

**MINUTES OF A BOARD OF SUPERVISORS MEETING
NORTHERN PALM BEACH COUNTY IMPROVEMENT DISTRICT 03/24/21**

Pursuant to the foregoing Notice, the Board of Supervisors of Northern Palm Beach County Improvement District met at approximately 8:01 a.m. on March 24, 2021, in the Administrative Building and Emergency Operations Center, 359 Hiatt Drive, Palm Beach Gardens, Florida.

1) ROLL CALL

There were present Board President Matthew J. Boykin and Supervisors L. Marc Cohn, Gregory Block, and Ellen T. Baker; Executive Director O'Neal Bardin, Jr.; District Engineer Robert W. Lawson of Arcadis and General Counsel Kenneth W. Edwards of Caldwell Pacetti, et al.

Also present were Deputy Director Dan Beatty; Finance Director Katie Roundtree; District Clerk Susan Scheff; Director of Operations Ken Roundtree; Kimberly A. Leser of Arcadis; Moe Ariza of Marcum LLP, Mark E. Raymond, Esquire; Ken Tuma of Urban Design Studio; and John Csapo of Kolter.

Supervisor Adrian M. Salee participated via conference call.

2) ESTABLISHMENT OF A QUORUM

Mr. Boykin announced that there was a quorum and that it was in order to consider any business to properly come before the Board.

3) ADDITIONS OR DELETIONS TO THE AGENDA

There were no additions or deletions to the agenda.

4) APPROVAL OF MINUTES

A **motion** was made by Ms. Baker, seconded by Mr. Block and unanimously passed approving the Minutes of the February 24, 2021 Public Hearing and Regular Meeting.

5) COMMENTS FROM THE PUBLIC FOR ITEMS NOT ON THE AGENDA

Mr. Boykin called for any comments from the public for items not on the Agenda to which there was no response.

6) CONSENT AGENDA

Mr. Boykin called for any comments from the public on the Consent Agenda to which there was no response.

A **motion** was made by Ms. Baker, seconded by Mr. Block and unanimously passed approving the following Consent Agenda Items:

- a) Unit No. 3A – Woodbine
Consider Purchase Order to Ferreira Construction Southern Division Co., Inc.
- b) Payment Requests

copies of which are contained in applicable Northern files.

7) REGULAR AGENDA

a) GENERAL

Consider Acceptance of Annual Financial Report for the Fiscal Year Ended September 30 2020 – Marcum, LLP

Ms. Roundtree informed the Board that a copy of the Annual Financial Report for the fiscal year ended September 30, 2020 was previously provided to them for their review and additional copies are before them for reference. She reported that Northern received an Unmodified Opinion as well as no adverse Management Letter comments. She then introduced Moe Ariza of Marcum, LLP to present his findings, noting that Michael Futterman is transitioning into retirement.

Mr. Ariza addressed the Board and explained that Marcum prepares the Auditor's Opinion on the financial statement, noting that the remainder of the document is prepared by Management, which for audit purposes is Northern's Finance Department. He then briefly reviewed the document with emphasis on Management's responsibility, the Auditor's responsibility, the Auditor's Opinion, some of the financial

highlights and the Communication Letter. He reported that it was a clean, Unmodified Opinion and there were no adverse Management Letter comments.

Mr. Ariza stated that the Communication Letter summarizes the Auditor's processes. He explained that there were no difficulties in performing the audit and no disagreements with Management. He stated that Ms. Roundtree and Ms. Ham were very accommodating to his Staffs' requests allowing them to timely complete the report. Mr. Ariza noted that the report was completed and issued on March 3, 2021, which is quite early given the pandemic and he offered his congratulations.

Mr. Bardin acknowledged and complimented Northern's Finance Department on their work.

Mr. Boykin called for any comments from the public to which there was no response.

A **motion** was made by Ms. Baker, seconded by Mr. Block and unanimously passed accepting the Annual Financial Report for Fiscal Year Ending September 30, 2020, as presented.

**b) UNIT OF DEVELOPMENT NO. 1 – GRAMERCY PARK (CYPRESS RUN)
Consider Purchase Order to Palmera Complete Landscaping, LLC**

Mr. Beatty stated that Northern does not have much responsibility within this particular Unit, but there are canals it owns that run through it. He showed the Board the unit map and an aerial photo of the subject canal, as well as closer photos of the area being discussed. Mr. Beatty reported that a routine inspection identified areas that need removal of exotic trees and brush within the EPB-10 South canal system, and this project was budgeted in Northern's Five Year Capital Improvement Plan. He stated that a request for quotations was sent to six of Northern's General Service Contractors, and Palmera Complete Landscaping, LLC submitted the only quote in the amount of \$45,000. He stated that the quote received was within the amount budgeted for this project, noting that Palmera Complete Landscaping, LLC has conducted similar work for Northern in the past and is qualified to complete the scope of this project.

Mr. Block asked if the contract includes disposal of the material and the location of where it is typically disposed. Mr. Beatty advised that the contract does include disposal and the contractor makes

the determination of where the material is disposed. Mr. Bardin added that the Solid Waste Authority typically burns vegetation which is used as fuel.

Mr. Boykin called for any comments from the public to which there was no response.

A **motion** was made by Ms. Baker, seconded by Mr. Block and unanimously passed approving Purchase Order No. 21-254 in the amount of \$45,000.00 to Palmera Complete Landscaping, LLC.

c) UNIT OF DEVELOPMENT NO. 2C – ALTON

i) Status Report

Mr. Beatty began by showing the Board the unit map, stating that construction has not yet begun on Parcel D, the final residential parcel, but pre-construction meetings have been held and he expects there will be some construction activity to report next month.

Mr. Beatty then displayed a site plan and aerial photo which delineated the yet to be developed Hospital Parcel and stated that Ken Tuma and John Csapo are in attendance and will be making a PowerPoint presentation on the new hospital project.

Mr. Tuma began by stating that this project fulfills a vision that began in 2004 or 2005 when he spoke with Northern about creating a new Unit of Development. He reported that a request is now before the City of Palm Beach Gardens to add a hospital to property within the Unit which is located just south of the Carrier building. He explained that he has some slides to show the Board, noting that the President of his client, Universal Healthcare Systems, was unable to attend today, but will attend a future meeting to provide more detail.

Mr. Tuma showed the Board a site map of the location of the proposed hospital and provided some history on Universal Healthcare Systems. He explained that they are a for-profit hospital with facilities located around the United States, noting that the CEO lives locally on Palm Beach Island. He showed a slide of the proposed first phase of the hospital, explaining that the proposed first phase would be approximately 270 beds

with room for expansion for up to 450 beds and significant medical office space. He then explained that the building would be built with the ability to expand by adding floors above the top floor and the current “L” shape of the building would eventually become a “T” as another wing is added.

Mr. Boykin asked for a bed size comparison to local hospitals, and Mr. Tuma advised that it would be similar in size to the Palm Beach Gardens Medical Center. He also explained that changes in Florida law has allowed for hospital expansion in the area.

Mr. Tuma reported that there will be approximately 800 direct jobs in Phase 1 and 1,200 to 1,300 including indirect jobs. He stated that the first phase will also include an 80,000 square foot medical office building, and he showed a slide depicting that proposed building as well. He also showed a slide of the proposed entrance to the hospital/medical office site.

Mr. Block asked about the road leading into the project and if it has the capacity to accommodate the needs of the project. Mr. Tuma explained that the Unit 2C project was approved in 2010 and he provided history of the development process to this point and the allowances made for a facility of this size on this particular site.

Ms. Baker asked if the medical office buildings will also have the capacity to expand, and Mr. Tuma explained that those buildings will remain four stories, but there is more room for additional expansion on the site. He also added that the cap to the hospital will be seven stories, explaining how the top floor of the hospital is capped off to allow for building expansion.

He thanked the Board for the opportunity to make this presentation and noted that they are only in the beginning stages of this process.

A general discussion followed with regard to whether or not there is a need for this facility versus the population growth.

This item was presented for information only and no Board action was required.

ii) Consider Florida Department of Transportation Purchase Agreement and Temporary Construction Easement

Mr. Edwards explained that the Florida Department of Transportation (FDOT) contacted Northern some time ago with a purchase offer to obtain a Temporary Construction Easement along I-95 adjacent to the buffer wall in Unit 2C. He gave some of the history of the negotiations involved and noted that the purchase price for the easement interest has not changed, but the purchase price now includes Northern's legal and engineering fees associated with negotiations regarding the Temporary Construction Easement. He further stated that Board approval of the Purchase Agreement and Temporary Construction Easement is recommended.

Mr. Boykin called for any comments from the public to which there was no response.

A **motion** was made by Ms. Baker, seconded by Mr. Block and unanimously passed approving the Purchase Agreement with FDOT and the related Temporary Construction Easement, as presented.

**d) UNIT OF DEVELOPMENT NO. 16 – PALM BEACH PARK OF COMMERCE
Consider Acceptance of Water Management Easement**

Mr. Beatty stated that this item is associated with the IAAI West project which Northern is permitting. He noted that Northern has already executed some related drainage easements, but there are facilities that now need to be relocated within Northern's canal right-of-way as a result of a conflict with an existing Florida Power & Light power pole. He explained that, due to the relocation of the facilities, Northern must be provided with additional drainage easements. He reported that Mr. Edwards prepared the Water Management Easement that is in the Board's materials and approval is recommended subject to some additional information that Mr. Edwards will provide.

Mr. Edwards explained that he was recently notified that the lender for this project has asked for a slight modification to the associated Mortgagee's Consent and Subordination document and he briefly explained the reason the document is required. He reviewed the modification requested and stated that

Northern is willing to agree to the last-minute modification. He stated that Staff is recommending that the Board approve acceptance of the Water Management Easement with the slight modification to the Mortgagee's Consent and Subordination.

Mr. Boykin called for any comments from the public to which there was no response.

A **motion** was made by Ms. Baker, seconded by Mr. Block and unanimously passed accepting the attached Water Management Easement with the slight modification to the Mortgagee's Consent and Subordination, as presented.

**e) UNIT OF DEVELOPMENT NO. 18 – IBIS GOLF & COUNTRY CLUB
Consider City of West Palm Beach Development Application Owner Consent Form**

Mr. Edwards explained that the Ibis Property Owners Association (POA) wishes to relocate the East Entrance Guardhouse structure and is seeking approval from the City of West Palm Beach (City). He stated that the facility is on Northern's roadway and the City requires the owner of the property on which construction is to occur to execute a consent form acknowledging their approval of said construction activities. He further stated that he has added the typical modification language as well as a few other minor modifications, and they were accepted by the POA. Mr. Edwards stated that Northern has no other objections and recommends that the Board approve the modified Consent Form.

Mr. Boykin called for any comments from the public to which there was no response.

A **motion** was made by Ms. Baker, seconded by Mr. Block and unanimously passed authorizing the execution of the modified City of West Palm Beach Consent Form.

**f) UNIT OF DEVELOPMENT NO. 31 – BALLENISLES COUNTRY CLUB
Consider Ratification of Purchase Order to The Grassroots Corporation**

Mr. Beatty stated that this Purchase Order is associated with the demolition of a portion of the Guardhouse located at PGA Boulevard. He explained that the overhang was struck again in December 2020, and demolition of the overhang was required due to the structural damage.

Mr. Bardin stated that the new Guardhouse being designed will include a higher clearance.

Mr. Beatty stated that a request for quotations was sent to three of Northern's General Service Contractors and two quotes were received. He further stated that The Grassroots Corporation submitted the lowest quote in the amount of \$27,750.00 and Staff is asking the Board to ratify the Purchase Order that was previously issued on an emergency basis for this work.

Mr. Boykin called for any comments from the public to which there was no response.

A **motion** was made by Ms. Baker, seconded by Mr. Block and unanimously passed ratifying Purchase Order No. 21-298 in the amount of \$27,750.00 to The Grassroots Corporation.

g) UNIT OF DEVELOPMENT NO. 53 – ARDEN

i) Status Report

Mr. Beatty stated that there is no construction taking place at this time, but there are projects that are currently out to bid. He then stated that Mr. Raymond would be giving the next status report.

This item was presented for information only and no Board action was required.

ii) Bond Sale Update

Mr. Raymond explained that the Board previously authorized Northern to proceed with the sale of the third and final series of bonds to pay for improvements in Unit 53. He reported that Northern has entered into a purchase contract with the underwriter of those bonds and the closing will take place on March 26, 2021. He explained that the size of the bond issue was driven by the Developer's desire to cap the annual debt assessment on the residents and the retail parcels within Arden. Mr. Raymond reviewed the pricing levels for each category and explained that the final bond issue amount was \$10,700,000. He then reviewed the change in interest rates from past bond issues.

Mr. Boykin asked if Arden is considered one unit, and Mr. Raymond responded affirmatively.

The Board thanked Mr. Raymond for his time and efforts.

This item was presented for information only and no Board action was required.

8) MISCELLANEOUS REPORTS

a) ENGINEER

Mr. Lawson had nothing to report.

b) ATTORNEY

Mr. Edwards stated that he had three items to report.

He first reported that the 2020 Form 1 Statements are now available, noting that there is plenty of time to prepare and file them. Copies were provided to the Board Members present and Mr. Salee has been provided his copy.

Mr. Edwards stated that the second item was related to the Unit 5A, Vista Center, Discovery project. He explained that Northern had previously entered into an Exchange Agreement with the Developer which included certain timeframes within which to complete replatting of the development. He further explained that they were originally given 180 days to achieve the replat and, due to COVID related delays, Northern granted a 90 day extension through April 24, 2021, during which time the replat has been finalized and submitted to Palm Beach County. Mr. Edwards reported that the County holds replats for 30 days, so the Developer has asked for, and Northern has verbally agreed to another 60 day extension to complete the process. He asked the Board to let him know if they had any objection to the extension to which there was no response.

Mr. Edwards stated that the last item was a brief update on the Legislative Session. He explained that there are always a series of bills that are submitted, but typically most of those bills are not passed into law. He gave a brief report on four bills regarding performance audits, ethics training, legal notices and threshold increases for damages that could affect some or all special districts, if passed.

Mr. Bardin reiterated that there are proposed bills which are threats to special districts and local governments submitted each year but, historically, most of them do not pass.

c) EXECUTIVE DIRECTOR

Mr. Bardin stated that the Public and Community Relations Report is included in the Board materials for review.

9) COMMITTEE REPORTS

a) ENGINEERING REVIEW COMMITTEE

i) Consider Committee Recommendations

Mr. Beatty reported that the Committee met on March 9, 2021, to discuss two items. He stated that the first item was to consider and rank the firms that provided approach methodologies for design of a 96-inch diameter, corrugated metal drainage pipe rehabilitation or replacement project within Unit 5A, Vista Center. He stated that requests were sent to three of Northern's Project Engineers: Mock Roos, Stanley Consultants, and Wantman Group, Inc. (WGI) and approach methodologies were received from Mock Roos and WGI. He reported that the Committee ranked Mock Roos as the highest. Staff is currently in the process of negotiating a reasonable price for the project, which will be brought back to the Board in the form of a Purchase Order to be considered at a future Board Meeting.

Mr. Beatty stated that the second item was related to some modifications to the Engineering Standards Manual regarding changing the thresholds for design services from \$25,000 to \$35,000 for estimated design services and from \$200,000 to \$325,000 for estimated costs of construction in order to be consistent with State requirements. He also noted that some minor changes were made to streamline the consulting engineer selection process, and the Committee recommended approval of the proposed modifications.

Mr. Boykin called for any comments from the public to which there was no response.

A **motion** was made by Mr. Block, seconded by Ms. Baker and unanimously passed approving the Engineering Review Committee's recommendations.

ii) Consider Approval of March 9, 2021 Minutes

A **motion** was made by Mr. Block, seconded by Ms. Baker and unanimously passed approving the Engineering Review Committee minutes of March 9, 2021.

b) LEGAL COMMITTEE

i) Consider Committee Recommendation

Mr. Bardin reported that the Committee met on March 9, 2021, to consider Staff's recommendation on a Second Amendment to the Maintenance Agreement with the Steeplechase Safe Neighborhood District. The Committee had recommended approval of the Second Amendment and authorized Staff to move forward with presenting the Second Amendment to the Steeplechase Safe Neighborhood District for consideration.

Mr. Boykin asked and Mr. Bardin advised that the Maintenance Agreement was in regard to maintenance of certain Steeplechase Safe Neighborhood District canal rights-of-way.

A **motion** was made by Mr. Block, seconded by Ms. Baker and unanimously passed approving the Legal Committee's recommendation.

ii) Consider Approval of March 9, 2021 Minutes

A **motion** was made by Mr. Block, seconded by Ms. Baker and unanimously passed approving the Legal Committee minutes of March 9, 2021.

10) RECEIVE AND FILE

The following items were presented to be received and filed:

- Palm Beach Post Article on UHS purchase in Unit 2C;
- Assessment Collection Status as of March 9, 2021;

- Northern Monthly Financial Reports; and
- Proof of Publication of Meeting Notice

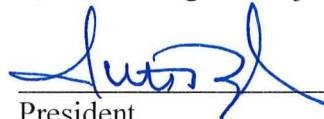
copies of which are contained in Northern's records.

11) COMMENTS FROM THE BOARD

Ms. Baker thanked all of those involved in the preparation of the Financial Statement and noted that Staff continues to be a pleasure to work with.

12) ADJOURN

There being no further business to come before the Board, the meeting was adjourned.



President



Assistant Secretary