

Minutes of Meeting
Tolomato
Community Development District

The regular meeting of the Board of Supervisors of the Tolomato Community Development District was held Tuesday March 26, 2019 at 3:00 p.m. in the Nocatee Amenity Center, 245 Nocatee Center Way, Ponte Vedra, Florida

Present and constituting a quorum were:

Richard T. Ray	Chairman
William Fitzgerald	Vice Chairman
Cherya Cavanaugh	Supervisor
Dr. Ron Howland	Supervisor

Also present were:

Jim Perry	District Manager
Katie Buchanan	District Counsel
Scott Wild	District Engineer (by telephone)
Steve Hanson	Tolomoto
Lee Hovis	Tolomoto
David Eldredge	Tolomoto
Tina Burleigh	Tolomoto
David Ray	GMS, LLC
Justin Williams	Connelly & Wicker
Maurice Rudolph	Parc Group
Joe Muhl	Parc Group

FIRST ORDER OF BUSINESS

Roll Call

Mr. Perry called the meeting to order at 3:00 p.m. and called the roll.

SECOND ORDER OF BUSINESS

Affidavit of Publication

A copy of the affidavit of publication of the notice of meeting was included in the agenda packages.

THIRD ORDER OF BUSINESS

Audience Comments

There being none, the next item followed.

FOURTH ORDER OF BUSINESS

Approval of the Minutes of the February 26, 2019 meeting

On MOTION by Mr. Ray seconded by Dr. Howland with all in favor the minutes of the February 26, 2019 meeting were approved as presented.

FIFTH ORDER OF BUSINESS

Consideration of Crosswater Amenity Design Modification Proposal from Basham & Lucas

Mr. Perry stated item five is Crosswater Amenity design modifications. The first one is from Basham & Lucas, which was included in your agenda package, the second one with Connelly & Wicker was distributed this afternoon.

Mr. Ray stated this is the next amenity, which is Crosswater Park that was brought before the board a couple months ago that is located near the new communities of Crosswater. We have already authorized the design and architecture and sent it out to bid and this requires everybody to go back to the drawing board to try to find a way to value engineer not only the structures but the entire park. The team got together and reengineered the site as well as the proposal for the architectural structures. We are expecting that the savings will be in the magnitude of \$1 million. We had to go back to the drawing board and authorize some redesign of civil and architectural, while we don't like paying for those things twice there is good reason to do that now given the financial benefit of the result, which would be a redesign of not only the site but the structure.

1. Basham & Lucas

On MOTION by Mr. Ray seconded by Ms. Cavanaugh with all in favor the Crosswater amenity design modification proposal from Basham & Lucas in the amount of \$118,400 was approved.

2. Connelly & Wicker

On MOTION by Mr. Ray seconded by Ms. Cavanaugh with all in favor the design modification proposal from Connelly & Wicker in the amount of \$85,000 was approved.

SIXTH ORDER OF BUSINESS

Staff Reports

A. Attorney

There being none, the next item followed.

B. Engineer

Mr. Wild stated the first item I would like to cover is not in the agenda package. We recently discovered when we conveyed the right of way for the conservation trail roadway project, which is just to the left of the most southerly roundabout on Crosswater Parkway, we inadvertently had the wrong legal description attached to the deed. In addition to the right of way it also had a pond parcel attached to it and we would like the board to allow us to get the legal description for the pond parcel attached to a deed and have that conveyed back to the previous landowner.

Mr. Ray stated that will be dedicated back to the district in the future when the district needs it for stormwater retention for the road.

Ms. Buchanan stated we are authorizing the conveyance back to the developer with the understanding that we will have the amount we need returned back to us.

On MOTION by Mr. Ray seconded by Dr. Howland with all in favor staff was authorized to transfer the deed to the stormwater pond back to the developer that was deeded to the district in error.

1. Construction Updates

Mr. Wild stated on the Valley Ridge cart path project that we just recently received approval from the city to put in the final signage allowing the cart path usage, to share the use with pedestrians and bicycles, the signage has been substantially completed. We have a punch list with a few minor items. We are also in the process of scheduling a walk through with the City of Jacksonville and that should happen within the next few days and hopefully, by next month that project will be completely accepted by the City of Jacksonville. It is completely done as far as the district is concerned.

Ms. Buchanan stated on the traffic signal we need to start putting together the bid package and because we just got county approval we haven't had the opportunity for ETM to put together a work authorization. We would like to have ETM have a not to exceed amount of \$5,000 to put together bid documents to bring back to the board and you would have a work authorization to ratify at your next meeting as well as an RFP package you can approve before we go to bid.

Mr. Ray stated we have always treated the way finding signs as part of what we call the transportation improvements under the master improvement plan. That is why I'm saying this would be in the transportation category.

Mr. Wild stated okay I will make that change.

On MOTION by Mr. Ray seconded by Mr. Fitzgerald with all in favor the requisition summary as amended was approved in the amount of \$134,633.32.

C. Manager

There being none, the next item followed.

D. Community Manager Report

Consideration of Tolomato Becoming a Polling Place

Mr. David Ray stated in the agenda package is a proposed agreement with the St. Johns County supervisor of elections to allow them to use Crosswater Hall as a polling place. In this agreement I would need them to change the name to Tolomato. This would not be for early voting it is only for three election days in 2020 that would require use of this room the day before, the day of election and the day after to remove the equipment. The other concern I had is signage. Signage would not be allowed until 30 or 40 feet after the turn into the welcome center parking lot. All the people waving signs would be in the spray park parking lot on election day.

Mr. Ray stated I suggest you take an aerial and draw the area that signs are allowed and give her that map and say signs are allowed in this area only.

Mr. David Ray stated nothing will be on Preservation Trail, nothing will be on Crosswater.

Ms. Buchanan stated I don't know how they would enforce that. There is a state statute but that doesn't extend it as far as you would like it to. We can establish a policy that says we don't allow election signs in these areas. If it is our road we can enforce that but not if it is a county road.

Mr. Ray stated bring a map back to the board and we can approve that during these three days we will allow signs in this box and nowhere else.

Ms. Buchanan stated yes.

Mr. David Ray stated the supervisor of elections said prior to the election they go over with candidates and others what they are allowed to do and where they are allowed to do it and I told her if signs are out there I'm picking them up and she said great.

Right now not a single person in Nocatee gets to vote in Nocatee so this is trying to help them.

Ms. Buchanan stated I have these in a lot of CDDs they do tend to use amenity centers as polling places. We frequently have them execute an addendum to this agreement that has more favorable terms relating to indemnification and damage and ensures that we still have access to the facilities. I will send you that email so you can send it to her.

Mr. David Ray stated I can bring this back next month with the map and addendum.

Mr. Ray stated put it on the next agenda and that will give the board time to think this through.

Construction Funds

Mr. David Ray stated regarding construction funds, generally I'm speaking about remaining proceeds from bond issues but our construction funds also includes funds remaining that were loaned by Sonoc Company. These construction funds I'm talking about are separate from impact fee funds, which are used for roadways and greenway trails, separate from operating dollars for day to day operations. Currently our balance sheet shows six construction funds totaling a little over \$300,000. These funds are not adequate for the remaining spray park payments as well as the Crosswater amenity. However, sometime early summer we are planning on getting refunding proceeds from the refunding of several bond series to generate a significant amount of new construction dollars, which should be able to fund remaining costs of the spray park as well as the cost of the new Crosswater amenity but we have to bridge that gap. I'm expecting the shortfall to be somewhere in the neighborhood of \$400,000 to \$600,000 depending on how quickly costs for Crosswater come in. I'm looking to pay that shortfall through general fund dollars then in the bond issue make sure it is written in such a way where we could reimburse those dollars. This month there was one item, an invoice from Carlton Construction for the spray park in the amount of \$274,121.94 that I pulled off the ETM requisition list because we don't have enough construction dollars and I would like to pay that with operating dollars and next month we will

have the retainage due in the approximate amount of \$264,000 and this will make up the large majority of dollars that would be paid out of the general fund.

Ms. Buchanan asked is there an action item or are we giving an update?

Mr. David Ray stated just an update.

Grand Opening of the Spray Park

Mr. David Ray stated the grand opening of the spray park went well; we are not having any issues that we are aware of. Right now we are seeing usage about 2 to 1 spray park over splash park and we will see in the long run if at spring break we have more kids out and adults.

The Blue Water Grill is going well, we started slow and are slowly ramping up the venue. The Sundeck, formerly Rocky's hasn't opened yet. It still needs significant additional cleaning and we would rather open it later than open it before it is totally clean. We are not worried about it until the park opens for the summer. You can still get drinks at the park, but we aren't quite ready to open the Sundeck yet.

Ms. Buchanan stated we are looking at whether using O&M money for capital and whether it is appropriate.

Mr. Perry stated it is a little different assessment base and there has been a few issues with that recently with some universities.

The one that was pulled is due now and there is an additional \$300,000 that would be due as a final payment.

Mr. David Ray stated yes.

Mr. Perry stated we have \$400,000 in carry over reserves and maybe we can do a budget amendment. We will probably bring back to the board a budget amendment of the general fund. We will create a capital reserve fund.

Ms. Buchanan stated we will bring that back and ratify it.

On MOTION by Mr. Ray seconded by Mr. Fitzgerald with all in favor staff was authorized to work with the chair to prepare a budget amendment of the general fund to provide capital reserve fund dollars in the amount of \$400,000 that will be reimbursed from the next bond issue.

A. Balance Sheet as of February 28, 2019 and Statement of Revenues and Expenditures for the Period Ended February 28, 2019

A copy of the balance sheet and statement of revenues and expenditures were included in your agenda package.

B. Construction Schedule – February 28, 2019

A copy of the construction schedule was included in your agenda package.

C. Assessment Receipt Schedule

A copy of the assessment receipt schedule was included in your agenda package.

D. Check Register

On MOTION by Mr. Ray seconded by Ms. Cavanaugh with all in favor the check register approved.

EIGHTH ORDER OF BUSINESS

Other Business

Ms. Buchanan stated I want to go back to the motion to tie up the loose ends. I do want to make sure everybody feels comfortable with what we just did. The question I asked is can we shift our O&M funds to make capital improvements because generally our O&M budget is tied to O&M assessments. I did go back and pull the appropriations resolution, which adopts our budgets and the resolution contains a provision that says, the board can authorize an increase or decrease in a line item appropriation within a fund by motion recorded in the minutes so long as the total appropriation of funds doesn't increase. Given that we have excess funds in our general fund we are okay. I just wanted to make sure.

NINTH ORDER OF BUSINESS

Supervisor's Requests and Audience Comments

Mr. Ray stated David has been with us since September and he hasn't had an opportunity to go to the slide park and we did a walkthrough of what David and his team has done and it is hard to articulate the amount of work they have done and how it looks. I don't think our splash park has looked this good since it was new. Steve has the landscaping that is trimmed and lush and looks great. There is a lot of construction work to be done and renovation and maintenance

and we are in a good place right now. It is fresh and clean and you take that and add the spray park to it we are in a good place. Thank you both.

TENTH ORDER OF BUSINESS

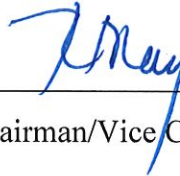
Next Schedule Regular Meeting – April 23, 2019 at 3:00 p.m. at the Nocatee Amenity Center

Mr. Perry stated our next scheduled meeting is April 23, 2019 at this location at 3:00 p.m.

On MOTION by Ms. Cavanaugh seconded by Dr. Howland with all in favor the meeting adjourned at 3:39 p.m.



Secretary/Assistant Secretary



Chairman/Vice Chairman