

**MINUTES OF A BOARD OF SUPERVISORS MEETING
NORTHERN PALM BEACH COUNTY IMPROVEMENT DISTRICT 10/23/24**

Pursuant to the foregoing Notice, the Board of Supervisors of Northern Palm Beach County Improvement District was called to order at approximately 8:00 a.m. on October 23, 2024, 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, Ellen T. Baker and Brian J. LaMotte; Executive Director Dan Beatty; and General Counsel Kenneth W. Edwards of Caldwell Pacetti et al.

Also present were Director of Finance & Administration Katie Roundtree; District Engineer Kim Leser; District Clerk Susan Scheff; Director of Operations Ken Roundtree; Project Coordinator Polly Scherman; Permit Coordinator Kimberly Marcello; Technical Assistant/Records Management Specialist Kathleen Maloney-Pollack; and Leonard Hanser of PGA National (Unit 11).

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

4) APPROVAL OF MINUTES

A **motion** was made by Ms. Baker, seconded by Mr. LaMotte and unanimously passed approving the Minutes of the September 11, 2024 Public Relations Committee Meeting.

Board Supervisor Gregory Block joined the meeting at this time.

A **motion** was made by Ms. Baker, seconded by Mr. LaMotte and unanimously passed approving the Minutes of the September 25, 2024 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. LaMotte and unanimously passed approving the following Consent Agenda Items:

- a) Multi-Unit
 Consider Purchase Order to Palmera Enterprises, LLC
- b) Unit No. 5 – Henry Rolf
 Consider Restoration Payment to Emerald Dunes Golf Course
- c) Unit No. 18 – Ibis Golf & Country Club
 Consider Purchase Order to Limno-Tech
- d) General
 - i) Consider Addendum to Audit Engagement Letter with Marcum LLC
 - ii) Consider Vehicle Purchase Authorization and Declaration of Surplus Vehicles
- e) Payment Requests

copies of which are contained in applicable Northern files.

7) REGULAR AGENDA

- a) **UNIT OF DEVELOPMENT NO. 2C - ALTON**
 Consider Approval of Design-Build Agreement with Poinciana Development

Ms. Leser explained that during the August 2024 Board Meeting, the Board approved Resolution No. 2024-04 designating the team of Poinciana Development Group, Inc. and ShadeFLA, Inc. as a Sole Source Provider for Northern’s Alton Park Replacement Shade Sail Structure. She further explained that a

Design-Build Agreement has been prepared by Mr. Edwards and approved in form by Poinciana, noting that Staff is requesting the Board approve the Agreement in form, as the Exhibit to the Agreement will be somewhat modified. She reviewed the anticipated modifications and stated that Northern expects to be reimbursed by its insurance carrier, less the \$5,000 deductible.

Ms. Baker asked if the structure will be taller, and Ms. Leser advised that the height will be the same and then briefly reviewed the expected changes.

Mr. LaMotte asked if the shade sails will be taken down during storm events, and Ms. Leser advised that maintenance of the Park, including the shade sails, is the responsibility of the Alton Property Owners Association pursuant to its High-Level Maintenance Agreement with Northern. She explained that they should be taken down when certain wind speeds are expected.

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. LaMotte and unanimously passed approving the Design-Build Agreement in form and, subject to its Exhibit modifications, the subsequent execution of the Design-Build Agreement upon receipt.

**b) UNIT OF DEVELOPMENT NO. 11 – PGA NATIONAL
Consider Purchase Order to Top Dog Industries, LLC**

Mr. Beatty stated that this item is for a Purchase Order to Top Dog Industries for roadway catch basin and pipe cleaning for Ryder Cup Boulevard. He reported that Staff requested quotes from several of Northern's contractors. He explained that Shenandoah submitted the lowest quote, but failed to submit several required items, so its bid was deemed incomplete and rejected. He reported that the second lowest bidder was Top Dog Industries, which was still lower than the budgeted amount for this project.

Mr. Boykin asked if a bid is deemed unresponsive, are they given an opportunity to cure, and Mr. Beatty advised that Northern does not make allowances for incomplete bids, briefly noting the required documents that were missing from Shenandoah's submittal.

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. LaMotte and unanimously passed approving Purchase Order No. 25-28 to Top Dog Industries, LLC in the amount of \$223,352.80.

**c) UNIT OF DEVELOPMENT NO. 20 – JUNO ISLES
Consider Disbursement to Town of Juno Beach**

Mr. Edwards stated that in 2013, Northern entered into an Agreement with the Town of Juno Beach and the Preserve at Juno Beach Homeowners Association (HOA) regarding maintenance of an exfiltration system needed for their development. He reported that the Board authorized the issuance of a Notice of Termination in March 2024, advising the parties that Northern no longer wishes to maintain the exfiltration system. He further advised that the 180-day notice requirement has passed and Northern is now in a position to finalize conclusion of its obligations under the Agreement. Upon termination, the Agreement requires Northern to transfer any surplus funds related to its maintenance activity to the Town of Juno Beach. Mr. Edwards stated that, based upon Northern's calculations, it appears that there are no surplus maintenance or reserve funds and Staff will need to advise the Town of Juno Beach accordingly. He recommends that the Board authorize Staff to provide this information to the Preserve at Juno Beach HOA and the Town of Juno Beach in order to conclude this matter.

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. LaMotte and unanimously passed approving sending the reconciliation spreadsheet to the Town of Juno Beach, with copies thereof provided to the Preserve at Juno Beach HOA.

**d) UNIT OF DEVELOPMENT NO. 31 – BALLENISLES COUNTRY CLUB
Consider Seacoast Utility Authority Reimbursement for Culvert Damage**

Ms. Roundtree reviewed with the Board the June 2024 damage to one of Northern's pipes in BallenIsles that was incurred due to its proximity to a Seacoast Utility Authority (Seacoast) water main that broke. She reported that Staff submitted a claim to Northern's insurance carrier, but has since been advised that such pipes

are not covered under the insurance policy. She also explained that Northern has so many pipes that including this type of coverage would be cost prohibitive. Staff spoke with Seacoast about this and was advised that Seacoast's insurance similarly does not cover pipes. After discussion between Northern and Seacoast Staff, it was determined that Seacoast would pay the cost for Northern's emergency response and the amount of useful life remaining on the damaged pipe which was determined to be approximately 25%.

Ms. Roundtree then stated that Northern will pay the remainder of its pipe replacement cost, noting that the new pipe should last approximately 30 years. She explained that Seacoast's Board has approved the reimbursement to Northern. She advised that if the Board approves, the balance of Northern's costs will come from the Unit 31 Reserve Fund.

Mr. Boykin asked if there is enough money in reserves and Ms. Roundtree responded affirmatively.

Mr. Block asked if Staff has spoken to BallenIsles, and Ms. Roundtree explained that she has been in contact with representatives of the BallenIsles Community Association and they are pleased that Seacoast will be assuming some of the cost.

Mr. Edwards explained that this is the first occurrence of this type with Seacoast, noting that many of Seacoast's and Northern's pipes cross one another. He recommended approval, but wanted to advise the Board that acceptance by both parties of this method of resolution will establish a protocol to be used should a similar issue arise in the future.

Ms. Baker thanked Ms. Roundtree for her work with Seacoast Staff in reaching a resolution and she stated that it was a team effort with Ms. Leser's assistance.

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. LaMotte and unanimously passed accepting the reimbursement of \$135,100.65 from Seacoast Utility Authority for the damage to Northern's drainage pipe.

e) UNIT OF DEVELOPMENT NO. 53 – ARDEN

i) Consider Authorization to Issue Request for Proposals for Construction Loan

Ms. Roundtree explained that most of the construction is completed in this Unit with the exception of the remaining public improvement portions to be installed within the last two residential development pods and the remaining portion of the linear park, all of which is estimated to cost approximately \$4.1 million. She further explained that there are some bond funds remaining as well as some interest earning, but approximately \$3.1 million in additional funds are required to complete the public improvement components of the project. She stated that Staff is requesting Board authorization to issue a Request for Proposals (RFP) for a construction loan, noting that Northern will request a 15-year loan, but banks may only be willing to lend for 10 years. Ms. Roundtree reviewed the anticipated interest rates and the possible dates of issuance of the RFP and loan closing.

Mr. Boykin asked if will be a fixed rate loan or variable, and Ms. Roundtree advised that it will be a fixed rate loan. A general discussion followed regarding the details of the project, the timing of the bank loan and Staff's unsuccessful attempts to avoid this process by having Lennar pay for the remainder of the project.

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. LaMotte and unanimously passed authorizing issuance of a Request for Proposal for a Construction Loan for Unit of Development No. 53, as presented.

ii) Consider Non-Interference Agreement

Mr. Beatty stated that this Agreement is similar to those executed in the past establishing that if a conflict should arise between Northern's public work and Lennar's private work, the Developer could be liable for damages.

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. LaMotte and unanimously passed approving the proposed Non-Interference Agreement with Lennar Homes, LLC.

8) MISCELLANEOUS REPORTS

a) ENGINEER

Ms. Leser gave the following status updates with accompanying photos under her report:

Unit No. 2C - Alton: Ms. Leser stated that the last phase of pavement in Parcel D has been completed. She also showed photos of the hospital and Pasteur Boulevard, noting that the City is currently permitting the turn lane work.

Ms. Leser reported that final payments were approved on the Consent Agenda for the Unit 5 Culvert Project and Unit 43 Boardwalk Project. She stated that there will be some additional final payments to Mock, Roos and WGI, the respective engineers for those projects next month.

Unit No. 5A – Vista Center of the Palm Beaches: Ms. Leser reported that the Unit 5A culvert rehab project is underway, noting that one of the structures has been delivered and dewatering is currently taking place.

Unit No. 53 – Arden: Ms. Leser reported that the permitted public improvements work within the Plan of Improvements for Pod D-Northeast, Phase 1 and Pod H-North, Phase 2 is currently underway, adding that this work will subsequently be turned over to Northern or Palm Beach County Water Utilities upon completion. She stated that Staff will be moving forward with the public bid for Pod D-Northeast, Phase 2 and Pod D-Northwest, as the Letter of Credit required from the Developer for such work was received yesterday. Ms. Leser gave relevant dates regarding the bid and anticipates that the Award of Contract should be ready for Board consideration in December.

Mr. Boykin asked how many residential units are in Arden and Ms. Roundtree provided estimated figures.

Ms. Leser concluded her report with photos of the Pods being constructed and the West Acreage Elementary School which is scheduled to open in August 2025.

b) ATTORNEY

Mr. Edwards reported that for the first time, one of the minor Homeowners Associations (HOA) within Unit 2C has filed a claim against the Developer, claiming that there are a number of deficiencies in the assets built by the Developer and they would like those deficiencies rectified. He stated that it is possible that Northern may have been involved in some of those works, noting that he will be discussing the matter later today with the general counsel for the HOA. He expressed his belief that there is not much in this claim involving Northern as any such private works are turned over to the HOA upon completion via Bills of Sale.

c) EXECUTIVE DIRECTOR

Mr. Beatty reported that Northern sustained minimal, if any, damage from Hurricane Milton. He thanked all of Staff with special acknowledgment of Ken Roundtree and the Operations Staff. He also specifically recognized Vicki Loeb for her handling, with professionalism and dignity, a multitude of phone calls regarding the storm.

The Public and Community Relations Report was included in the Board materials for review.

9) RECEIVE AND FILE

The following items were presented to be received and filed:

- Northern Quarterly Financial Report; and
 - Proof of Publication of Meeting Notice
- copies of which are contained in Northern's records.

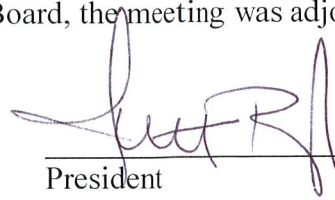
10) COMMENTS FROM THE BOARD

There were no further comments from the Board.

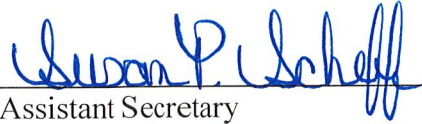
11) ADJOURN

A **motion** was made by Ms. Baker, seconded by Mr. LaMotte and unanimously passed to adjourn the meeting.

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



President



Assistant Secretary