

**MINUTES OF A BOARD OF SUPERVISORS MEETING
NORTHERN PALM BEACH COUNTY IMPROVEMENT DISTRICT 08/26/20**

Pursuant to the foregoing Notice, the Board of Supervisors of Northern Palm Beach County Improvement District met at approximately 8:09 a.m. on August 26, 2020 via Zoom teleconference.

1) ROLL CALL

There were present (via online teleconference) Board President Matthew J. Boykin and Supervisors L. Marc Cohn, Adrian M. Salee, and Gregory Block; 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 (via online teleconference) were Deputy Director Dan Beatty; Finance Director Katie Roundtree; Executive Assistant Susan Scheff; Director of Operations Ken Roundtree; Permit and Contract Specialist Mila Acosta; Fiscal Specialist/Engineering Aide-Operations Vicki Loeb; and Jason Bloom of BallenIsles Community Association, Inc. (BICA) (Unit 31).

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

Mr. Bardin reported that no additions or deletions to the Agenda were necessary.

4) APPROVAL OF MINUTES

A **motion** was made by Mr. Salee, seconded by Mr. Cohn and unanimously passed approving the Minutes of the July 22, 2020 Regular Meeting.

A **motion** was made by Mr. Salee, seconded by Mr. Cohn and unanimously passed approving the Minutes of the August 12, 2020 Appointment Committee 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.

Ms. Scheff advised that she had not received any comments from the public via email prior to the meeting nor were any public comments received by any of the other advertised methods.

6) CONSIDER APPROVAL OF APPOINTMENT COMMITTEE RECOMMENDATION

Mr. Cohn stated that the Appointment Committee met on August 12, 2020 to discuss the vacancy of Board Seat No. 4, noting that Mr. Cohen resigned due to selling his residence and moving outside of Northern's jurisdiction. He reported that it was the recommendation of the Appointment Committee that Northern's Board appoint Ellen Baker to occupy Seat 4 for the remainder of the current term.

Mr. Cohn asked his fellow committee member, Mr. Block, if he had any additional comments. Mr. Block noted that Ms. Baker had also filed to run for Seat No. 4 in the upcoming election and, as she is now running unopposed, she will continue to hold the seat following the next election.

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

A **motion** was made by Mr. Salee, seconded by Mr. Cohn and unanimously passed approving the Appointment Committee recommendation.

7) 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 Mr. Cohn, seconded by Mr. Block and unanimously passed approving the following Consent Agenda Items:

- a) Unit 2C – Alton
Consider Bills of Sale (2)
- b) Unit No. 3A – Woodbine
Consider Purchase Order to Hinterland Group, Inc.
- c) Unit No. 11 – PGA National
Consider Authorization to Record Permit No. PER-11-471 – Forster
Consider Purchase Order to Crocs, LLC.
- d) Unit No. 16 - Palm Beach Park of Commerce
Consider Sixteenth Addendum to Law Enforcement Service Agreement – Sheriff of Palm Beach County
- e) Unit No. 18 – Ibis Golf & Country Club
Consider Purchase Order to Hinterland Group, Inc.
Consider Purchase Order to Grand Slam Concrete & Curbing
- f) Unit No. 31 – BallenIsles Country Club
Consider Change Order to J.W. Cheatham, LLC (CO No. 2)
- g) General
Consider Board Meeting Schedule – Fiscal Year 2020/2021
Consider Revision to the Engineering Standards Manual and Accounting Manual
- h) Payment Requests

copies of which are contained in applicable Northern files.

8) REGULAR AGENDA

a) GENERAL

i) Consider Resolution Approving & Adopting the 2020/2021 Annual Budget and Assessment Roll (2020-09)

Ms. Roundtree explained that related to the Public Hearing that took place immediately prior to this meeting, Mr. Edwards has prepared a Resolution for the Board’s consideration that approves the 2020/2021 Budget, 2020/2021 Assessment Roll and levy of the assessments, plus authorizes the certification and submittal of the Assessment Roll to the Tax Collector. She stated that unless Mr. Edwards had further comment regarding the Resolution, a motion was in order.

Mr. Edwards stated that the Resolution speaks for itself and had no further comment.

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

A **motion** was made by Mr. Salee, seconded by Mr. Cohn and unanimously passed approving Resolution No. 2020-09, as presented.

ii) Consider Appointment of Board Secretary

Mr. Bardin explained that during Northern's Board Meeting in November 2019, the Board of Supervisors selected its officers, appointing Supervisor John P. Cohen to the office of Secretary and Mr. Bardin to the office of Assistant Secretary. He further explained that since Supervisor Cohen resigned his seat, he also resigned his appointment as Secretary. Mr. Bardin stated that it is appropriate at this time to select a new Board Secretary to complete the term until the Board reorganizes in November. He then reviewed the current slate of Board officers.

Mr. Block expressed his interest in serving as Board Secretary.

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

A **motion** was made by Mr. Boykin, seconded by Mr. Cohn and unanimously passed appointing Mr. Block as Board Secretary.

**b) UNIT OF DEVELOPMENT NO. 2C – ALTON
Status Report**

Mr. Beatty gave a verbal status report of this project, noting that there have not been any significant changes from the photos shown last month. He stated that there are two major projects that are ongoing, but they are both wrapping up. Mr. Beatty reported that the public park has only a few minor punch list items to complete, and the contractor is coordinating with the City of Palm Beach Gardens to get a Certificate of Occupancy. He also noted that the perimeter preserve buffer work in Parcel G is complete, and the contractor is in the process of getting the final approvals on that project.

Mr. Beatty stated that Northern anticipates bidding two very large projects in Alton in the near future. He explained that the first project involves the final lift of asphalt Alton Road, Pasteur Boulevard and some of

the roadways within Neighborhood 1, and the second project would be for the Parcel D improvements located on the eastern side of the project. He further explained that as those projects are bid, Staff will thereafter present each respective Award of Contract to the Board for consideration.

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

At this time, Mr. Bardin advised the Board that Steve Mathison had also joined the meeting (via online teleconference), noting that he is an attorney representing BICA.

**c) UNIT OF DEVELOPMENT NO. 5A – VISTA CENTER
Consider First Amendment to Exchange Agreement**

Mr. Edwards stated that the Board approved an Exchange Agreement with Discovery West Palm Development LLC, the developer of a proposed senior living facility in Vista Center, at last month's meeting. He explained that the Agreement had to do with the exchange of a lake that Northern owns for two new lakes that Discovery will be installing that are required for Northern's surface water management system. He further explained that a couple days before he presented the Agreement to the Board last month, the attorney for Discovery had requested two modifications. Due to the timing of the request, they agreed that the changes would be made in the form of an amendment which is now being presented for Board consideration.

Mr. Edwards explained that the amendment changes the timeline that Discovery has to conclude the construction of the lakes and completing the exchange from 20 months to 24 months, due to concerns regarding possible COVID-related delays. He stated that, also related to the pandemic, the attorney for Discovery asked for the addition of a Force Majeure clause, sometimes known as an Acts of God provision, which allows for the tolling of time in the event of hurricanes, pandemic-related incidents, etc. Mr. Edwards stated that he has no objection to these changes and recommends the First Amendment for approval by the Board.

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

A **motion** was made by Mr. Salee, seconded by Mr. Cohn and unanimously passed approving the First Amendment to the Exchange Agreement.

**d) UNIT OF DEVELOPMENT NO. 14 - EASTPOINTE
Consider Landowner Request for Consent to Palm Beach County Variances (2)**

Mr. Bardin stated that Northern previously entered into an Agreement with the Eastpointe Country Club (ECC), and he briefly reviewed the terms of that Agreement. He stated that ECC's plans are proceeding for approvals with Palm Beach County and, in order to proceed, the ECC needs two variances from Palm Beach County zoning requirements. He explained that the variances being sought involve an increase in height for a perimeter wall and an increase in the maximum building lot coverage. Mr. Bardin further explained that since Northern owns a portion of the subject property, Palm Beach County requires consent from Northern. Mr. Bardin reported that Mr. Edwards has modified the two consents in order to limit their scope and Staff recommends approval.

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

A **motion** was made by Mr. Salee, seconded by Mr. Block and unanimously passed approving the modified Consent Forms, as presented.

**e) UNIT OF DEVELOPMENT NO. 31 – BALLENISLES COUNTRY CLUB
Consider Sale and Purchase Agreement**

Mr. Edwards stated that Unit No. 31, BallenIsles, currently has three guardhouses for entry into the Unit. He explained that they all were initially built by Northern and two of them have been subsequently reconstructed or remodeled. He noted that the remaining guardhouse has been struck by vehicles numerous times and needs to be demolished and replaced with a new structure.

Mr. Edwards reported that due to the procedures that Northern followed in the past with the other two guardhouses, Northern has experienced difficulties in communication with the parties involved and with the implementation of various BICA requests. He stated that after discussions on how to best address

these issues prior to the construction of the PGA guardhouse, it was determined that the best option would be to enter into a Sale and Purchase Agreement with BICA. He explained that BICA would be responsible for the construction of the guardhouse for which Northern would issue a permit.

Mr. Edwards reviewed some of the details of the Agreement with regard to payments, warranties and closing documentation. He noted that the only open matter to address in the Agreement is the purchase price, and he believes \$1.7 million has been discussed internally as the “not to exceed” price.

Mr. Edwards explained that the installation site for the guardhouse is uncertain, noting that BICA would like to construct the new guardhouse a bit farther south on BallenIsles Drive than its current location, but they need to obtain approval from the City of Palm Beach Gardens. He stated that the Agreement allows for six months to negotiate that relocation with the City before Northern would begin to issue permits and set forth timelines for construction, payment allocations, etc.

Mr. Edwards stated that Staff recommends that the Board approve the Agreement and authorize the inclusion of \$1.7 million as the “not to exceed” purchase price.

Mr. Boykin called for any comments from the public.

Mr. Mathison thanked Northern for its continued teamwork, noting that he has worked with Mr. Bardin and Mr. Edwards since the creation of the Unit, and the partnership with Northern is greatly appreciated. He stated that BICA believes this Agreement does the job and may provide a template for Northern in its future projects.

A **motion** was made by Mr. Block, seconded by Mr. Salee and unanimously passed approving the Sale and Purchase Agreement with a “not to exceed” purchase price of \$1.7 million dollars.

**f) UNIT OF DEVELOPMENT NO. 45 – PASEOS
Consider Purchase Order to J.W. Cheatham, LLC**

Mr. Beatty stated that this is a project that was identified through normal maintenance procedures and included in the 2019/2020 Budget. He explained that there were a series of oak trees planted along

the street during the original development that have since matured. He further explained that the roots are uplifting areas of the curb and impeding the flow of water. Mr. Beatty stated that the District Engineer prepared a plan which involves root pruning, root barrier, curb removal and replacement, under-drain installation and associated pavement repair and restoration. He reported that the project was informally bid and submitted to six of Northern's General Service Contractors for quotation and only one bid was received. He stated that the bid was from J.W. Cheatham, LLC, in the amount of \$120,390.00, and the District Engineer has confirmed that the bid is consistent with unit pricing. Staff recommends approval of the Purchase Order.

Mr. Salee noted that he had a similar experience with oak tree impediment at the development where he previously resided. He cautioned Staff to be careful in the planning of this project, so that it does not become a recurring problem. He noted that the only remedy they found, due to the preferences of the City Engineer at the time, was to replace the entire tree with a much younger tree to prolong the need for future sidewalk replacement.

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

A **motion** was made by Mr. Salee, seconded by Mr. Block and unanimously passed approving Purchase Order No. 20-663 to J.W. Cheatham, LLC in the amount of \$120,390.00.

**g) UNIT OF DEVELOPMENT NO. 53 – ARDEN
Status Report**

Mr. Beatty gave a verbal status report of this project, noting that there have not been any significant changes from the photos shown last month. He stated that the Linear Park project is ongoing and he expects to be able to give a progress report with photos at next month's Board Meeting. Otherwise, he noted that they are wrapping up the certification process for some of the construction phases and some utility Bills of Sale will be presented for future Board consideration. He also reported that Mr. Lawson and Mr. Edwards are working on the previously authorized Amendment to the Plan of Improvements (POI).

Mr. Lawson stated that the Board previously authorized the District Engineer and General Counsel to move forward with an amendment to the POI at the request of the Landowner. He noted that this amendment process coincides with the Landowner going through the Palm Beach County Land Use amendment process, due to the Landowner's determination that the demand for zero lot line homes is greater than the larger, single family homes within the community. Mr. Lawson advised that the Land Use Amendment will increase the number of townhomes and zero lot line residential units within the development and decrease the number of single family developments, resulting in an increase in the total number of residential units from 2,000 to 2,334. He reported that the first step in Northern's process is the POI amendment which, if approved, will be followed by an amendment to the Report of Engineer which establishes the benefits received by each type of residential unit and set the assessments for the coming years.

Mr. Lawson anticipates presenting the First Amendment to the POI to the Board at its September meeting and then following up with the Amendment to the Report of Engineer to coincide with the Land Use process that the Landowner is undertaking. He noted that the Board had previously required advanced funding for Northern's amendment process, and he confirmed that those funds have been wired to Northern to cover those costs.

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

9) MISCELLANEOUS REPORTS

a) ENGINEER

Mr. Lawson had nothing to report.

b) ATTORNEY

Mr. Edwards had nothing to report.

c) EXECUTIVE DIRECTOR

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

10) RECEIVE AND FILE

The following items were presented to be received and filed:

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

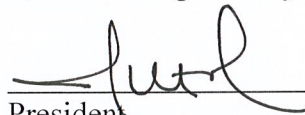
copies of which are contained in Northern's records.

11) COMMENTS FROM THE BOARD


Mr. Boykin noted that he looks forward to welcoming Ms. Baker to the Board at the next meeting.

12) ADJOURN

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



President



Assistant Secretary