

MINUTES OF THE BOARD OF SUPERVISORS

ISLE OF PALMS SPECIAL DISTRICT

November 11, 2020

[As a result of the COVID-19 Pandemic and necessary restrictions related to public gatherings, this Board meeting was conducted outside, under the pavilion at the Isle of Palms Park on Eunice Road but could also have been attended via Skype-based audio-only teleconference. The call-in phone number was (904) 348-0303 and the Conf. ID was 972932507#]

Board President Ken Wright opened the meeting; calling it to order at approximately 1828 hours with a Roll Call of all Board members present [Agenda Item 1] at the park. Other Board members/officers present were Vice President Paul Raudenbush and Secretary Brad Radloff. Members Dave Touring and Josh Reichert joined the meeting via call-in/speaker. A quorum was initially established with the three Board members present at the meeting. Board Attorney Wayne Flowers of Lewis, Longman & Walker (LLW) was also present at the park/meeting. Charlene Stroehlen, P.E., the Project Manager with Wood, PLC, as representative for the District's Engineer of Record to administrate upcoming dredging efforts, was neither present at the meeting nor available via call-in/speaker. There were no homeowners physically attending the meeting but there appeared to be several call-in attendees that did not identify themselves. The meetings (as a public gathering) are normally held in a Community Meeting Room of the Pablo Creek Regional Library at 13295 Beach Boulevard, Jacksonville, FL 32246 but due to safety restrictions still in place at the library, the meeting was held outside at the above identified public park.

Agenda-Specific Public Comments [Agenda Item 2]-

As a result of a Florida Statute, *public comments of Agenda items only* (no general items) are to be taken prior to addressing the Meeting Agenda. There were no public comments on any of the Agenda items from homeowners - either present or from those that may have called-in to the meeting.

OTHER AGENDA ITEMS

3. Vote on approval of the Meeting Minutes from the October 14, 2020 Board meeting.

MOTION: To approve the minutes of October 14, 2020 Board meeting, by KWright.

The motion was seconded by PRaudenbush and **PASSED** unanimously by the Board members present.

4. Treasurer's Report. PRAudenbush provided an update to the Treasurer's Report for this meeting and reported the District's bank balance at \$1,257,691.26, as of October 31, 2020. There were two bill(s)/invoice(s) needing approval for payment: (1) \$1,485.00 to LLW for the month of October legal fees and (2) \$5,150.00 to Magers and Associates for this year's auditing fees. As a special note, there is a dual signature requirement that is in place for all checks/bill payments.

MOTION: To approve the payments to LLW and Magers, as described above, by KWright.

Motion seconded by PRAudenbush and PASSED unanimously by the Board members present.

For the monthly summary/update regarding the Budget Report, there was no discussion since amendments were made to the budget at the June 2019 meeting to reflect more accurate line items for engineering, auditing, and insurance fees. The general intent of said report is to facilitate the reporting/accuracy of the current year's budget and preparation for projecting the upcoming fiscal year's budget and will be very useful closer toward the end of the fiscal year.

5. Report by Committee re: Florida Dredge & Dock (FD&D) Bid Assignment to Brance Diversified (BDI) and associated due diligence on BDI. [HISTORY: The one and only contractor submitting a bid for the project, FLD&D, informed the Board, shortly after submitting, that they wanted to pull out of the project but assign their contract to Brance Diversified, Inc. (BDI), whom was named as a subcontractor in their bid submittal to the District. The Board discussed the prospect of the new information, along with the associated legal aspects, and determined that either the entire bidding process would have to be re-initiated or go through with the award of the project to FLD&D and officially allow the assignment of the project to BDI pending the completion of a new due diligence process directed toward BDI. If the assignment of the contract was to be made, it would have to be done simultaneously with FLD&D and BDI. Also, this new information regarding the assignment of the contract basically nullified the clarification of ways and means requested by the Board from FLD&D since the primary method of dredging would go from a combination of hydraulic dredging and mechanical dredging to mechanical alone; however certain aspects, such as how the individual/private dredging would be done and charged would still need to be addressed. PRAudenbush indicated that we would likely need to obtain a determination from the COJ OGC as to whether the assignment can legally occur or not. WFlowers indicated that a Notice of Intent to Award can occur which would allow the 45 day negotiation period and determining whether BDI qualifies, if the Board determines that they would want to allow the assignment of the contract from FLD&D to BDI.] The Committee consists of Board Members PRAudenbush and DTouring and is intended to represent the Board during negotiations with FD&D and BDI (outside of regularly scheduled Board meetings) in an effort to determine whether it

is feasible for the Contract, if it is awarded to FD&D, to be assigned BDI. As such, the committee will bring the proposed/negotiated terms back to the Board to discuss approval of the assignment or not. PRAudenbush reported that, to date, such meetings/negotiations have not occurred, as yet, and until such time this agenda item has been deferred. However, PRAudenbush did report the receipt of a letter (copies of which he distributed to Board members) from FD&D, dated November 11, 2020, that indicated the following “items that are still under negotiation:” (1) Homeowner waivers in areas where at least a 25 foot dredge template cannot be achieved while staying 10 feet from any structure, (2) approved canal closures as required by contractor, (3) 7 day a week/daylight hour schedule approval by District, (4) approval of assignment of contract for BDI. Upon approval and execution of assignment BDI will deliver Bonds and insurance to the District, and (5) Homeowner dredging contract conditions.

6. Vote on assignment to BDI. This agenda item was also deferred pending the negotiations described in Item 5. above.
7. Report on negotiations and discussion re: finalizing Engineer to oversee dredging. PRAudenbush indicated that the Board still needs to address the level of service required of Wood, but since the Board has not finalized the selection of a dredging contractor (need to see what their services will include); he once again suggested waiting until the selection of a contractor is complete before determining the scope of services from Wood. PRAudenbush updated Wood as to the Board’s progress with the contract.
8. Discuss response of banks to RFI to finance for dredging project. PRAudenbush’s report reiterated that the District only received two responses interested banks - Ameris Bank and Wells Fargo Bank. However, he also indicated that recently Ameris informed him that, at this time, they would be retracting their offer to underwrite from the District for various reasons but that if anything changes in the near future, they would contact the District. WFlowers suggested contacting Florida of League of Cities for help with lending. PRAudenbush indicated that he would get back with Wells Fargo and KWright indicated that he would contact Florida League of Cities.
9. If appropriate, in light of above agenda items, discuss timing of Notice to Proceed. This Agenda Item was also deferred until such time that a Contract, with a dredging contractor, has been secured.
10. New Business. [*HISTORY:* Due to the difficult [COVID-19] nature of securing an indoor space for future Board meetings, the Board is looking for suggestions from anyone that might have any ideas as to where the District could hold its meetings (other than the park) until the Library space opens back up.]

General Public Comment -

There were no other comments from the public at the end of the meeting (comments/questions

were taken during the meeting, if any).

Adjournment-

KWright adjourned the meeting at 1848 hrs.

Future Meeting Dates -

Meetings are held on Wednesdays at 6:30 PM, normally at the “Pablo Creek Regional Library,” 13295 Beach Blvd. Jacksonville 32246; for the dates listed below **[however, because of the uncertainty revolving around the ever-changing restrictions placed on public gatherings, please check the District’s website (isleofpalmsjax.com) for any updates to the location of the upcoming meeting):**

December 9, 2020

(Future meeting dates for the 2021 calendar year are to be set at the DEC20 meeting)