

**MINUTES OF MEETING
JULINGTON CREEK PLANTATION
COMMUNITY DEVELOPMENT DISTRICT**

The regular meeting of the Board of Supervisors of the Julington Creek Plantation Community Development District was held on Tuesday, October 11, 2005 at 6:00 p.m. at the Bartram Trail Branch Library, 60 Davis Pond Boulevard, St. Johns County, Florida.

Present and constituting a quorum were:

Susan Beaugrand	Chairman
Kathy Minnis	Vice Chairman
April Spears	Assistant Secretary
Brian Pincket	Assistant Secretary

Also present were:

Holly Donahue	Manager
Jonathan Johnson	Attorney
Matt Maggione	Engineer
Robert Koncar	Severn Trent Services
Stacie Hernandez	YMCA
Paul Basham	Basham & Lucas Design Group

FIRST ORDER OF BUSINESS

Roll Call

Ms. Beaugrand called the meeting to order and called the roll.

SECOND ORDER OF BUSINESS

Approval of the Minutes of the September 13, 2005 Meeting

Ms. Beaugrand stated each Board member received a copy of the September 13, 2005 meeting and requested any additions, corrections or deletions.

Mr. Pincket stated on page 10 in the third paragraph from the bottom, PGA should be changed to PZA.

Ms. Beaugrand stated on page five in the third paragraph from the bottom, the last sentence should read physically surveyed, instead of electronically surveyed. On page six, the last paragraph should read once we get the final sketch of survey.

On MOTION by Mr. Pincket seconded by Ms. Spears with all in favor the minutes of the September 13, 2005 meeting were approved as amended.

THIRD ORDER OF BUSINESS

Consideration of Matters Related to New Recreation Facility

Mr. Johnson stated you requested Mr. Basham provide a final design in order to request an adjustment from Rayland of the legal description in the contract. Mr. Basham provided the survey to Mr. Jenks. Mr. Jenks in turn had a meeting with Ms. Terwiliger, the in-house counselor for Rayland. She told him it was not a major problem but did not commit on whether it will be approved, given their contract amendment process. She indicated some key decision makers will be in place next week and she will run it through them.

Mr. Basham stated in anticipation of the boundary being approved, I generated a new site plan that I will walk you through. We will end up with a similar configuration of land. We still have a long roadway out to what feels like an island. I did not reconfigure anything upfront and it is much as it was before. However, we moved things around at the other parcel. Since the wetland area is being configured differently, giving us less land to work with, we had to shift things around. We also incorporated some of the feedback we received at our last meeting. We now have a larger parking lot. The last concept showed 155 spaces and we now have 170. We relocated the lake because it was taking up more space in that configuration. Since we had less land to work with, it made more sense to move it and we gained more parking.

We have a nice formal entry that will focus on the building itself. We still have eight tennis courts in approximately the same location, but we made all eight full size courts. In the earlier concept, the three courts at the bottom were smaller because they did not have a fence between them. It is not the preferred way but it was done this way because we were trying to fit as much as we could into our parcel. We also relocated the junior Olympic pool near the tennis courts because it is easier to control for public tournament use. Tennis tournaments and swim

meets can be held without affecting the rest of the pool area. I allocated a large space for the super pool. We have not laid out the pool but at least you can see how some of the functions are laying out.

We moved the shuffleboard court and horseshoes up to the front parcel. These are activities we talked about possibly eliminating in lieu of getting clay courts or a nicer skate park. They will be placed back down here because these activities need to be controlled. Once we design the super pool they may fit down here, although we will know better when we get through the design process.

The wetland line has somewhat dictated our boundary and we are trying to keep this parcel under 10 acres so we can do a minor modification. This configuration is 10 acres within the 27 acres we are purchasing from Rayland. When this becomes our parcel we will end up with a 35-foot edge development buffer, which also reduces the amount of area to be developed within our project. We can put a continuous exercise trail around it much like we did before, or do something else with it. Our goal was to stay under the 10 acres. If we elect a major modification there is an opportunity to pick up more land to be developed. A major modification on the entire 27 acres will create a longer time delay and we will not gain anything.

The other parcel we are currently purchasing is planted forested pine trees. We will use it as mitigation in order to create a parcel big enough to build on. It will require foresting the existing trees and leveling it out. The tree operation has created furrows between the rows, causing wetlands to grow and it is not the preferred creation areas the agencies want. We will forest as much as we can but it still leaves a tremendous wetland preserve.

Ms. Beaugrand asked do you have any idea what the distance is between Whispering Pines and the edge of our development?

Mr. Basham responded 280 feet at the narrowest point and 500 feet from the parking lot.

Ms. Spears asked is the spray park still within the super pool area?

Mr. Basham responded yes. Everything we had before in that area, such as the spray park, water slide, fun pool and wading pool will stay the same.

Ms. Behrmann stated I do not understand what foresting means.

Mr. Basham stated it is when you clear out the trees. Currently, it is planted pines and undergrowth that has grown back. We will clear, level and replant it with wetland specie type plantings. We are taking land that originally was wetlands, planted with pine trees and now taking it back to a wetland.

Ms. Behrmann asked are we required to do this?

Mr. Basham responded yes.

Ms. Behrmann asked are we budgeted for this?

Ms. Beaugrand stated we always knew about the wetland mitigation and it was part of our budget process.

Mr. Pincket asked is the mitigation on a one-to-one ratio?

Mr. Basham responded we are using preservation in some areas and our mitigation calculations may be one-to-one or five-to-one, depending on the quality of the wetlands. It is all part of our Army Corps of Engineers permit. The desire to correct our site plan is the most urgent issue because our permit currently has the incorrect site plan.

Ms. Beaugrand stated I like the site plan change. The junior Olympic pool makes more sense on that side. You do not get as much splash with the pond being up front. It makes more sense with the parking area and you still get the vista coming down the road towards the building. I also like the circle next to the basketball court and skate park.

Mr. Basham stated I added that because everyone was talking about putting gates in to close it off at certain times.

Ms. Beaugrand stated it serves as a good turnaround point for parents picking up their children at the skate park or basketball courts. Shuffleboard and horseshoes can be eliminated since they need to be maintained from the main club because of equipment needs. We will not benefit from it monetarily, so we are probably better off having a park area there.

FOURTH ORDER OF BUSINESS

Consideration of D.R. Horton's Offer to Sell Parcel 52 to the District

Mr. Johnson stated I spoke to Mr. Jenks who conveyed the Board's request for a 90-day extension on the Letter of Intent. Mr. Jenks spoke with Mr. Porter of D.R. Horton and they did not agree to a blanket 90-day extension. They are proceeding with re-engineering the parcel for four lots. However, they indicated if, at a future time, we want to make an additional offer they will entertain it but they are not willing to sign an extended agreement.

Mr. Pincket asked did we ask someone to do an analysis of the \$900,000 at the last meeting?

Mr. Johnson responded yes. If you bought the property at face value at \$900,000, assuming there is no improvement value, it will add approximately \$10 per year to the assessment contemplated for the capital project per homeowner. If you bought it at a reduced rate and put in money for improvements, it comes out a little less. Rizzetta and Company ran the analysis based on our revised bond sizing from Prager, Sealy and Company.

FIFTH ORDER OF BUSINESS

Audit Extension for September 30, 2004 Financial Statements

Ms. Donahue stated Severn Trent Services reviewed the resolutions with the County and checked the dates for the conception of the District. The County date was changed and we submitted the cover letter to the Auditor General's office. The auditor felt everything else was in order. They also indicated if anything else needs to be changed you have until December to do so.

Ms. Beaugrand stated we did not have to file an extension. Is that correct?

Ms. Donahue responded yes.

Ms. Beaugrand asked was the name changed on the front cover to read Julington Creek Plantation?

Ms. Donahue responded I will have to check on that.

Mr. Pincket stated the name needs to be changed throughout the report as well.

SIXTH ORDER OF BUSINESS

Consideration of Proposals of District Management Companies

Mr. Johnson stated last month you heard presentations from four management companies; Wrathell, Hart, Hunt & Associates, Governmental Management Services, Rizzetta & Company along with our existing management company, Severn Trent Services. The Board had an opportunity to engage in one on one conversations with any member of these firms. Three of the four are represented here tonight and available to answer any questions you may have. We have not planned any further presentation but will open it up for your discussion and consideration.

Ms. Beaugrand stated Ms. Hernandez raised a question last time whether all the management companies had the capability of handling payroll issues in the event we choose to pull the management away from the YMCA in the future and work it in-house. I spoke with all four firms and they all have the capability.

Mr. Pincket asked did you ask them if they are now performing it for anyone?

Ms. Beaugrand responded no.

Mr. Pincket stated it is not a big deal. By the time we make the decision it will be a couple of years from now and we will have enough time to figure it out.

Ms. Beaugrand stated actually we did talk about it. They are managing the same payroll issues we have now. Most of them are using ADP or other managed payroll systems.

The record will reflect Ms. Minnis joined the meeting.

Ms. Minnis asked what prompted our original request? I know we had specific issues with check requests not being processed in a timely manner.

Ms. Beaugrand responded I originally made the suggestion to look at proposals from a number of different companies for several reasons. One is to keep the process honest. We had a number of accounting and turnover issues culminating over the past year. It made sense knowing other companies are out there now and we want to ensure we do the best we can for this District.

Ms. Minnis stated the reason I asked the question is because there were issues taking up much of Ms. Hernandez's time.

Ms. Beaugrand stated I know you have gone through this process with other districts. What is the most appropriate procedure to follow?

Mr. Johnson responded there is no formal process in terms of ranking. If you can come to a motion and a second with a majority vote on any one proposal, you are free to do so.

Ms. Beaugrand stated last month we were unsure of the fee structure for Severn Trent Services. The number is estimated at \$60,480. Ms. Minnis did a comparison of the companies. Wrathell, Hart, Hunt & Associates was approximately \$59,000, Governmental Management Services was \$55,000, Rizzetta and Company was approximately \$71,400 and Severn Trent Services was at \$60,480.

Mr. Pincket stated my notes from the last meeting reflect that after further discussion, we felt the \$12,000 number in the Rizzetta & Company proposal needed to come out.

Ms. Beaugrand stated you are correct. That puts Rizzetta & Company at \$59,400. The fees are not an issue but we want to make sure we choose the best firm for our District. Mr. Abbatiello is sick tonight but Ms. Abbatiello indicated his preference after reviewing the proposals was Governmental Management Services.

Ms. Abbatiello stated I have his comments on the proposals.

Ms. Beaugrand stated we can benefit from Mr. Abbatiello's thought process on the subject. He looked at all the different aspects, including transition issues; qualifications of the managers, where their focus was from a business plan perspective and experience levels. He basically went through that process with all four firms. In his opinion Governmental Management Services is the strongest candidate.

Mr. Pincket stated I also took the decision very seriously. I am the newest member on the Board so I do not have the history of the issues relating to Severn Trent Services. I took the opportunity to make some phone calls and was able to reach two of the organizations. Based on my review of the minutes, phone conversations and review of the proposals, I am also inclined to go with Governmental Management Services. I had a conversation with Mr. Koncar of Severn Trent Services and he clearly admitted there have been problems. He did not try to sugarcoat anything and admitted it. He said Severn Trent Services has things in place to move forward and he seems like the kind of person to do that. During our conversation, he asked if we would consider giving Severn Trent Services an opportunity to correct their mistakes. Personally, I am not inclined to do that. I am inclined to take a vote and move on. Although I am impressed with Mr. Koncar and the fact they are trying to improve their service, I select Governmental Management Services.

Ms. Minnis stated one of the things bothering me about this process is the response I received when I called Severn Trent Services. They did not know who we were and were unable

to locate anyone to answer my question. I am in favor of someone who is local to our community so if there is an issue, we can meet one on one. All of the companies have the qualifications but I propose someone who is closer and familiar with this area and that is Governmental Management Services.

Ms. Spears stated I agree with what has already been said. I am thinking along the lines of having someone local and easier to contact and that is Governmental Management Services. Many of their qualifications are relatively equal. Other than Severn Trent Services, these are newer companies and we hope the background of the individuals involved will prevail. My vote is for Governmental Management Services.

Ms. Beaugrand stated I agree with everything that has been said as well. Many of the individuals who are currently with Governmental Management Services are people we have dealt with in the past through Severn Trent Services when things were moving smoothly. My preference is also Governmental Management Services. We will entertain a motion at this time.

On MOTION by Ms. Minnis seconded by Mr. Pincket with all in favor the Board selected Governmental Management Services as the new management company.
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Mr. Johnson stated for clarification of the record, this authorizes giving a 60-day notice to Severn Trent Services pursuant to their agreement, as well as the execution of a proposal with Governmental Management Services in accordance with their documents submitted to the Board.

Ms. Beaugrand stated I appreciate the time and effort from all the firms who presented their proposals. I wish everyone much luck.

SEVENTH ORDER OF BUSINESS

Staff Reports

A. Attorney

Mr. Johnson stated I received information from the Clerk of the Circuit Court on the latest distribution of impact fee credits deposited to the District's account, totaling \$88,234.00.

Ms. Minnis stated this is for the quarter. Do we have a summary?

Mr. Johnson responded I do not have one available but we can get one from the trustee showing the deposits back to the origination of the account.

Ms. Beaugrand asked does the change of the impact fees in St. Johns County impact us at all and do we get a larger share because of it?

Mr. Johnson responded I will have to look at the terms of the agreement. It may be that the settlement agreement locked it in at the then current levels and would be dependent on the settlement. I will verify that.

B. Engineer – Amendment No. 10 to Work Authorization No. 1

Mr. Maggiore stated I provided a revised Amendment No. 10 to Work Authorization No. 1 for general engineering services for the upcoming year. I spoke to the principals of the firm and expressed your concerns regarding the increase. These new rates reflect a deduction.

Ms. Beaugrand stated most of our costs will come from the Senior Engineer category. Is that correct?

Mr. Maggiore responded yes.

Ms. Beaugrand stated using that as an example, our current rate for the Senior Engineer is \$105 per hour. The original proposal was \$140 and it was changed to \$115, making it a \$10 per hour increase versus \$35. From the old to the new, we go from \$137.50 to \$165, which is the category with the largest increase. It will also have the least amount of billing coming from Mr. Miller and Mr. Mizell. Engineer went from \$90 to \$95, Project Manager is a new category at \$105, Designers/CADD went from \$75 to \$87.50, Secretary from \$32.50 to \$37.50, RLS stayed the same at \$85 and Survey Field Crew stayed the same at \$110.

Ms. Minnis asked how do we know what amount we are billed at? When England, Thims & Miller is authorized to perform work and the bill is submitted, it does not break it out.

Mr. Maggiore responded it is your prerogative to ask for timesheets and we will provide backup if needed.

Mr. Pincket asked is this something you can easily prepare?

Mr. Maggiore responded yes.

Mr. Pincket stated I ask that backup be provided with every invoice.

Mr. Maggiore stated it is prepared straight off the timesheets.

Ms. Beaugrand stated backup is needed in order to prepare the summary.

Mr. Maggiore stated we can do that.

Ms. Minnis asked do we have a comparison to anyone else's numbers?

Ms. Beaugrand responded no.

Mr. Johnson stated the information is publicly available. In order to go out to market it is necessary to go through a request for qualifications process. If you were hiring another engineer you are prohibited by Statute of receiving any fee information. You will be provided with their statement of qualifications, designating the most qualified and not until you enter into a contract will you get their fees. If you are unable to come to an agreement then you will go to the number two firm. They are compared based on qualifications as opposed to price.

Ms. Minnis asked is this as opposed to when we do a project and go out for request for proposal, similar to what we did for landscaping?

Mr. Johnson responded yes. If we put the Nanak's Landscaping contract back out for bid we are given a price. The price is one of the criteria you use in awarding the contract, although it is not the sole criteria. It is the same process the cities, counties and state uses. We all have to use the Consultants Competitive Negotiation Act, which is a qualifications based non-price solicitation. These rates are in the range of what I have seen from other engineering firms and are not out of the ordinary for the industry in Jacksonville.

Ms. Beaugrand stated I assume if you are bidding a contract you are quoting the initial proposed rates.

Mr. Maggiore stated those are our current rates are our current rates.

Mr. Pincket stated my understanding is Amendment No. 10 is simply a guide for the estimated work performed over the next year, which they estimate to be \$15,000, unless there is some unusual service required.

Ms. Beaugrand stated we will approve everything that comes through on a case-by-case basis.

Mr. Johnson stated it is what is called for in the master contract. They present you with a work authorization to approve the rates and as you task them under the work authorization they apply these rates.

Mr. Maggiore stated so far this year you were billed approximately \$3,200 through July.

On MOTION by Mr. Pincket seconded by Ms. Minnis with all in favor Amendment No. 10 to Work Authorization No. 1 for 2005/2006 General Consulting Engineering Services was approved as amended.

C. Recreation Facility Manager

Ms. Hernandez stated as of September 30th the pool is closed. We will be working on repairs, certifications, training, homeowner packets and new programs for 2006.

Mr. Pincket asked is the high school team using the pool at all now?

Ms. Hernandez responded no. I believe they only used the pool once.

Ms. Beaugrand stated you did a great job this year, Ms. Hernandez. I know it was tough. Rest up because it will be tougher next year.

D. Manager

There being no report, the next item followed.

EIGHTH ORDER OF BUSINESS

Audience Comments

Ms. Behrmann stated I want to make sure you will have the POA research on next month's agenda.

Mr. Johnson stated it is the research you requested I place on the November agenda regarding what it will take to bring some of the actions of the POA within the District and consolidate it.

Each Board member needs to go to the Supervisor of Elections' web site to check the information listed for them. I happened to check it a few weeks ago and all the information is either outdated or incorrect.

Ms. Beaugrand stated I believe I am the only one whose information is correct. It is important to have the current information listed.

Mr. Basham asked what is the status of the zoning on Parcel 50?

Mr. Johnson responded my understanding is that as D.R. Horton is re-engineering their parcel for the four lots, the paperwork is in the process of being submitted. I saw Mr. Porter today and asked whether a new hearing date was set. It has not been set, but he anticipates it will be set sometime soon, so our package and theirs will go together.

Mr. Basham asked is it the CDD or England, Thims & Miller who is handling this?

Mr. Johnson responded Rogers Towers is handling the filings, although they are running everything affecting the District through us.

Mr. Basham asked will this take care of the appropriate zoning we need for Parcel 50?

Mr. Johnson responded yes.

Mr. Basham asked what about the land use for Rayland?

Mr. Johnson responded we cannot file the paperwork until we have the contract amendment on the legal description and it is a separate filing.

Mr. Basham asked when do you anticipate this will happen?

Ms. Beaugrand responded it is in their hands right now. We are hoping it happens quickly since it is a non-issue.

Mr. Basham stated it is the appropriate time to start talking to the county, whether it is a pre-application or something else. We need to begin the process because we will end up drawing all this up and unable to do anything until we have our land use change.

Ms. Behrmann asked was the decision ever made to get commercial zoning because of the sale of alcohol?

Mr. Johnson responded we took it out of the current request because there will be no alcohol served on the airnasium parcel, which is Parcel 50.

Ms. Behrmann stated I thought we needed commercial zoning on the other parcel because of the alcohol.

Mr. Johnson stated it is still a possibility and something we will have to explore with the County. It cannot be done until we put something in front of them.

NINTH ORDER OF BUSINESS

Supervisor's Requests

Ms. Minnis asked if D.R. Horton rezones land and changes the land use, how does it affect the agreement on the impact fees?

Mr. Johnson responded it does not directly impact the agreement, other than to the extent there are no developed units. The impact fees will be paid and credits will flow to us but these units were always anticipated in the impact fee allocations. They are seeking to move units so there are no new net units anticipated.

Ms. Minnis asked is there a reduction in the net units based on rezoning?

Mr. Johnson responded I do not think so. If they do not give those units, then there may be a reduction, although it is a relatively minor one. We will monitor that from a true-up perspective as we move forward on properties as well because they are on units not there to pick up their share of the assessment and a true-up payment becomes due and payable. This is something we monitor each year as we go through the budget process but it will not have any negligible impact either way.

TENTH ORDER OF BUSINESS

Approval of Financial Statements, Pay Requests and Invoices

Ms. Donahue stated I spoke to Ms. Hernandez today and we had some questions. I want to let you know there is a credit of \$12,000. It is shown in Section II of the financials in the credit amount of \$19,665.53. I checked to ensure it was a credit because there was an extra \$12,000. There should have been \$12,000 for August and September.

Ms. Beaugrand asked did you take out the \$12,000?

Ms. Donahue responded it was credited.

Ms. Beaugrand stated others are in here three times as well. If you begin on the Accounts Payable Report with G/L No. 51941, Doc. No. 253, repairs and maintenance in the amount of \$115.35 are listed three times, and further down the page it appears three times again. Is that a triplication as well?

Ms. Donahue responded yes. They credited \$19,665.53.

Ms. Beaugrand stated all the triplicates were caught and it totals \$19,665.53.

Ms. Minnis asked what does the Doc No. represent?

Ms. Beaugrand responded it used to be a check number.

Mr. Koncar stated it is how the computer runs. It is a sequence of numbers that shows the document as a check but it is not the check number. When the accounting is done, they have specific numbers for each transaction so it is a way to reference each transaction.

Ms. Beaugrand stated but there are numerous transactions with the same doc numbers.

Ms. Minnis stated doc numbers 253 and 275 appear nine times on the first page of payables.

Ms. Beaugrand stated I suggest you review the payables list to make sure the \$19,665.53 credit accounts for all the triplications.

Ms. Donahue stated I will have it broken down for you.

Ms. Beaugrand stated it is confusing to me and I am used to looking at numbers.

On MOTION by Ms. Minnis seconded by Mr. Pincket with all in favor Pay Requests No. 109, 110 and 111 were approved.

Ms. Beaugrand stated there is a check detail from last month we questioned because an item was payable to Julington Creek Plantation for \$49,856.50. The explanation is that it is a transfer from the recreation fund to the general fund. The general fund paid this on behalf of the recreation fund and it is just a transfer within our internal accounts. The next items to be approved are check numbers 50217 through 50234, totaling \$48,159.22.

On MOTION by Ms. Minnis seconded by Mr. Pincket with all in favor check numbers 50217 through 50234, totaling \$48,159.22 were approved.

ELEVENTH ORDER OF BUSINESS

Adjournment

There being no further business,

On MOTION by Ms. Minnis seconded by Ms. Spears with all in favor the meeting was adjourned.

October 11, 2005

Julington Creek CDD

Brian Pincket
Assistant Secretary

Susan Beaugrand
Chairman

October 11, 2005

Julington Creek CDD

AGENDA ITEM

Research POA versus CDD consolidation