, agendas, competitive bid process, etc. Mr. Johnson stated that the Rules of Procedure would not be approved today; the purpose today is to set the Public Hearing.

ii. Rule Notices

- **Notice of Rule Development**
- **Notice of Rulemaking**

Sample Notices were provided for informational purposes.

Mr. Wrathell presented Resolution 2018-12.

On MOTION by Mr. Kelley and seconded by Mr. Presiga, with all in favor, Resolution 2018-12, To Designate the Date, Time and Place of October 3, 2018 at 1:00 p.m., at 615 Channelside Drive, Suite 101A, Tampa, Florida 33602 for a Public Hearing and Authorization to Publish Notice of Such Hearing for the Purpose of Adopting (1) Rules of Procedure and (2) Rule Establishing Public Infrastructure Fee; and Providing an Effective Date, was adopted.

N. Resolution 2018-13, Designating Dates, Times and Locations for Regular Meetings of the Board of Supervisors of the District for Fiscal Years 2017/2018 and 2018/2019 and Providing for an Effective Date

Mr. Wrathell presented Resolution 2018-13.

This item was deferred.

O. Resolution 2018-14, Approving the Florida Statewide Mutual Aid Agreement; Providing for Severability; and Providing for an Effective Date

Mr. Wrathell presented Resolution 2018-14.

This item was deferred.

BANKING MATTERS

SEVENTH ORDER OF BUSINESS

**Consideration of the Following Banking
Matters:**

**A. Resolution 2018-15, Designating a Public Depository for Funds of the District, and
Providing an Effective Date**

Mr. Wrathell presented Resolution 2018-15. Although SunTrust Bank was preferred, the Board could choose another bank as the Qualified Public Depository for the District's accounts.

On MOTION by Ms. Madison and seconded by Mr. Presiga, with all in favor, Resolution 2018-15, Designating SunTrust as the Public Depository for Funds of the District, and Providing an Effective Date, was adopted.

**B. Resolution 2018-16, Authorizing District Manager to Establish a District Operating
Bank Account(s) and Designating the Authorized Signatories for the District's
Operating Bank Account(s); and Providing for an Effective Date**

Mr. Wrathell presented Resolution 2018-16. The District Manager, Chair, Secretary, Treasurer and Assistant Treasurer would be authorized signatories for the checking account.

On MOTION by Mr. Presiga and seconded by Ms. Madison, with all in favor, Resolution 2018-16, Authorizing District Manager to Establish a District Operating Bank Account(s) and Designating the Authorized Signatories for the District's Operating Bank Account(s); and Providing for an Effective Date, was adopted.

BUDGETARY MATTERS

EIGHTH ORDER OF BUSINESS

**Consideration of the Following Budgetary
Matters:**

**A. Resolution 2018-17, Approving a Proposed Budget for the Remainder of Fiscal Year
2017/2018 and Setting a Public Hearing Thereon Pursuant to Florida Law; Addressing
Transmittal, Posting and Publication Requirements; and Providing an Effective Date**

Mr. Wrathell presented Resolution 2018-17. He reviewed the proposed Fiscal Year 2018 budget line items and noted that the District is Landowner-funded. Expenses would be funded by the Landowner as they are incurred.

On MOTION by Mr. Kelley and seconded by Ms. Madison, with all in favor, Resolution 2018-17, Approving a Proposed Budget for the Remainder of Fiscal Year 2017/2018 and Setting a Public Hearing Thereon Pursuant to Florida Law for October 3, 2018 at 1:00 p.m., at 615 Channelside Drive, Suite 101A, Tampa, Florida 33602; Addressing Transmittal, Posting and Publication Requirements; and Providing an Effective Date, was adopted.

B. Fiscal Year 2017/2018 Budget Funding Agreement

Mr. Wrathell presented the Fiscal Year 2018 Funding Agreement. Mr. Johnson suggested approval, subject to final review and comment from Developer's Counsel.

On MOTION by Ms. Madison and seconded by Mr. Presiga, with all in favor, the Fiscal Year 2017/2018 Budget Funding Agreement, subject to final review and comment from Developer's Counsel, was approved.

C. Resolution 2018-18, Approving a Proposed Budget for Fiscal Year 2018/2019 and Setting a Public Hearing Thereon Pursuant to Florida Law; Addressing Transmittal, Posting and Publication Requirements; and Providing an Effective Date

Mr. Wrathell presented Resolution 2018-18. He reviewed the proposed Fiscal Year 2019 budget line items and noted that the District is Landowner-funded. Expenses would be funded by the Landowner as they are incurred.

On MOTION by Mr. Presiga and seconded by Mr. Kelley, with all in favor, Resolution 2018-18, Approving a Proposed Budget for Fiscal Year 2018/2019 and Setting a Public Hearing Thereon Pursuant to Florida Law for October 3, 2018 at 1:00 p.m., at 615 Channelside Drive, Suite 101A, Tampa, Florida 33602; Addressing Transmittal, Posting and Publication Requirements; and Providing an Effective Date, was adopted.

- D. Resolution 2018-19, Adopting the Alternative Investment Guidelines For Investing Public Funds in Excess of Amounts Needed to Meet Current Operating Expenses, in Accordance With Section 218.415(17), Florida Statutes**

Mr. Wrathell presented Resolution 2018-19.

On MOTION by Mr. Presiga and seconded by Mr. Kelley, with all in favor, Resolution 2018-19, Adopting the Alternative Investment Guidelines For Investing Public Funds in Excess of Amounts Needed to Meet Current Operating Expenses, in Accordance With Section 218.415(17), Florida Statutes, was adopted.

- E. Resolution 2018-20, Authorizing the Disbursement of Funds for Payment of Certain Continuing Expenses Without Prior Approval of the Board of Supervisors; Authorizing the Disbursement of Funds for Payment of Certain Non-Continuing Expenses Without Prior Approval of the Board of Supervisors; Providing for a Monetary Threshold; and Providing for an Effective Date**

Mr. Wrathell presented Resolution 2018-20.

On MOTION by Mr. Kelley and seconded by Ms. Madison, with all in favor, Resolution 2018-20, Authorizing the Disbursement of Funds for Payment of Certain Continuing Expenses Without Prior Approval of the Board of Supervisors; Authorizing the Disbursement of Funds for Payment of Certain Non-Continuing Expenses Without Prior Approval of the Board of Supervisors; Providing for a Monetary Threshold; and Providing for an Effective Date, was adopted.

- F. Resolution 2018-21, Adopting a Policy for Reimbursement of District Travel Expenses; and Providing for Severability and an Effective Date**

Mr. Wrathell presented Resolution 2018-21.

On MOTION by Mr. Presiga and seconded by Ms. Madison, with all in favor, Resolution 2018-21, Adopting a Policy for Reimbursement of District Travel Expenses; and Providing for Severability and an Effective Date, was adopted.

G. Resolution 2018-22, Adopting Prompt Payment Policies and Procedures Pursuant to Chapter 218, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date

Mr. Wrathell presented Resolution 2018-22. Mr. Johnson recommended approval, subject to filling in the blanks, once the information is received.

On MOTION by Mr. Kelley and seconded by Mr. Presiga, with all in favor, Resolution 2018-22, Adopting Prompt Payment Policies and Procedures Pursuant to Chapter 218, Florida Statutes; Providing a Severability Clause; and Providing an Effective Date, subject to filling in the blanks, once the information is received was adopted.

H. Resolution 2018-23, Designating a Date, Time, and Location of a Public Hearing Regarding the District's Intent to Use the Uniform Method for the Levy, Collection, and Enforcement of Non-Ad Valorem Special Assessments as Authorized by Section 197.3632, Florida Statutes; Authorizing the Publication of the Notice of Such Hearing; and Providing an Effective Date

Mr. Wrathell presented Resolution 2018-23.

On MOTION by Mr. Kelley and seconded by Mr. Presiga, with all in favor, Resolution 2018-23, Designating a Date, Time, and Location of October 3, 2018 at 1:00 p.m., at 615 Channelside Drive, Suite 101A, Tampa, Florida 33602 for a Public Hearing Regarding the District's Intent to Use the Uniform Method for the Levy, Collection, and Enforcement of Non-Ad Valorem Special Assessments as Authorized by Section 197.3632, Florida Statutes; Authorizing the Publication of the Notice of Such Hearing; and Providing an Effective Date, was adopted.

NINTH ORDER OF BUSINESS

**Consideration of June 15, 2018
Landowners' Meeting Minutes**

Mr. Wrathell presented the June 15, 2018 Landowners' Meeting Minutes.

The following change was made:

Attendees: Add "Jonathan Johnson" and "District Counsel"

Line 15: Change "Greg" to "Gregory"

On MOTION by Ms. Madison and seconded by Mr. Presiga, with all in favor, the June 15, 2018 Landowners' Meeting Minutes, as amended, were approved.

TENTH ORDER OF BUSINESS

Staff Reports

A. District Counsel: *Hopping, Green & Sams, P.A.*

There being no report, the next item followed.

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

There being no report, the next item followed.

ELEVENTH ORDER OF BUSINESS

Board Members' Comments/Requests

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

TWELFTH ORDER OF BUSINESS

Public Comments

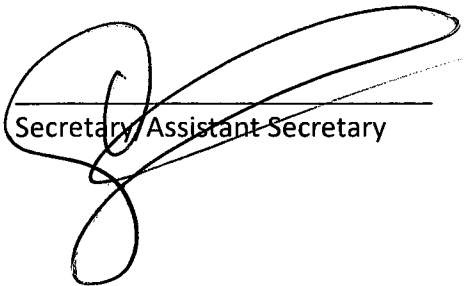
There being no public comments, the next item followed.

THIRTEENTH ORDER OF BUSINESS

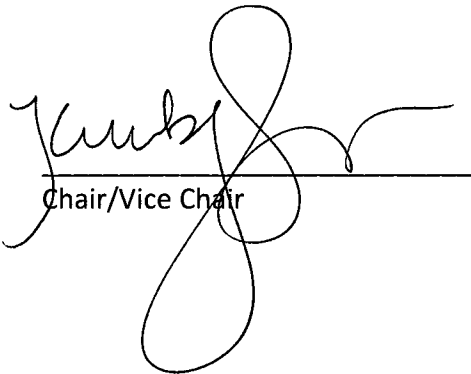
Adjournment

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

On MOTION by Mr. Presiga and seconded by Ms. Madison, with all in favor, the meeting adjourned at 10:38 a.m.



Secretary/Assistant Secretary



Chair/Vice Chair