

## MINUTES OF THE BOARD OF SUPERVISORS

### ISLE OF PALMS SPECIAL DISTRICT

December 14, 2022

Board President Ken Wright opened the meeting; calling it to order at approximately 1834 hours with a Roll Call of all Board members present at the San Pablo Public Library. Other Board members/officers present were Vice President Paul Raudenbush, Secretary Brad Radloff, and Member David Touring. Member Josh Reichert could not attend either in person or via call-in/speaker. A quorum was established with the four Board members present at the meeting. Board Attorney Wayne Flowers of Lewis, Longman & Walker (LLW) was present at the meeting. Charlene Stroehlen, P.E., the Project Manager with Wood, PLC, as representative for the District's Engineer of Record to assist with administration of the dredging efforts, could not attend either in person or via call-in/speaker. Both Lance Young of Brance Diversified, Inc. (BDI), the dredging contractor, and his attorney, Lindsey Brock, attended the meeting. There were no homeowner(s) from the District physically attending the meeting with an unknown number of call-in attendee(s), if any. The meeting was held in a Community Meeting Room of the Pablo Creek Regional Library at 13295 Beach Boulevard, Jacksonville, FL 32246 but could also have been attended via Skype-based audio-only teleconference. The call-in phone number was (904) 348-0303 and the meeting ID 809 721 327.

#### **Agenda-Specific Public Comments [Agenda Item 1]-**

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 (if so) or from those that may have called-in to the meeting.

#### **OTHER AGENDA ITEMS**

2. Vote on approval of the Meeting Minutes from the monthly Board meeting of November 9, 2022.

**MOTION:** To approve the minutes of the Board meeting held on November 9, 2022, by KWright.

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

3. Treasurer's Report. PRAudenbush provided an update to the Treasurer's Report for this meeting and reported the District's bank balance [combined balance bet. two accounts- Wells Fargo and SunTrust] at \$ 1,410,643.58, as of December 14, 2022. There were five new bill(s)/invoice(s) needing approval for payment: 1) \$3,325.00 [2-invoices, \$3,025.00 and \$300.00] to LLW both for legal fees during the month of October [WFlowers was going to check into a slight discrepancy indicated as a previous balance that doesn't seem to balance], 2) \$175.00 to KWright for reimbursement of the Annual fee to DOCD, 3) \$431.90 as reimbursement to PRAudenbush for two payments to Web.com, 4) \$19,500.00 ARC Surveying for bathymetric survey update (to restart dredging), 5) \$82.00 to Wood, PLC for December fees. KWright also indicated that the previously Board approved [FINAL] payment of \$197,916.66 to Harbor Waterway Special District (HWSD) for spoil site fees is due on December 31, 2022. As a special note, there is a dual signature requirement that is in place for all checks/bill payments. Also, now that the District has obtained a loan for the dredging, all the dredging invoices have to be pre-reviewed by the Bank prior to providing such funds to the District to make the payments.

**MOTION:** To approve payment for the LLW, DOCD, PRAudenbush (Web.com), ARC Surveying, and Wood invoices, as described above, by PRAudenbush.

**Motion was seconded by KWright and PASSED unanimously by the Board members present.**

4. Consideration of Proposal from Magers & Associates Re: Annual Audit. KWright indicated that when Magers submitted their proposal of fees, etc. for conducting the 2023 Annual Audit (which was presented to the Board last month), he had concerns over the significant increase in fees (\$5,500.00 to \$10,000.00) over previous years and asked for a detail breaking down the fee structure which Magers also provided. After attempting to do some comparison shopping for such auditors of this type, he found that there were no other auditors to conduct this type and six of audit. Some discussion occurred regarding the issue and it was determined that there was not much else that could be done but to go ahead and engage Magers.

**MOTION:** To approve the Audit Proposal and engage Magers for 2023, by KWright.

**Motion was seconded by DTouring and PASSED unanimously by the Board members present.**

5. Follow up, if any, on Bond/Loan Extension. [**HISTORY:** It was necessary to approve a Resolution (22-03), during last month's Board meeting, which allowed for the extension of the Loan agreement with Wells Fargo Bank. The Wells Fargo extension was necessary since Board extended the contract length with BDI to finish the dredging.]. According to WFlowers, that paperwork is done and there was no other follow up

needed.

6. Dredging Status, follow-up since last meeting. [**HISTORY:** At the previous **November meeting**, there was very little to discuss regarding the dredging progress since the new agreement was executed by both the Board and BDI at the October meeting and the only thing to get started, at that time, was a new Baseline bathymetric survey, as requested and [to be] paid for by BDI (actually, the District will order the survey, pay for it, then deduct the cost from BDI's next invoice), to start off the new agreement. KWright indicated that he had already put the order in with ARC Survey to begin ASAP.] For this **December meeting**, Lance Young (accompanied by his attorney, Lindsey Brock) spoke up immediately to indicate how he was going to go about dredging again, like starting in the South canals, and also when he would conduct surveys after completing canals and the following invoicing. Mr. Young was also there to present another Change Order (#4) to the Board to change the contract completion date for the project, due to alleged delays from the ARC Surveying for the "restart-up" bathymetric survey/update. Some discussion ensued between the Board members and Mr. Young, ultimately resulting in a Motion to approve Change Order #4.

**MOTION:** To approve BDI's Change Order #4, as described above, by KWright.

**Motion was seconded by DTouring and PASSED 3 to 1, with BRadloff casting the dissenting vote.**

7. Update on getting cost share from the City. DTouring reported that the District has finally received the long awaited 2<sup>nd</sup> reimbursement of certain dredging related costs from the City of Jacksonville (COJ) \$182,000+.
8. Report to State Record Management on Retention of Records under State Law. KWright indicated that he has already received statements from all the Board members regarding the disposal of records and went ahead and submitted the report as done previously.
9. Establish Meeting Dates for 2023. WFlowers was asked to make the necessary arrangements to publicize the usual meeting date/time and place.
10. New Business. PRaudenbush brought up whether the Board needed to continue offering the call-in option for the meetings. WFlowers indicated that there is no legal requirement to provide the option, KWright suggested that he'd rather see homeowners show-up to the meetings, DTouring indicated that he thought we only did that as a result of issues related to COVID, and BRadloff agreed with KWright. So, the general consensus seemed to be that calling-in would no longer be an option.

### ***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 1905 hrs.

***Future Meeting Dates -***

Meetings are held on the second Wednesday of the month (6:30 PM), at the “Pablo Creek Regional Library,” 13295 Beach Blvd. Jacksonville 32246. **It is recommended to check the District’s website ([isleofpalmsjax.com](http://isleofpalmsjax.com)) for any updates to the location of the upcoming meetings.**

Future meeting dates listed below:

January 11, 2023   February 8, 2023   March 8, 2023   April 12, 2023   May 10, 2023

June 14, 2023   July 12, 2023   August 9, 2023   September 13, 2023   October 11, 2023

November 8, 2023   December 13, 2023