

MINUTES OF MEETING
CHAMPIONSGATE COMMUNITY DEVELOPMENT DISTRICT

The regular meeting of the Board of Supervisors of the ChampionsGate Community Development District was held Monday, February 15, 2016 at 2:00 p.m. at the offices of RIDA Development, 8390 ChampionsGate Boulevard, Suite 104, ChampionsGate, Florida.

Present and constituting a quorum were:

Ron Root	Chairman
Phillip Montalvo	Vice Chairman
John Lambert	Assistant Secretary
Larry Arseniadis	Assistant Secretary
Darin Tennyson	Assistant Secretary

Also present were:

George Flint	District Manager
Scott Clark	District Counsel
Mark Vincutonis	District Engineer
Yvonne Shouey	RIDA Development
Marc Reicher	RIDA Development
Teresa Viscarra	GMS

FIRST ORDER OF BUSINESS

Roll Call

Mr. Flint called the meeting to order.

SECOND ORDER OF BUSINESS

Public Comment Period

There being none, the next item followed.

THIRD ORDER OF BUSINESS

**Approval of the Minutes of the November 16,
2015 Meeting**

Mr. Flint stated next is approval of the minutes of the November 16, 2015 meeting. Are there any additions, deletions or corrections to the minutes?

There being none,

On MOTION by Mr. Root seconded by Mr. Lambert with all in favor the minutes of the November 16, 2015 meeting were approved as presented.

FOURTH ORDER OF BUSINESS

Consideration of Proposals for Drainage Improvements at Intersection of Masters Boulevard and White Shark Boulevard

Mr. Flint stated this is an item the Board has seen before and these proposals may be stale at this point but we needed to get it back on the agenda. These are proposals for the repair to the intersection of White Shark and Masters and when this was presented to the Board the last time the discussion was if there was going to be any paving work done on White Shark Boulevard it made sense to do it in conjunction with this work because there may be some cost savings in doing those together.

Mr. Montalvo joined the meeting at this time.

Mr. Flint stated you had a geotechnical firm under the direction of the District Engineer do some testing and they found it was well constructed, the base thickness, asphalt thickness was all satisfactory. The issue was before taking it over the Board felt it needed to be brought up to current standards then the District would take it over and maintain it going forward. You directed District Counsel to send a letter responding to Lennar based on their request and also Mr. Reicher and RIDA was copied on that letter and we have not gotten a response on the letter. Mr. Reicher may have an update on that issue from his perspective but we needed to bring the proposals back to you in the event we need to go forward separately with the intersection improvements. I don't believe we have contacted the contractors to see if they would extend these prices but we could do that or you could make the motion contingent upon that if you wanted to move forward with it.

Mr. Root asked are these all comparable proposals?

Mr. Vincutonis stated yes if you look at the second page that categorizes, that brings Wrights into the same ballpark with the other ones because they excluded some additions that were on the first page. Basically they are all comparable and last time we looked at it All Terrain and Wrights seemed to be the two that we were leaning towards, even though TRS is a little bit less.

Mr. Reicher stated Broc and I chatted about it and I think he was going to try to come back to you. ChampionsGate Golf is not a member of the District so this is really a request from

Lennar as a district member owning 34 acres of land saying this is my main entrance. I think they are looking to us to continue to maintain the landscape I'm not sure what the benefit of the road is. Just like we turned over the landscape certified to the District in other places I think he had some issues about that. I will let him answer formally and not speculate.

Mr. Flint stated unfortunately you were not present when this discussion took place but Scott had gone back and looked at the utility easement that was in place between RIDA and Toho and under that utility easement that road was constructed apparently because the underlying land is owned by Toho. There is a utility and access easement and I assume the golf course constructed that road to access the clubhouse.

Mr. Reicher stated we did and at that point in time the District didn't have any residents there or any other individual members trying to go there. Now that Lennar is there I think it is their contention that it should somehow be included but I will have Broc answer that because the argument is really not the golf course's because we are not members of the District.

Mr. Root stated we have been talking about this for several years and I'm wondering if this isn't the time to just do that.

Mr. Arseniadis stated I have a question for Marc. The discussion before was if RIDA would mill and asphalt this little segment at its expense is that acceptable to you or is that something you would look to Lennar to do?

Mr. Reicher stated we have had discussions on the possibility of sharing because they are obviously going to benefit with the traffic. This has been pushed to the middle of the pile between RIDA and Lennar. I will try to reconstitute it with Broc and ask him what he wants to do because I think this was Broc's petition to the Board not really CG Golf or RIDA's. I think we determined it just needed an overly it didn't need to be milled.

Mr. Vincutonis stated you are going to have to do some milling because of the islands. You are dropping water on the inside edge of pavement with that landscape island in there.

Ms. Shouey stated I do have bids on it.

Mr. Root stated there was an issue of the repair of the corner where the water was puddling we put that on hold to wait and see if the other thing was going to be done.

Mr. Reicher stated given that this is in front of us today and this is unresolved I would tell you that it is probably time to look at them separately because the road is not getting any better where it is puddling. It is not really the image we are looking for. We talk about grass that is

going brown and we have this big puddle that is tracking mud that we are scraping and spending labor time on so I think it is time to fix the road.

Mr. Root stated the question is not whether or not it is to be milled, re-asphalted and striped, but who is going to pay for it. My sense is that we should try to move this forward sooner than later and if RIDA is negotiating with Lennar in terms of who is going to pay for how much and that type of thing if that is going to be done at some point in time should we not then move forward with our plan so we don't have to wait another three to six months to get it done?

Mr. Reicher stated this is not between us and Lennar at this point. The time I'm spending with Broc is not necessarily on this item. I haven't talked to Broc about this for 30 to 45 days. We are trying to figure out how to get their product approved and get their signage, etc. This is not top of the stack.

Mr. Root stated the portion that would be the responsibility of the CDD is just at the intersection into Masters. Everything from the intersection up towards the golf course would be potentially somebody else. What do you think the potential might be as far as cost savings? Is there a potential of a lot of cost savings?

Mr. Vincutonis stated it could be \$4,000 to \$6,000 just in the mobilization between the two jobs. You might get some higher quantities on the asphalt and get some savings there.

Mr. Montalvo asked are you saying the CDD would save \$4,000 to \$6,000 if we waited to do the whole thing?

Mr. Vincutonis stated I think if both projects are bid and done together with the same contractor there would be some savings.

Mr. Root asked how would you attribute what savings to the District versus to the developer?

Mr. Flint stated you would have to prorate the MOT and mobilization.

Mr. Vincutonis stated even if you split it 50/50 it is either \$2,000 or \$2,500 savings.

Mr. Reicher stated we are a couple months away from the rainy season and if we made a decision to go forward today we would be on the front end of the rainy season and that would be good.

Mr. Arseniadis asked is there any technical benefit by waiting?

Mr. Vincutonis stated I don't think so. When you repair the drainage issue they will be doing clean lines of asphalt tying into the nose of that first island. When they mill and resurface they will connect to that same line.

Mr. Flint stated since we haven't verified the prices you may want to set a not to exceed then rank one and two and we would go to number one and if that doesn't work go to number two. You may want to do the not to exceed at \$45,000 just in case some of the prices have gone up. We are going to ask them to hold their price.

Mr. Reicher asked what is the maintenance of the traffic that you have such a huge delta?

Mr. Vincutonis stated there is a new concrete valley gutter that will be installed along the flow line so from there into Masters we are going to be milling and resurfacing about half that lane.

Mr. Flint stated these bids are six months old and when we talk to them we will find out how quickly they can get to the job. If you rank them we will take that into account when we talk to them because we are not talking about a big difference in numbers here.

On MOTION by Mr. Arseniadis seconded by Mr. Montalvo with all in favor the bidders for the repair to the intersection of White Shark and Masters were ranked from low bid to high bid and staff was authorized to negotiate a not to exceed amount of \$45,000 with the vendor who can mobilize the quickest and the Chairman was authorized to make the final decision.

FIFTH ORDER OF BUSINESS

Consideration of Pre-Feasibility Review Report from Leftwich Consulting Engineers for Masters Boulevard & Links Boulevard

Mr. Flint stated the next item is the pre-feasibility study for the proposed roundabout at Masters and Links Boulevard. You authorized Leftwich Consulting to do a preliminary analysis prior to an actual feasibility analysis and the report is in your agenda.

Mr. Arseniadis stated I don't know when they were there but the report says they didn't observe any safety issues at the time they were present.

Mr. Vincutonis stated I recognize that they are using 2014 data and in all likelihood the traffic numbers are up considerably.

Mr. Root stated it appears that the only recourse available to us is the rumble strips in spite of the fact that the study may be a little faulty and understating some of the traffic this may

end up being an incremental process that starts with another improvement of some kind such as rumble strips then as time goes on we have to reevaluate.

Mr. Montalvo stated in talking with Reese the other day he expressed the same concern about safety but his opinion is rumble strips are good until people get used to them and the only way to slow traffic around that bend is speed tables.

Mr. Flint stated it is an arterial road and when we approached the County before I'm not sure we ever got approval from them. I think the initial reaction was that we couldn't.

Mr. Reicher stated maybe some of the roads should be right turn only and not straight through.

Mr. Vincutonis stated I have spoken with the County and the feedback I got was that we could submit a request for rumble strips or speed humps and because it is a CDD controlled road they would approve it but it would have to meet specific standards of FDOT and what other requirements that are out there.

Mr. Reicher asked what about the transfer of liability if someone says the speed hump caused them to wreck?

Mr. Flint stated you do have to put a sign up and marking on the pavement. There are some things that would have to be done and I'm sure that is part of what the County is talking about.

Mr. Root stated based on this first report I don't think it is wise to spend any more money with Leftwich. I would rather write a letter to the County saying we want to put speed tables at the intersection.

Mr. Flint stated they do make some prefab ones that you bolt in and the installation is not a big deal.

<p>On MOTION by Mr. Arseniadis seconded by Mr. Montalvo with all in favor staff was directed to contact the County in writing requesting installation of speed tables at Masters and Links and Mr. Root was authorized to sign the letter.</p>
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Mr. Flint stated the District Engineer and I will set a meeting with Joedel and/or Dave Tomack and see if Mr. Root might be available as well and then send the letter.

SIXTH ORDER OF BUSINESS

Consideration of Proposals

A. Rust Control

Ms. Shouey stated SunCoast is the vendor we are using presently.

Mr. Root asked is there any reason we shouldn't go with the low bid?

Ms. Shouey stated not to my knowledge. I have used Rust-Off before not on this property but another property and they were very good and have been around a long time.

On MOTION by Mr. Root seconded by Mr. Lambert with all in favor the proposal from Rust-Off, Inc. for rust prevention in the amount of \$590 per month was approved.

B. Pressure Cleaning Sidewalks and Curbs

Ms. Shouey stated the pressure washing proposals are for cleaning everything, sidewalks, roadways and curbs.

Mr. Root stated what we found with our bid was that the company doing ours is using a solution that inhibits algae from growing. They are still going to have to come through annually and do it but it is supposed to be an algae inhibitor and it did make a difference in the way we looked at the proposals. I don't know if any of these proposers use an algae inhibitor.

Ms. Shouey stated time will tell on that.

Mr. Arseniadis stated what it came down to M&E and H&R and M&E was higher and they didn't do the treatment to kill the mold first before they power washed and they wanted less for the water.

Ms. Shouey stated none of these bidders provide their own water.

Mr. Flint stated you have three quotes and you could approve a not to exceed and direct staff to get a proposal from the other company and if it was the same or lower than M&E and it sounds like the level of service may be different so even it were the same or a little higher you might be getting a better quality product from the other company.

On MOTION by Mr. Arseniadis seconded by Mr. Montalvo with all in favor an amount not to exceed \$10,000 was approved for the pressure washing project, staff was directed to get a bid from H&R and the Chairman was authorized to sign off on the best bid.

C. Repairs to Sidewalks with Existing Trip Hazards

Mr. Flint stated these proposals are not comparable so when you are looking at the \$13,132 to \$17,236 that was a company coming in that has a special type of grinding equipment where they went through the entire CDD and identified any areas where you had any trip hazards. They have a horizontal grinding machine that is not the traditional concrete grinder, it actually cuts horizontally into it. The other company is Terry Roberts and this price is for going out and removing panels of sidewalk and repouring and there are areas that Precision Sidewalk does not do that, they just repair trip hazards. I didn't want there to be confusion that these were comparable scopes of work because they are not.

Ms. Shouey stated I had them go through the whole property and this is the report they came back with and then they linked it to least severe and most severe.

Mr. Flint stated Terry Roberts gave us a price range so they are only going to charge for what they actually do. They estimated 3,000 to 4,000 square feet of sidewalk. We would go out and identify and measure and only pay based on what they are actually going to do. If we are aware of trip hazards we have a duty to take care of them.

Mr. Clark stated once you get a report that gives you a list of trip hazards we need to move on it.

Mr. Flint stated I can get other bids. On the per square foot I don't think we can beat Terry Roberts but it is possible if we had someone pouring and grinding they could be more competitive, we just need to make sure it is apples to apples and we are dealing with ranges.

Mr. Root stated we can agree on the slope and I'm advocating the 1 to 8 and when you get another bid you can specify the 1 to 8 slope.

Mr. Flint stated we need to get the prices on a per unit basis, a minimum 2,000 square feet and dollar per square foot and on the grinding we need to get a number per grind and then we can compare because the number is going to fluctuate, we don't know the exact number.

On MOTION by Mr. Root seconded by Mr. Tennyson with all in favor the sidewalk repair/improvements were approved in an amount not to exceed \$40,000 and staff was directed to obtain another bid that may cover both grinding and replacing panels.

A. Future Projects

Mr. Flint stated in May we will have the proposed budget and Yvonne wanted to bring up some issues that she sees from a field perspective that the Board needs to be contemplating moving into the budget process.

i. Purchase of New Sabal Palm Trees Repairs

Ms. Shouey stated these are replacements.

On MOTION by Mr. Root seconded by Mr. Tennyson with all in favor the proposal from Weber Environmental Services, Inc. for removal and replacement of two Sabal Palms in the amount of \$1,200 was approved.

ii. Cleaning & Repainting of Entry Towers

Ms. Shouey stated I don't have a price on this yet but it is going to be pricey and the roofs on the towers are starting to rot. I will have to get a contractor to give me a cost and it is something we will have to put in the budget for next fiscal year.

iii. Irrigation Improvements on Masters Boulevard

B. Repaving of Masters Boulevard

C. Purchase of Cover for Well on Masters Boulevard

Bids for the above items will be obtained and presented as part of budget process at the May meeting.

D. Traffic Challenges at Corner of Goodman and ChampionsGate Boulevard

Mr. Reicher stated I have asked Yvonne to see if we can't get some signs that say I-4 this way and running up the back side of that service back up to Legends opposed to having them come out of there at least on the north side of the property. When we build the shopping center and once that is open there will be that connection through easement that will get us back to Legends/Calder, which is the signal. You will be able to cut through the drive of the shopping

center so there will be options to get back to that signal on the south side as well. We are going to try just as we were challenged in what to do for the two entities crossing Masters at the Bella Trae development, we are going to start to look at way finding issues so we might be able to calm traffic. It will be about six months before those new entities are open and I'm not sure exactly how you procure the I-4 signs we are starting to investigate that whether DOT has to approve that or you can just put them up.

Mr. Flint stated you might want to make those right turn only.

EIGHTH ORDER OF BUSINESS

Staff Reports

A. Attorney

Mr. Clark stated the contractor developing the Ale House approached the District and wanted to use an area to stage two construction trailers and we asked them to write something up and provide a certificate of insurance, which is attached as well. This permits staging in a cross hatched area on the map for a period no longer than eight months or until we give them notice to discontinue the use. We can terminate the license for any reason at any time. I have looked at this and Yvonne and I have spoken and they have modified this to respond to us and I recommend that we proceed with it.

On MOTION by Mr. Montalvo seconded by Mr. Root with all in favor the license agreement to allow the two construction trailers for the Ale House construction was approved.

B. Engineer

There being none, the next item followed.

C. Manager

i. Approval of Check Register

Mr. Flint stated next is approval of the check run summary from November 1, 2015 through January 31, 2016.

On MOTION by Mr. Root seconded by Mr. Arseniadis with all in favor the check run summary was approved.

ii. Balance Sheet and Income Statement

Mr. Flint stated you also have the unaudited financial statements through January 31, 2016. There is no action required if the Board has any questions we can discuss them.

iii. Presentation of Arbitrage Rebate Calculation Report

Mr. Flint stated the next item is the arbitrage rebate calculation report indicating that we have a negative arbitrage of \$2.8 million.

On MOTION by Mr. Montalvo seconded by Mr. Root with all in favor the arbitrage rebate calculation report was accepted.

NINTH ORDER OF BUSINESS**Other Business**

Mr. Reicher stated the development that you see behind the clock tower is called Live at ChampionsGate and is 308 apartments. The horizontals are pretty much done at this point and they are preparing pads and elevator base, it is a five-story product and you will start seeing construction. The contractor has been very proactive to make sure he is out of the way.

The car wash is looking for some permits but I think they are on the way of getting open. Signs went up on Friday and they are making good progress and it is a nice addition to the marketplace. It is a service we didn't have.

The two sites that are cleared on either side of Chili's the corner is Ale House and they are under construction and the other side is Red Robin both entities have closed and own that land.

The 24,000 square foot shopping center we have our permit and are finishing up the loan and then hopefully get going in the next 30 days or so with construction. We don't have signed leases because we won't sign a lease until we have a construction start. We have some signed letters of intent but they are not always the most reliable until we get to a lease.

The other one that is out of inspection but is not closed and should close sometime in April is behind us, which is outside the District but it is assisted living called Tuscan Isle, the same developer as in Poinciana, 208 rooms the majority of which is active adult.

Portofino Apartments is a project that should start in the next 30 days.

There is a 1.78 acre piece across from Publix and a .96 acre piece behind Publix opposite the medical center on Legends.

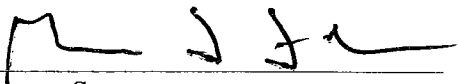
We finished the refinance of the hotel, which allows us to have funds to build a 23 unit villa product, which we will be adding, which is Villa Building 2 and we are going to re-start with the County there is an inducement for us to secure and add the conference center space and along with that we have to add a \$5 million pool complex that will be added to the Omni in the fall.

TENTH ORDER OF BUSINESS

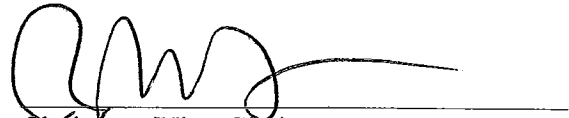
Supervisor's Requests

There being none,

On MOTION by Mr. Root seconded by Mr. Montalvo with all in favor the meeting adjourned at 4:03 p.m.



Secretary/Assistant Secretary



Chairman/Vice Chairman