

ABERDEEN
COMMUNITY DEVELOPMENT DISTRICT

The regular meeting of the Board of Supervisors of the Aberdeen Community Development District was held Tuesday, November 25, 2014 at 4:00 p.m. at the Aberdeen Amenity Center, 110 Flower of Scotland Avenue, St. Johns, Florida 32259.

Present and constituting a quorum were:

Loyd W. Hogan	Chairman
Rhonda Lovett	Vice Chairperson
Dennis M. Clarke	Supervisor
Angela Andrews	Supervisor
Hillary (Beth) Fore	Supervisor

Also present were:

Jim Oliver	District Manager
Carl Eldred	District Attorney
Louis Cowling	Operations Manager
Jackie Krabill	Amenity Manager
Bob Porter	DR Horton
Paul Battista	Genovese Joblove & Battista
Ellsworth Summers	Rogers Towers

The following is a summary of the minutes and actions taken at the November 25, 2014 meeting. A copy of the proceedings can be obtained by contacting the District Manager.

FIRST ORDER OF BUSINESS

Roll Call

Mr. Oliver called the meeting to order at 4:00 p.m.

SECOND ORDER OF BUSINESS

Audience Comments

There being none, the next item followed.

THIRD ORDER OF BUSINESS

Organizational Matters

A. Oath of Office for Newly Elected Supervisors

Mr. Oliver being a notary public of the State of Florida administered the oath of office to the Mr. Hogan, Ms. Fore and Mr. Clarke.

Ms. Lovett joined the meeting at this time.

B. Election of Officers, Resolution 2015-02

On MOTION by Ms. Lovett seconded by Ms. Andrews with all in favor Resolution 2015-02 was approved as follows: Loyd W. Hogan chairman, Rhonda Lovett vice chairman, Dennis Clarke, Angela Andrews and Beth Fore assistant secretaries, Jim Oliver secretary and assistant treasurer, Jim Perry treasurer and assistant secretary, Dave deNagy assistant secretary and assistant treasurer and Patti Powers assistant treasurer.

FOURTH ORDER OF BUSINESS

Approval of the Minutes of the October 28, 2014 Meeting

Mr. Oliver stated the next item is approval of the minutes of the October 28, 2014 meeting.

On MOTION by Ms. Lovett seconded by Ms. Andrews with all in favor the minutes of the October 28, 2014 meeting were approved as presented.

FIFTH ORDER OF BUSINESS

Update Regarding Bankruptcy Case

Mr. Eldred stated negotiations have been ongoing and tonight we have representatives of the debtor and DR Horton here to provide an update as to the status of those negotiations and to make a presentation of a potential settlement offer for the board to consider in the context of resolving the foreclosure.

Mr. Porter stated with me is Paul Battista who represents the Debtor and Ellsworth Summers who represents DR Horton and we have finally reached an agreement. Horton is going to buy everything Cypress owns, all their bonds and all their real estate with the idea that we will come in and bring the bonds current so the district will no longer be in default, then we will start development, building houses and build this place out. It will be built out in accordance with the master plan.

Mr. Eldred stated I want to clarify that all the discussions that will take place tonight are for settlement purposes only and I ask that DR Horton and representatives of the Debtor acknowledge that for the record if you wouldn't mind.

Mr. Porter stated that is fine.

Mr. Battista stated that is correct.

Mr. Porter stated to get that done there are several things we need. There is a foreclosure judgment that is in place that has been on hold for the bankruptcy. To keep the bonds in place we need to stop without having the foreclosure sale take place. That is a vacation of judgment, we need to get the district to agree and proceed with that. We need to get the district to not object to the sale since the district is according to the foreclosure could say we don't like the sale and ask the bankruptcy judge not to approve it. With the sale taken care of then the bankruptcy needs to be dismissed. There is outstanding O&M of \$450,000 with a current payment that was due in October, there is another amount outstanding and I'm not sure of the exact amount but as majority bondholder what we have been doing is whenever Jim sends a request to the trustee for funding the trustee contacts me and I approve the funding requests. We have had about \$140,000 of funding requests that have been processed. We will get together with the district's accountant and we will be able to figure out exactly where we stand on the outstanding O&M. Then there is interest that has accrued and we are going to ask you to give us a break on the interest. My rationale for that is when things first started going downhill, Horton loaned the district money without charging interest, Horton has paid in advance, we have done direct collect rather than go through the property appraiser's office which saves us a few dollars but also allows us to pay immediately. Since we became the majority bondholder I don't think there has been a request for funding that sat for more than two days. The other thing we need is when this closes the Cypress folks would like to have a release from the board. At that point they don't own any bonds, land or anything else.

Mr. Battista stated I represent Aberdeen Land II, the Debtor. First I want to thank you for your patience over the past year and a half. We have actually reached a settlement and we have final documents subject to resolving what Bob just talked about, which is how we are going to move it through the bankruptcy court from now through the end of January to get it approved and close the deal shortly thereafter. Horton has agreed to buy the 912 lots that we own, the commercial acreage that we own, everything we own in Aberdeen. They also agreed to buy the bonds and the Debtor will be completely out of your lives. After closing Horton will own all the land all the bonds and they will have the obligation to pay O&M on a going forward basis including any past due. Upon closing we would like a release, we won't own any land or bonds

but we don't want an issue down the road. We provided the documents to your counsel very recently and we have reached agreement on literally every word other than working out the mechanics of how this process will work, vacation of the foreclosure judgments and how you get that approved through the court and approval in the bankruptcy court, which we think we can accomplish roughly about the same time.

Mr. Hogan asked are any of the lots designated for CDD use for a future amenity center or pocket park?

Mr. Porter responded I think there are two scattered pocket parks but there is not a real section of land but there could be. We will work together and figure out exactly what it is we need and where it goes and that kind of thing.

SIXTH ORDER OF BUSINESS

Discussion of Revisions to Amenity Center Policies & Rates Review Draft

Mr. Oliver stated we will schedule the public hearing for January at which time we will update the rates and we have been discussing over time some specific changes to the policies. The biggest thing we have seen in the redline version was the discussion of the ability to have alcoholic beverages within this room. We will notice the public hearing in the St. Augustine Record and post that same notice on the bulletin board and also post it on the website.

Mr. Eldred stated I will work with Jackie on an email describing the proposed rate increases.

On MOTION by Ms. Fore seconded by Ms. Lovett with all in favor a public hearing to consider a change in the policies and rates will be held January 27, 2015 at 6:00 p.m. in the same location.

SEVENTH ORDER OF BUSINESS

Other Business

There being none, the next item followed.

EIGHTH ORDER OF BUSINESS

Staff Reports

A. Attorney

There being none, the next item followed.

B. Engineer

There being none, the next item followed.

C. Manager

There being none, the next item followed.

D. Operation Manager - Memorandum

Mr. Cowling reviewed the items outlined in the monthly memorandum, which was included in the agenda package.

E. Amenity Center Manager - Memorandum

Ms. Krabill reviewed the amenity center activities and maintenance items, which were outlined on the monthly memorandum, which was included as part of the agenda package.

NINTH ORDER OF BUSINESS

Financial Reports

A. Balance Sheet as of October 31, 2014 and Statement of Revenues and Expenses for the Period Ending October 31, 2014

A copy of the financials was included in the agenda package.

B. Assessment Receipt Schedule

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

C. Impact Fee Summary Report

A copy of the impact fee summary report was included in the agenda package.

D. Approval of Check Register

On MOTION by Mr. Hogan seconded by Ms. Lovett with all in favor the check register was approved.

TENTH ORDER OF BUSINESS

Supervisors Requests and Audience Comments

There being none, the next item followed.

ELEVENTH ORDER OF BUSINESS

Next Scheduled Meeting – 12/16/14 @ 6:00 p.m. @ Aberdeen Amenity Center

Mr. Oliver stated the next scheduled meeting was to have been December 16, 2014 but we are going to continue this meeting to December 9th at 4:00 p.m.

On MOTION by Ms. Lovett seconded by Mr. Hogan with all in favor the meeting was continued to December 9, 2014 at 4:00 p.m. in the same location.



Secretary/Assistant Secretary



Chairman/Vice Chairman