
MINUTES OF MEETING

Each person who decides to appeal any decision made by the Board with respect to any matter considered at the meeting is advised that the person may need to ensure that a verbatim record of the proceedings is made, including the testimony and evidence upon which such appeal is to be based.

**RIVER GLEN
COMMUNITY DEVELOPMENT DISTRICT**

The **regular** meeting of the Board of Supervisors of River Glen Community Development District was held on **Wednesday, June 10, 2015 at 1:30 p.m.** at the River Glen Amenity Center, located at 65084 River Glen Parkway, Yulee, Florida 32097.

Present and constituting a quorum:

| | |
|----------------|---|
| Glenn Marvin | Board Supervisor, Chairman |
| Doug Walker | Board Supervisor, Vice Chairman |
| Scott Campbell | Board Supervisor, Assistant Secretary |
| David Jae | Board Supervisor, Assistant Secretary (via speakerphone) |

Also present were:

| | |
|-----------------|--|
| Melissa Dobbins | District Manager, Rizzetta & Company, Inc. |
| Sarah Warren | Hopping Green & Sams, P.A. |
| Dan McCranie | District Engineer, McCranie & Associates (via speakerphone) |
| Tony Shiver | First Coast CMS |

Audience Present

FIRST ORDER OF BUSINESS

Call to Order

Ms. Dobbins called the meeting to order at 1:30 p.m. and read the roll call.

SECOND ORDER OF BUSINESS

Audience Comments on Agenda Items

It was noted for the record that there were no audience comments.

THIRD ORDER OF BUSINESS

**Consideration of the Minutes of the Board
of Supervisors Regular Meeting held
April 8, 2015**

On a motion by Mr. Marvin, seconded by Mr. Campbell, with all in favor, the Board approved the minutes of the Board of Supervisors regular meeting held April 8, 2015 for River Glen Community Development District.

**Ratification of the Operation and
Maintenance Expenditures for March
2015 and April 2015**

On a motion by Mr. Marvin, seconded by Mr. Campbell, with all in favor, the Board ratified the operation and maintenance expenditures for March 2015 in the amount of \$26,691.28 and April 2015 in the amount of \$26,181.46 for River Glen Community Development District.

FOURTH ORDER OF BUSIENSS

Staff Reports

- A. District Counsel
No report.
- B. District Engineer
No report
- C. ValleyCrest Landscaping
Not present
- D. First Coast CMS
Mr. Shiver updated the Board of Supervisors' that the tennis and basketball courts are being resurfaced now. Also, Mr. Shiver is still working on gathering bids to re-marcite the activity pool.
- E. District Manager
Ms. Dobbins noted that the next regularly scheduled Board of Supervisors' meeting and Budget Public Hearing is set for August 12, 2015.

FIFTH ORDER OF BUSINESS

Consideration of Equipment Proposals

Tabled until the next meeting.

**Consideration of Fitness Preventative
Maintenance Proposal**

Tabled until the next meeting.

**Consideration Dissemination Services
Proposal**

The Board of Supervisors' reviewed and discussed the proposal under Tab 6.

The Board of Supervisors' approved Dissemination Agent services with Lerner in the amount of \$4,000 per year, effective October 1, 2015 and to terminate current provider Prager Sealy with two in favor and two abstentions (Scott Campbell and David Jae, Form 8B marked as Exhibit A) for the River Glen Community Development District.

**Consideration of Landscape Maintenance
And Facility Inspection Services Proposal**

The Board of Supervisors reviewed proposals.

On a motion by Mr. Marvin, seconded by Mr. Campbell, with all in favor, the Board approved Landscape Maintenance and Facility Inspection proposal with Rizzetta Amenity Services, Inc. in the amount of \$500 a month for River Glen Community Development District.

**Review of Fiscal Year 2016 Funding
Agreement**

Ms. Warren reviewed Fiscal Year 2016 Funding Agreement under Tab 8 and presented First Amendment to Tri-Party Agreement (Exhibit B).

Discussion ensued.

On a motion by Mr. Marvin, seconded by Mr. Campbell, with all in favor, the Board accepted Fiscal year 2016 Funding Agreement and First Amendment to tri-Party Agreement, in substantial Form, authorizing the Chair to execute in final form for River Glen Community Development District.

SIXTH ORDER OF BUSIENSS

**Audience Comments and Supervisor
Requests**

There was a comment on renting out during specific time frames.

There was a question on the age limits for the gym.

There was a question on pool being closed on Mondays.

There were no Supervisor requests.


SEVENTH ORDER OF BUSINESS

Adjournment

On a motion by Mr. Marvin, seconded by Mr. Campbell, with all in favor, the Board adjourned the meeting at 2:38 p.m. for River Glen Community Development District.



Secretary/Assistant Secretary



Chairman/Vice Chairman

Exhibit A

APPOINTED OFFICERS (continued)

- A copy of the form must be provided immediately to the other members of the agency.
- The form must be read publicly at the next meeting after the form is filed.

IF YOU MAKE NO ATTEMPT TO INFLUENCE THE DECISION EXCEPT BY DISCUSSION AT THE MEETING:

- You must disclose orally the nature of your conflict in the measure before participating.
- You must complete the form and file it within 15 days after the vote occurs with the person responsible for recording the minutes of the meeting, who must incorporate the form in the minutes. A copy of the form must be provided immediately to the other members of the agency, and the form must be read publicly at the next meeting after the form is filed.

DISCLOSURE OF LOCAL OFFICER'S INTEREST

I, Scott Campbell, hereby disclose that on June 10, 20 15:

(a) A measure came or will come before my agency which (check one or more)

- inured to my special private gain or loss;
- inured to the special gain or loss of my business associate, _____;
- inured to the special gain or loss of my relative, _____;
- inured to the special gain or loss of Lerner Reporting Services, Inc., by whom I am retained; or
- inured to the special gain or loss of _____, which is the parent subsidiary, or sibling organization or subsidiary of a principal which has retained me.

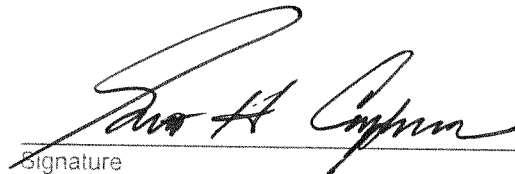
(b) The measure before my agency and the nature of my conflicting interest in the measure is as follows:

Lerner Reporting Services, Inc. presented a proposal to serve as dissemination agent for the River Glen Community Development District in connection with the District's Series 2006 Bonds. Prior to discussion relating to the proposal and associated agreement, I disclosed the nature of my conflict. I refrained from participating in the discussion and abstained from voting at the time the board took official action on the proposal. The remaining board members voted to accept the proposal by the Lerner Reporting Services, Inc.

If disclosure of specific information would violate confidentiality or privilege pursuant to law or rules governing attorneys, a public officer, who is also an attorney, may comply with the disclosure requirements of this section by disclosing the nature of the interest in such a way as to provide the public with notice of the conflict.

June 22, 2015

Date Filed


Signature

NOTICE: UNDER PROVISIONS OF FLORIDA STATUTES §112.317, A FAILURE TO MAKE ANY REQUIRED DISCLOSURE CONSTITUTES GROUNDS FOR AND MAY BE PUNISHED BY ONE OR MORE OF THE FOLLOWING: IMPEACHMENT, REMOVAL OR SUSPENSION FROM OFFICE OR EMPLOYMENT, DEMOTION, REDUCTION IN SALARY, REPRIMAND, OR A CIVIL PENALTY NOT TO EXCEED \$10,000.

FORM 8B MEMORANDUM OF VOTING CONFLICT FOR COUNTY, MUNICIPAL, AND OTHER LOCAL PUBLIC OFFICERS

| | |
|---|---|
| LAST NAME—FIRST NAME—MIDDLE NAME Jae, David | NAME OF BOARD, COUNCIL, COMMISSION, AUTHORITY, OR COMMITTEE Board of Supervisors |
| MAILING ADDRESS 5020 W. Linebaugh Avenue, Suite 250 | THE BOARD, COUNCIL, COMMISSION, AUTHORITY OR COMMITTEE ON WHICH I SERVE IS A UNIT OF: <input type="checkbox"/> CITY <input type="checkbox"/> COUNTY <input checked="" type="checkbox"/> OTHER LOCAL AGENCY |
| CITY COUNTY Tampa Hillsborough | NAME OF POLITICAL SUBDIVISION: River Glen Community Development District |
| DATE ON WHICH VOTE OCCURRED June 10, 2015 | MY POSITION IS: <input checked="" type="checkbox"/> ELECTIVE <input type="checkbox"/> APPOINTIVE |

WHO MUST FILE FORM 8B

This form is for use by any person serving at the county, city, or other local level of government on an appointed or elected board, council, commission, authority, or committee. It applies to members of advisory and non-advisory bodies who are presented with a voting conflict of interest under Section 112.3143, Florida Statutes.

Your responsibilities under the law when faced with voting on a measure in which you have a conflict of interest will vary greatly depending on whether you hold an elective or appointive position. For this reason, please pay close attention to the instructions on this form before completing and filing the form.

INSTRUCTIONS FOR COMPLIANCE WITH SECTION 112.3143, FLORIDA STATUTES

A person holding elective or appointive county, municipal, or other local public office **MUST ABSTAIN** from voting on a measure which would inure to his or her special private gain or loss. Each elected or appointed local officer also **MUST ABSTAIN** from knowingly voting on a measure which would inure to the special gain or loss of a principal (other than a government agency) by whom he or she is retained (including the parent, subsidiary, or sibling organization of a principal by which he or she is retained); to the special private gain or loss of a relative; or to the special private gain or loss of a business associate. Commissioners of community redevelopment agencies (CRAs) under Sec. 163.356 or 163.357, F.S., and officers of independent special tax districts elected on a one-acre, one-vote basis are not prohibited from voting in that capacity.

For purposes of this law, a "relative" includes only the officer's father, mother, son, daughter, husband, wife, brother, sister, father-in-law, mother-in-law, son-in-law, and daughter-in-law. A "business associate" means any person or entity engaged in or carrying on a business enterprise with the officer as a partner, joint venturer, coowner of property, or corporate shareholder (where the shares of the corporation are not listed on any national or regional stock exchange).

* * * * *

ELECTED OFFICERS:

In addition to abstaining from voting in the situations described above, you must disclose the conflict:

PRIOR TO THE VOTE BEING TAKEN by publicly stating to the assembly the nature of your interest in the measure on which you are abstaining from voting; *and*

WITHIN 15 DAYS AFTER THE VOTE OCCURS by completing and filing this form with the person responsible for recording the minutes of the meeting, who should incorporate the form in the minutes.

* * * * *

APPOINTED OFFICERS:

Although you must abstain from voting in the situations described above, you are not prohibited by Section 112.3143 from otherwise participating in these matters. However, you must disclose the nature of the conflict before making any attempt to influence the decision, whether orally or in writing and whether made by you or at your direction.

IF YOU INTEND TO MAKE ANY ATTEMPT TO INFLUENCE THE DECISION PRIOR TO THE MEETING AT WHICH THE VOTE WILL BE TAKEN:

- You must complete and file this form (before making any attempt to influence the decision) with the person responsible for recording the minutes of the meeting, who will incorporate the form in the minutes. (Continued on page 2)

APPOINTED OFFICERS (continued)

- A copy of the form must be provided immediately to the other members of the agency.
- The form must be read publicly at the next meeting after the form is filed.

IF YOU MAKE NO ATTEMPT TO INFLUENCE THE DECISION EXCEPT BY DISCUSSION AT THE MEETING:

- You must disclose orally the nature of your conflict in the measure before participating.
- You must complete the form and file it within 15 days after the vote occurs with the person responsible for recording the minutes of the meeting, who must incorporate the form in the minutes. A copy of the form must be provided immediately to the other members of the agency, and the form must be read publicly at the next meeting after the form is filed.

DISCLOSURE OF LOCAL OFFICER'S INTEREST

I, David Jae, hereby disclose that on June 10, 20 15 :

(a) A measure came or will come before my agency which (check one or more)

- inured to my special private gain or loss;
- inured to the special gain or loss of my business associate, _____ ;
- inured to the special gain or loss of my relative, _____ ;
- inured to the special gain or loss of _____ , by
whom I am retained; or
- inured to the special gain or loss of Lerner Reporting Services, Inc. , which
is the parent subsidiary, or sibling organization or subsidiary of a principal which has retained me.

(b) The measure before my agency and the nature of my conflicting interest in the measure is as follows:

Lerner Reporting Services, Inc. presented a proposal to serve as dissemination agent for the River Glen Community Development District in connection with the District's Series 2006 Bonds. Lerner Reporting Services, Inc., is a related entity to Lerner Real Estate Advisors by which I am retained. Prior to discussion regarding the proposal from Lerner Reporting Services, Inc., I disclosed the nature of my relationship to the board. I abstained from voting at the time the board took official action on the proposal. The vote of the remaining board members was to accept the proposal for dissemination agent services by Lerner Reporting Services, Inc.

If disclosure of specific information would violate confidentiality or privilege pursuant to law or rules governing attorneys, a public officer, who is also an attorney, may comply with the disclosure requirements of this section by disclosing the nature of the interest in such a way as to provide the public with notice of the conflict.

June 22, 2015

Date Filed

David Jae
Signature

NOTICE: UNDER PROVISIONS OF FLORIDA STATUTES §112.317, A FAILURE TO MAKE ANY REQUIRED DISCLOSURE CONSTITUTES GROUNDS FOR AND MAY BE PUNISHED BY ONE OR MORE OF THE FOLLOWING: IMPEACHMENT, REMOVAL OR SUSPENSION FROM OFFICE OR EMPLOYMENT, DEMOTION, REDUCTION IN SALARY, REPRIMAND, OR A CIVIL PENALTY NOT TO EXCEED \$10,000.

EXHIBIT B

FIRST AMENDMENT TO TRI-PARTY AGREEMENT

THIS FIRST AMENDMENT TO THE TRI-PARTY AGREEMENT (“First Amendment”) is made and entered into this _____ day of _____, 2015, by and between:

River Glen Community Development District, a local unit of special-purpose government established pursuant to Chapter 190, *Florida Statutes*, being situated in Nassau County, Florida, with a mailing address of 3434 Colwell Avenue, Suite 200, Tampa, Florida 33614 (the “District”); and

U.S. Bank National Association, a national banking association duly organized and existing under the laws of the United States of America, with a mailing address of PD-OR-P6TD, 555 SW Oak Street, Portland, OR 97204 (the "Trustee") pursuant to the Trust Indenture by and between the District and the Trustee, dated as of November 1, 2006 (the "Trust Indenture"), as amended and supplemented, securing the River Glen Community Development District Special Assessment Bonds, Series 2006A; and

River Glen Holdings LLC, a Florida limited liability company, with a mailing address of 3434 Colwell Avenue, Suite 200, Tampa, Florida 33614 (the “Company”);

RECITALS

WHEREAS, the Parties entered into that certain Tri-Party Agreement dated June 29, 2010, (the “Agreement”) regarding the dispensation of lands subject to the District’s Bonds that were acquired by the Company; and

WHEREAS, pursuant to the Agreement, the District, and the Trustee, on behalf of the Bondholders, acknowledged and agreed that it was in their respective and collective best interests for the Trustee to fund the ongoing operation and maintenance costs (“O&M Costs”), of the District based on the portion of the District’s annual budget assigned to the Company owned lands; and

WHEREAS, the District, the Trustee and the Company desire to amend the Agreement to provide for a deficit funding of the portion of the budget not funded by direct assessments of the O&M Costs on platted lots ; and

WHEREAS, Section 11 of the Agreement provides that the Parties may amend the Agreement when such amendment is authorized by both Parties; and

WHEREAS, the Parties desire to enter into this First Amendment concerning the amendment to Section 3 of the Agreement and warrant that they have the right, power and authority to enter into and be bound by this First Amendment.

NOW, THEREFORE, based upon good and valuable consideration and the mutual covenants of the Parties, the receipt of which and sufficiency of which is hereby acknowledged, the Parties agree as follows:

1. **INCORPORATION OF RECITALS.** The recitals stated above are true and correct and by this reference are incorporated by reference as a material part of this First Amendment.

2. **HEADINGS FOR CONVENIENCE ONLY.** The descriptive headings in this First Amendment are for convenience only and shall not control nor affect the meaning or construction of any of the provisions of this First Amendment.

3. **AMENDMENT OF SECTION 3 OF AGREEMENT.**¹ Section 3 of the Agreement is hereby amended as follows:

GENERAL PROVISIONS APPLICABLE TO THE COMPANY. The Parties acknowledge that the sole source of funds necessary to operate the Company and own, operate, and maintain the Property will be provided by the District through the Trustee and the terms of this Agreement. The Parties acknowledge that the District will not impose annual maintenance assessments on the Property as long as funding is provided by the Trustee as provided herein but instead will request funds from the Trustee on a quarterly basis to fund the Company budget. The Trustee shall also fund, on a quarterly basis, any portion of the District's annual budget not funded by the imposition of O&M Costs imposed and collected on platted lots or lands not owned by the Company. The Trustee's obligation to deficit fund the District's annual budget shall not exceed the actual costs incurred by the District during any fiscal year in which the Company owns the Property. (based on the District's Fiscal Year). The District will depend on these monies to fund the Company's portion of the District's annual operating budget assigned to the Property (each a "Quarterly Funding Request"). The Trustee agrees that it will use available amounts on deposit in the funds and accounts comprising the Trust Estate, including any proceeds received from the sale of all or a portion of the Property, to pay the Quarterly Funding Requests no later than fifteen (15) days from the date of receipt from the District of any Quarterly Funding Request. Should funding from the Trustee cease or otherwise become delinquent for a period of thirty (30) days, the Parties acknowledge that the District may impose maintenance assessments upon the Property and to take all actions necessary to collect such maintenance assessments, including foreclosure, which determination shall be the exclusive right of the District. In the event that the District exercises its right to initiate foreclosure proceedings, the Company hereby waives any rights, arguments, claims or defenses of the Company in such foreclosure proceedings and hereby agrees in no way to prevent the District from taking such action. Nevertheless, the inability of the Trustee to pay a Quarterly Funding Request due to unavailable or insufficient funds in the Trust Estate shall not constitute a default under this Agreement.

4. **AFFIRMATION OF THE AGREEMENT.** The Parties agree that nothing contained herein shall alter or amend the parties' rights and responsibilities under the Agreement, except to the extent set forth in this First Amendment. The Agreement is hereby affirmed and continues to constitute a valid and binding agreement between the Parties.

¹ Capitalized terms used herein and not defined shall have the meaning set forth in the Agreement

5. **EFFECTIVE DATE.** This First Amendment shall be effective after execution by all of the Parties hereto.

IN WITNESS WHEREOF, the parties execute this agreement the day and year first written above.

Attest: **River Glen Community Development District**

Secretary/Assistant Secretary

Chairperson, Board of Supervisors

Attest: **U.S. Bank National Association,**
as Trustee

(Print Name of Witness)

By:
Title:

Attest: **River Glen Holdings, LLC,**
a Florida limited liability company,

By: Rizzetta-River Glen Properties, LLC
Its: manager

By: Rizzetta & Company, Inc.,
Its: sole member

(Print Name of Witness)

By: William Rizzetta
Title: President